

SCHWAB CHARLES CORP
 Form 4
 December 03, 2007

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

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Bettinger Walter W

(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)
 11/30/2007

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 President and COO

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 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/30/2007 | | S | 2,582 | D \$ 24.64 | 436,054 | D |
| Common Stock | 11/30/2007 | | S | 10,150 | D \$ 24.65 | 425,904 | D |
| Common Stock | 11/30/2007 | | S | 5,650 | D \$ 24.66 | 420,254 | D |
| Common Stock | 11/30/2007 | | S | 100 | D \$ 24.67 | 420,154 | D |
| | 11/30/2007 | | S | 10,700 | D \$ 24.68 | 409,454 | D |

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| | | | | | | | | |
|--------------|------------|--|---|--------|---|-----------|------------------------|---|
| Common Stock | | | | | | | | |
| Common Stock | 11/30/2007 | | S | 5,701 | D | \$ 24.69 | 403,753 | D |
| Common Stock | 11/30/2007 | | S | 300 | D | \$ 24.7 | 403,453 | D |
| Common Stock | 11/30/2007 | | S | 2,024 | D | \$ 24.72 | 401,429 | D |
| Common Stock | 11/30/2007 | | S | 1,357 | D | \$ 24.73 | 400,072 | D |
| Common Stock | 11/30/2007 | | S | 4,365 | D | \$ 24.74 | 395,707 | D |
| Common Stock | 11/30/2007 | | S | 3,653 | D | \$ 24.78 | 392,054 | D |
| Common Stock | 11/30/2007 | | S | 10,900 | D | \$ 24.79 | 381,154 | D |
| Common Stock | 11/30/2007 | | S | 100 | D | \$ 24.795 | 381,054 | D |
| Common Stock | 11/30/2007 | | S | 6,816 | D | \$ 24.8 | 374,238 | D |
| Common Stock | 11/30/2007 | | S | 900 | D | \$ 24.82 | 373,338 | D |
| Common Stock | 11/30/2007 | | S | 6,501 | D | \$ 24.83 | 366,837 | D |
| Common Stock | 11/30/2007 | | S | 1,200 | D | \$ 24.84 | 365,637 | D |
| Common Stock | 11/30/2007 | | S | 2,001 | D | \$ 24.85 | 363,636 ⁽¹⁾ | D |

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

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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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|---------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|---------------------------------------|

Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

Reporting Owners

Reporting Owner Name / Address

Relationships

| Director | 10% Owner | Officer | Other |
|----------|-----------|---------|-------|
|----------|-----------|---------|-------|

Bettinger Walter W
C/O THE CHARLES SCHWAB CORPORATION
120 KEARNY STREET
SAN FRANCISCO, CA 94108

President
and COO

Signatures

Jane E. Fry,
Attorney-in-fact

12/03/2007

__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).
- (1) As of the date of this report, the reporting person also had an indirect beneficial ownership interest in 2,037 shares held by his spouse and 5,360 shares held by an ESOP.

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