



February 3, 2020

Chief, Information Technology Securities and Exchange Commission Division of Corporate Finance 100 F Street, NE MS 3040 Washington, DC 20549

To whom it may concern:

Bes Layr

The New York Stock Exchange certifies its approval for listing and registration of the Depositary Shares, Each Representing a 1/40th Ownership Interest in a Share of Fixed Rate Non-Cumulative Perpetual Preferred Stock, Series J of Capital One Financial Corporation under the Exchange Act of 1934.

Sincerely,