



15000 Capital One Drive
Attn: 12070-0470
Richmond, VA 23238

0 0 0 0 0 0 0 0 0 0

June 25, 2004

2520043381237

VIA CERTIFIED MAIL
Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Dear Sir or Madam:

The following statement is intended to comply with the alternative method for satisfying the reporting and disclosure requirements of Part I, Title I of the Employee Retirement Income Security Act of 1974 for pension plans maintained for a select group of management or highly compensated employees, as described in Department of Labor regulation section 2520.104-23.

Name and Address of Employer:

Capital One Financial Corporation
15000 Capital One Drive
Richmond, Virginia 23238
Attn: Robert Puryear

Employer Identification Number:

54-1719854

Name of Plan:

The name of the plan is the Capital One Financial Corporation Voluntary Non-Qualified Deferred Compensation Plan (the "Plan").

Number of Plans of Deferred Compensation:

In addition to the Plan, the employer maintains one other unfunded deferred compensation plan for a select group of management or highly compensated employees.

Number of Employees in the Plan:

Approximately, 400 employees will participate in the Plan.

Declaration:

The Plan is an unfunded plan that is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees of the employer and certain subsidiaries of the employer.

This statement is supplementary to, and does not replace or supercede, any statement or statements that the employer has previously filed under Department of Labor regulation section 2520.104-23 with respect to any other pension plan or plans.

CAPITAL ONE FINANCIAL
CORPORATION

By 

Capital
cc-10411
Katherine

manuscript
15000 Capital One Drive
Richmond, VA 23238

CERTIFIED MAIL



7000 1530 0000 6481 8933



Top Hat Plan
Employee Benefits
Room N-1513
Exemption
Security Administration
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

RETURN RECEIPT REQUESTED