#### SCHWAB CHARLES CORP

Form 4

December 06, 2002

### 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

**OMB APPROVAL** 

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

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Address of Reporting Person*					me and Tic s Schwab (		SCH)	6. Relationship of Reporting Person(s)				
Maurer, Jeffrey (Last) c/o The Charles 120 Kearny Stre	of Reporting Person, if an entity (voluntary)					tatement for nth/Day/Year ember 5, 2002	to Issuer (Check all applicable)  X Director 10% Owner  X Officer (give title below) Other (specify below)  Executive Vice President  7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
San Francisco, (						e of Original onth/Day/Year)						
(City)	(State)	(Zip)	T	able	I Non-D	erivat	ive Seci	urities Acquired, Dispos	Disposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/	3. Transaction Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	(A) or	f (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Year)				(D)		Transactions(s) (Instr. 3 & 4)				
Common Stock	12/5/02		G		325	D			D			
Common Stock	12/5/02		G		1,000	D			D			
Common Stock	12/5/02		G		1,000	D			D			
Common Stock	12/5/02		G		100	D			D			
Common Stock	12/5/02		G		100	D			D			
Common Stock	12/5/02		G		200	D			D			
Common Stock	12/5/02		G		200	D			D			
Common Stock	12/5/02		G		100	D		194,373.0	0 D			

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Common Stock				154,872.16	I	By 401(k)
Common Stock				93,595.00	I	By Annuity Trust
Common Stock				31,470.47	I	By ESOP
Common Stock				30,959.00	I	By Family L.P.

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

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.		<ol><li>Date Exerc</li></ol>	isable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Nun	ıber	and Expiratio	n	Amo	unt of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of		Date		Unde	rlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Deri	vati	(Meanth/Day/		Secui	rities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Secu	ıriti	<b>X</b> ear)		(Instr	. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acq	uire	d					Following	ative	
		Day/	Day/	8)	(A)	or						Reported	Security:	
		Year)	Year)		Disp	ose	d					Transaction(s)	Direct	
					of (I	<b>)</b> )						(Instr. 4)	(D)	
													or	
					(Inst	r.							Indirect	
					3, 4 &								(I)	
					5)		ļ						(Instr. 4)	
				Code V	(A)	(D)	Date	Expira-	Title	Amount				
							Exer-cisable	tion		or				
								Date		Number				
										of				
										Shares				

Explanation of Responses:

By: /s/ Jane Fry, Attorney-in-fact
Jeffrey S. Maurer
\*\*Signature of Reporting Person

12/6/02 Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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POWER OF ATTORNEY

I, Jeffrey S. Maurer, appoint each of Carrie Dwyer, W. Hardy Callcott, Willie C. Bogan, R. Scott

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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- (1) Execute on my behalf and in my capacity as an officer and/or director of the Company, For
- (2) Perform any and all acts on my behalf which may be necessary or desirable to complete and
- I grant to each such attorney-in-fact full power and authority to do and perform any act necessary. I acknowledge that the attorneys-in-fact, in serving in such capacity at my request, are not assumed that the attorneys-in-fact, in full force and effect until I am no longer required to fill