

SCHWAB CHARLES CORP

Form 4

November 18, 2004

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

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lyons Jeffrey M

(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 [SCH]

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

11/16/2004

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	11/16/2004		S		1,100 D \$ 10.37	416,401	I by Trust
Common Stock	11/16/2004		S		400 D \$ 10.39	416,001	I by Trust
Common Stock	11/16/2004		S		2,400 D \$ 10.4	413,601	I by Trust
Common Stock	11/16/2004		S		800 D \$ 10.41	412,801	I by Trust
Common Stock	11/16/2004		S		3,300 D \$ 10.42	409,501	I by Trust

Edgar Filing: SCHWAB CHARLES CORP - Form 4

Common Stock	11/16/2004	S	2,800	D	\$ 10.43	406,701	I	by Trust
Common Stock	11/16/2004	S	2,200	D	\$ 10.44	404,501	I	by Trust
Common Stock	11/16/2004	S	3,000	D	\$ 10.45	401,501	I	by Trust
Common Stock	11/16/2004	S	2,600	D	\$ 10.46	398,901	I	by Trust
Common Stock	11/16/2004	S	500	D	\$ 10.47	398,401	I	by Trust
Common Stock	11/16/2004	S	1,600	D	\$ 10.48	396,801	I	by Trust
Common Stock	11/16/2004	S	900	D	\$ 10.49	395,901	I	by Trust
Common Stock	11/16/2004	S	1,100	D	\$ 10.5	394,801	I	by Trust
Common Stock	11/16/2004	S	1,700	D	\$ 10.52	393,101	I	by Trust
Common Stock	11/16/2004	S	600	D	\$ 10.53	392,501 <sup>(1)</sup>	I	by Trust

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)

**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 Disposed of (D) (Instr. 3, 4, and 5)	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 Owne Follo Repor 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
Lyons Jeffrey M C/O THE CHARLES SCHWAB CORPORATION 120 KEARNY STREET SAN FRANCISCO, CA 94108			Executive Vice President	

## Signatures

Jeffrey M.  
Lyons

11/18/2004

          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) The reporting person also has a direct beneficial ownership interest in 138,068 shares and an indirect beneficial ownership interest in 236,249 shares held in an ESOP, 9,577 shares held in a 401(k), and 22,524 shares held by his spouse in 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.