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SCHWAB CHARLES CORP Form 4 February 28, 2003

FORM 4

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

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

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OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*					me and Ticl s Schwab C		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle)				of Reporting Person,				4. Statement for Month/Day/Year 1 February 26, 2003		∑ Director 10% OwnerOfficer (give title below) Other (specify below)			
(Street) San Francisco, CA 94108								Date of Original (Month/Day/Year)		. Individual or Joint/Group Filing Check Applicable Line) Communication Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I Non-Derivative Securities Acquired, D							isposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans action C (Instr. 8 Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 a Amount	osed of	(D) Price	5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s)		ship Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	2/26/03		Р		2,500.00	А	\$7.60	(Instr. 3 & 4)	2,500.00	D			

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

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

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FORM 4 (continued)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially
	Owned
	(e.g., puts, calls, warrants, options, convertible securities)

			0/1								
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(Malonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securiti	¥ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	b			Following	ative	
		2	Day/	8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	b			Transaction(s)	Direct	

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	of (D) (Instr 3, 4 & 5)			ıstr.					(Instr. 4)		
	Code V	V (A	(D)	Exer-cisable			Amount or Number of Shares				

Explanation of Responses:

By: /s/ <u>Paula A. Sneed</u> Paula A. Sneed **Signature of Reporting Person <u>2/27/03</u> Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, See Instruction 6 for procedure.

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