

SCHWAB CHARLES CORP

Form 4

February 05, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See* Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DODDS CHRISTOPHER V**

(Last) (First) (Middle)

**C/O THE CHARLES SCHWAB  
CORPORATION, 120 KEARNY  
STREET**

(Street)

**SAN FRANCISCO, CA 94108**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**SCHWAB CHARLES CORP  
[SCHW]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/02/2007**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
EVP and CFO

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |        |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount | (A) or (D) | Price   |  |   |
| Common Stock                    | 02/02/2007                           |  | M                              |   | 19,125 | A          | \$ 8.72   | 319,081  | I by Trust  |
| Common Stock                    | 02/02/2007                           |  | M                              |   | 19,125 | A          | \$ 8.72   | 338,206  | I by Trust  |
| Common Stock                    | 02/02/2007                           |  | S                              |   | 8,900  | D          | \$ 19.39  | 329,306  | I by Trust  |
| Common Stock                    | 02/02/2007                           |  | S                              |   | 21,662 | D          | \$ 19.38  | 307,644  | I by Trust  |
|                                 | 02/02/2007                           |  | S                              |   | 7,688  | D          |   | 299,956 <sup>(1)</sup>                                   | I by Trust  |

# Edgar Filing: SCHWAB CHARLES CORP - Form 4

Common Stock \$ 19.32

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | 8. Amount or Number of Shares of Underlying Security |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Incentive Stock Option (right to buy)      | \$ 8.72  | 02/02/2007                           |  | M                              | 19,125  | 02/23/1999 02/23/2008                                    | Common Stock  | 19   |
| Non-Qualified Stock Option (right to buy)  | \$ 8.72  | 02/02/2007                           |  | M                              | 19,125  | 02/23/1999 02/23/2008                                    | Common Stock  | 19   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| DODDS CHRISTOPHER V<br>C/O THE CHARLES SCHWAB CORPORATION<br>120 KEARNY STREET<br>SAN FRANCISCO, CA 94108 | EVP<br>and<br>CFO                |

## Signatures

Jane E. Fry 02/05/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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).

## Edgar Filing: SCHWAB CHARLES CORP - Form 4

- (1) As of the date of this report, the reporting person also had a direct beneficial ownership interest in 198,523 shares and an indirect beneficial ownership interest in 119,570 shares held by an ESOP.

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.