

SOUNDVIEW TECHNOLOGY GROUP INC
Form SC TO-C
November 19, 2003

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

SCHEDULE TO

TENDER OFFER STATEMENT UNDER SECTION 14(d) (1) OR 13(e) (1)
OF THE SECURITIES EXCHANGE ACT OF 1934

SoundView Technology Group, Inc.
(Name of Subject Company (Issuer))

Shakespeare Merger Corporation
a wholly-owned subsidiary of The Charles Schwab Corporation
and
The Charles Schwab Corporation
(Names of Filing Persons)

Common Stock and Class B Common Stock,
\$0.01 par value per share
(Title of Class of Securities)

83611Q406
(CUSIP Number of Class of Securities)

Christopher V. Dodds
Executive Vice President and Chief Financial Officer
The Charles Schwab Corporation
120 Kearny Street
San Francisco, California 94108
(415) 627-7000
(Name, address, and telephone numbers of person authorized
to receive notices and communications on behalf of filing persons)

with a copy to:
Lawrence B. Rabkin, Esq.
Richard W. Canady, Esq.
Howard, Rice, Nemerovski, Canady, Falk & Rabkin
A Professional Corporation
Three Embarcadero Center, 7th Floor
San Francisco, California 94111
(415) 434-1600

CALCULATION OF FILING FEE

Transaction valuation		Amount of filing fee
Not Applicable		Not Applicable

[] Check the box if any part of the fee is offset as provided by Rule 0-11(a) (2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: N/A
Filing Party: N/A

Form or Registration No.: N/A
Date Filed: N/A

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[X] Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- [X] third-party tender offer subject to Rule 14d-1.
- [] issuer tender offer subject to Rule 13e-4.
- [] going-private transaction subject to Rule 13e-3.
- [] amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer: []

Exhibit No.	Reference No.	Description
99.1	(a) (5) (A)	Joint Press Release issued by The Charles Schwab Corporation and SoundView Technology Group, Inc. on November 19, 2003
99.2	(a) (5) (B)	Powerpoint slide presentation