

Chafkin Jeremiah H
 Form 3
 January 07, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Chafkin Jeremiah H
 (Last) (First) (Middle)

C/O THE CHARLES SCHWAB CORPORATION, 120 KEARNY STREET

(Street)

SAN FRANCISCO, CA 94108

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 01/01/2005

3. Issuer Name and Ticker or Trading Symbol
 SCHWAB CHARLES CORP [SCH]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 EVP - Advised Investor

5. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	104,816	D	
Common Stock	218.08	I	by ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Incentive Stock Option (right to buy)	02/27/2006	02/27/2012	Common Stock	7,627	\$ 13.11	D	Â
Incentive Stock Option (right to buy)	02/28/2005	02/28/2011	Common Stock	4,784	\$ 20.9	D	Â
Incentive Stock Option (right to buy)	09/23/2000	09/23/2009	Common Stock	11,250	\$ 23.625	D	Â
Incentive Stock Option (right to buy)	02/23/2001	02/23/2010	Common Stock	4,500	\$ 26.375	D	Â
Incentive Stock Option (right to buy)	06/12/2001	06/12/2010	Common Stock	2,837	\$ 28.875	D	Â
Non-Qualified Stock Option (right to buy)	12/15/2004 ⁽²⁾	09/30/2011	Common Stock	182,482	\$ 9.19	D	Â
Non-Qualified Stock Option (right to buy)	11/08/2004 ⁽¹⁾	11/08/2012	Common Stock	30,000	\$ 9.71	D	Â
Non-Qualified Stock Option (right to buy)	09/24/2002 ⁽³⁾	09/24/2011	Common Stock	30,000	\$ 10.2	D	Â
Non-Qualified Stock Option (right to buy)	02/27/2003 ⁽⁴⁾	02/27/2012	Common Stock	37,373	\$ 13.11	D	Â
Non-Qualified Stock Option (right to buy)	07/18/2002 ⁽³⁾	07/18/2011	Common Stock	150,000	\$ 15.02	D	Â
Non-Qualified Stock Option (right to buy)	05/04/2001 ⁽⁵⁾	05/04/2011	Common Stock	6,000	\$ 20.68	D	Â
Non-Qualified Stock Option (right to buy)	02/28/2002 ⁽⁴⁾	02/28/2011	Common Stock	25,216	\$ 20.9	D	Â
Non-Qualified Stock Option (right to buy)	09/23/2000 ⁽⁴⁾	09/23/2009	Common Stock	11,250	\$ 23.625	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2000 ⁽⁴⁾	11/01/2009	Common Stock	12,000	\$ 25.9167	D	Â
Non-Qualified Stock Option (right to buy)	12/15/2003 ⁽⁶⁾	12/15/2010	Common Stock	75,000	\$ 28.75	D	Â
Non-Qualified Stock Option (right to buy)	06/12/2001 ⁽⁴⁾	06/12/2010	Common Stock	27,163	\$ 28.875	D	Â
Non-Qualified Stock Option (right to buy)	10/25/2001 ⁽⁴⁾	10/25/2010	Common Stock	8,000	\$ 31.0625	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chafkin Jeremiah H C/O THE CHARLES SCHWAB CORPORATION 120 KEARNY STREET SAN FRANCISCO, CA 94108	^	^	^	EVP - Advised Investor ^

Signatures

Jeremiah H.
Chafkin

01/06/2005

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest 25% on each of the second and third anniversary of the grant date and 50% on the fourth anniversary of the grant date.
- (2) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest in four equal annual installments beginning on December 15, 2004.
- (3) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest 35% on the first anniversary of the grant date, 25% on the second anniversary of the grant date and 20% on each of the third and fourth anniversary of the grant date.
- (4) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest in four equal installments beginning on the first anniversary of the grant date.
- (5) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vested immediately.
- (6) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vested 50% on each of the third and fourth anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.