Edgar Filing: SCHWAB CHARLES R - Form 4

| SCHWAB C | HARLES R | | | | | | | | | | | |
|---|------------------|--------------|--|--------------------------------------|--------------------------|-------------|-----------------------|---|----------------------------|---------------------|--|--|
| Form 4 | | | | | | | | | | | | |
| July 28, 2005 | 5 | | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | | OMB AF | OMB APPROVAL | | | |
| UNITED STATES SECURITIES AND EACHANGE COMMISSION | | | | | | | | OMB | 3235-0287 | | | |
| Check th | is hox | | Was | shington, | D.C. 20 | 549 | | | Number: | | | |
| if no long | or | | E CHAN | | | | | | | January 31, 2005 | | |
| subject to | SIAI | EMENT O | F CHAN | | GES IN BENEFICIAL OWNERS | | | | Estimated average | | | |
| Section 1 | | | | SECUR | ITTES | | | | burden hours per | | | |
| Form 4 o Form 5 | | | C | $(\cdot) = f \cdot h$ | . C | P | ···· 1···· · | · A - + - £ 1024 | response | 0.5 | | |
| obligation | n o ' | - | | | | | - | e Act of 1934, | • | | | |
| may cont | inue. Section | | | vestment | • | | | 1935 or Section | 1 | | | |
| See Instru | uction | 50(II) | or the m | vestment | Compan | y Ac | 1 01 194 | Ю | | | | |
| 1(b). | | | | | | | | | | | | |
| (Print or Type I | Responses) | | | | | | | | | | | |
| × 91 | 1 / | | | | | | | | | | | |
| 1. Name and A | ddress of Report | ing Person * | 2. Issue | er Name and Ticker or Trading | | | | 5. Relationship of Reporting Person(s) to | | | | |
| SCHWAB CHARLES R Symbol | | | | | | | | Issuer | | | | |
| | | | - | AB CHAF | RLES CO | ORP | [SCH] | | | | | |
| (Last) | (First) | (Middle) | | f Earliest Tr | | | | (Chec) | k all applicable |) | | |
| (Last) | (1113t) | (midule) | (Month/E | | ansaction | | | X Director | X 10% | Owner | | |
| C/O THE CHARLES SCHWAB 07/28/2 | | | | - | | | | XOfficer (give titleOther (specify | | | | |
| | TION, 120 KI | | 0112012 | 005 | | | | below) | below) | | | |
| STREET | | | | | | | | Chair | rman and CEO | | | |
| | (Street) | | 4 If Ama | ndmant Da | to Origina | 1 | | 6 Individual or Io | int/Group Filin | a (Chaolr | | |
| (Sueet) 4. If Ame Filed(Mor | | | | Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | | | |
| | | | | iui/Day/Teai |) | | | _X_ Form filed by One Reporting Person | | | | |
| SAN FRAN | CISCO, CA 9 | 94108 | | | | | | Form filed by M Person | | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | | |
| 1.Title of | 2. Transaction l | | | 3. | 4. Securi | | | 5. Amount of | 6. Ownership | | | |
| Security | (Month/Day/Ye | | on Date, if | Transactio | | • | | Securities | Form: Direct (D) or | | | |
| (Instr. 3) any (Month/Day/Year) | | | Code (Instr. 3, 4 and 5) (Instr. 8) | | | | Beneficially Owned | Beneficial Ownership | | | | |
| | | (monus. | Duy/Teur) | (11301.0) | | | | Following | Indirect (I) (Instr. 4) | (Instr. 4) | | |
| | | | | | | (Λ) | | Reported | | · · | | |
| | | | | | | (A) or | | Transaction(s) | | | | |
| | | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | | |
| Common | 07/28/2005 | | | S | 500 | D | \$ | 44,703,958 | D | | | |
| Stock | 0112012003 | | | 5 | 500 | D | 13.92 | (1) | D | | | |

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.

 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) | 4. Transactio Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | Derivative | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|--|---|---------------------|--------------------|---|--|------------|---|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| SCHWAB CHARLES R C/O THE CHARLES SCHWAB CORPORATION 120 KEARNY STREET SAN FRANCISCO, CA 94108 | Х | Х | Chairman and CEO | | | |

Signatures

Jane F. Fry, 07/28/2005 Attorney-in-fact

**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). **
- As of the date of this report, the reporting person also had a direct beneficial ownership interest in 14,357,495 shares, and an indirect (1) beneficial ownership interest in 165,765,086 shares held in trust, 7,977,765 shares held by his spouse and 1,709,657 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.