SCHWAB CHARLES CORP

Form 4 May 08, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Sasson Gideon

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

SCHWAB CHARLES CORP [SCHW]

(Check all applicable)

EVP and CIO

C/O THE CHARLES SCHWAB

(First)

(Middle)

3. Date of Earliest Transaction (Month/Day/Year) 05/08/2007

Director 10% Owner __Other (specify X_ Officer (give title _ below)

CORPORATION, 120 KEARNY STREET

> (Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN FRANCISCO, CA 94108

(City)	(State)	^(Zip) Tabl	e I - Non-I	Derivative (Securi	ties Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securition(A) or Dia (Instr. 3, 4)	sposed 4 and 5 (A) or	of (D)	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)
Common Stock	05/08/2007		Code V M	Amount 70,000	(D)	Price \$ 15.02	286,757	D	
Common Stock	05/08/2007		S	9,536	D	\$ 19.29	277,221	D	
Common Stock	05/08/2007		S	3,300	D	\$ 19.3	273,921	D	
Common Stock	05/08/2007		S	2,800	D	\$ 19.31	271,121	D	
	05/08/2007		S	2,988	D		268,133	D	

Edgar Filing: SCHWAB CHARLES CORP - Form 4

Common Stock					\$ 19.32		
Common Stock	05/08/2007	S	19,327	D	\$ 19.33	248,806	D
Common Stock	05/08/2007	S	1,800	D	\$ 19.34	247,006	D
Common Stock	05/08/2007	S	13,049	D	\$ 19.35	233,957	D
Common Stock	05/08/2007	S	5,300	D	\$ 19.36	228,657	D
Common Stock	05/08/2007	S	1,700	D	\$ 19.37	226,957	D
Common Stock	05/08/2007	S	3,800	D	\$ 19.38	223,157	D
Common Stock	05/08/2007	S	6,400	D	\$ 19.39	216,757 (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.

SEC 1474 (9-02)

Stock

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercise Expiration Date (Month/Day/Y	7. Title and Amou Underlying Secur (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Non-Qualified Stock Option	\$ 15.02	05/08/2007		M	70,000	07/18/2002	07/18/2011	Common	70

Reporting Owners

(Right to Buy)

	Kelauonsnips
Reporting Owner Name / Address	•

Director 10% Owner Officer Other

Reporting Owners 2

Sasson Gideon C/O THE CHARLES SCHWAB CORPORATION 120 KEARNY STREET SAN FRANCISCO, CA 94108

EVP and CIO

Signatures

Jane E. Fry, Attorney-in-fact 05/08/2007

**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).

As of the date of this report, the reporting person also had an indirect beneficial ownership interest in 10,000 shares held in trust, 2,296 (1) shares held by an ESOP, 1,361 shares held as custodian for his daughter, 1,011 shares held as custodian for his son, and 160 shares held

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.

Signatures 3