

Chafkin Jeremiah H
 Form 3
 January 07, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Chafkin Jeremiah H
 (Last) (First) (Middle)

C/O THE CHARLES SCHWAB CORPORATION, 120 KEARNY STREET

(Street)

SAN FRANCISCO, CA 94108

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 01/01/2005

3. Issuer Name and Ticker or Trading Symbol
 SCHWAB CHARLES CORP [SCH]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 EVP - Advised Investor

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

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 Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 104,816 | D | |
| Common Stock | 218.08 | I | by ESOP |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---|---------------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Incentive Stock Option (right to buy) | 02/27/2006 | 02/27/2012 | Common Stock | 7,627 | \$ 13.11 | D | Â |
| Incentive Stock Option (right to buy) | 02/28/2005 | 02/28/2011 | Common Stock | 4,784 | \$ 20.9 | D | Â |
| Incentive Stock Option (right to buy) | 09/23/2000 | 09/23/2009 | Common Stock | 11,250 | \$ 23.625 | D | Â |
| Incentive Stock Option (right to buy) | 02/23/2001 | 02/23/2010 | Common Stock | 4,500 | \$ 26.375 | D | Â |
| Incentive Stock Option (right to buy) | 06/12/2001 | 06/12/2010 | Common Stock | 2,837 | \$ 28.875 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/15/2004 ⁽²⁾ | 09/30/2011 | Common Stock | 182,482 | \$ 9.19 | D | Â |
| Non-Qualified Stock Option (right to buy) | 11/08/2004 ⁽¹⁾ | 11/08/2012 | Common Stock | 30,000 | \$ 9.71 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/24/2002 ⁽³⁾ | 09/24/2011 | Common Stock | 30,000 | \$ 10.2 | D | Â |
| Non-Qualified Stock Option (right to buy) | 02/27/2003 ⁽⁴⁾ | 02/27/2012 | Common Stock | 37,373 | \$ 13.11 | D | Â |
| Non-Qualified Stock Option (right to buy) | 07/18/2002 ⁽³⁾ | 07/18/2011 | Common Stock | 150,000 | \$ 15.02 | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/04/2001 ⁽⁵⁾ | 05/04/2011 | Common Stock | 6,000 | \$ 20.68 | D | Â |
| Non-Qualified Stock Option (right to buy) | 02/28/2002 ⁽⁴⁾ | 02/28/2011 | Common Stock | 25,216 | \$ 20.9 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/23/2000 ⁽⁴⁾ | 09/23/2009 | Common Stock | 11,250 | \$ 23.625 | D | Â |
| Non-Qualified Stock Option (right to buy) | 11/01/2000 ⁽⁴⁾ | 11/01/2009 | Common Stock | 12,000 | \$ 25.9167 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/15/2003 ⁽⁶⁾ | 12/15/2010 | Common Stock | 75,000 | \$ 28.75 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/12/2001 ⁽⁴⁾ | 06/12/2010 | Common Stock | 27,163 | \$ 28.875 | D | Â |
| Non-Qualified Stock Option (right to buy) | 10/25/2001 ⁽⁴⁾ | 10/25/2010 | Common Stock | 8,000 | \$ 31.0625 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------|
| | Director | 10% Owner | Officer | Other |
| Chafkin Jeremiah H C/O THE CHARLES SCHWAB CORPORATION 120 KEARNY STREET SAN FRANCISCO, CA 94108 | ^ | ^ | ^ | EVP - Advised Investor ^ |

Signatures

Jeremiah H. Chafkin 01/06/2005

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest 25% on each of the second and third anniversary of the grant date and 50% on the fourth anniversary of the grant date.
- (2) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest in four equal annual installments beginning on December 15, 2004.
- (3) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest 35% on the first anniversary of the grant date, 25% on the second anniversary of the grant date and 20% on each of the third and fourth anniversary of the grant date.
- (4) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vest in four equal installments beginning on the first anniversary of the grant date.
- (5) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vested immediately.
- (6) The options were granted under the 1992 Stock Incentive Plan and/or 2001 Stock Incentive Plan and vested 50% on each of the third and fourth anniversary of the grant date.

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.