



March 29, 2019

Mr. Richard D. Fairbank  
Chairman, President, and Chief Executive Officer  
Capital One Financial Corporation  
1680 Capital One Drive  
McLean, Virginia 22102

Dear Mr. Fairbank:

The Board of Governors of the Federal Reserve System (the Board) and the Federal Deposit Insurance Corporation (the FDIC) (together, the Agencies) have reviewed the resolution plan submission (2017 Plan) that Capital One Financial Corporation (Covered Company) submitted in December 2017, as required by section 165(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act<sup>1</sup> (Dodd-Frank Act) and the jointly issued Resolution Plan Rule.<sup>2</sup> The Agencies did not identify as a result of this review shortcomings or deficiencies in the Covered Company's 2017 Plan.

As communicated in the letter sent to the Covered Company on July 2, 2018, the Agencies have jointly determined that the Covered Company's next resolution plan submission date will be extended to December 31, 2019. The Agencies are jointly issuing this letter to clarify expectations for the December 31, 2019, resolution plan (2019 Plan). The Covered Company may comply with the Resolution Plan Rule requirements for its 2019 Plan by

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<sup>1</sup> 12 U.S.C. § 5365(d).

<sup>2</sup> 12 CFR Part 243 (Board) and 12 CFR Part 381 (FDIC).

submitting information that is responsive to and consistent with this letter by December 31, 2019.

For sections \_\_.4(b) through .4(g) of the Resolution Plan Rule, the 2019 Plan should provide updated financial statements, describe any material changes<sup>3</sup> to the information provided in the 2017 Plan pursuant to such sections, and incorporate by reference any such information that has not materially changed, with reference to the relevant chapter and page(s) of the 2017 Plan. The Agencies have exempted the Covered Company from the remaining information requirements of section \_\_.4 of the Resolution Plan Rule.<sup>4</sup>

The 2019 Plan must be divided into a confidential section and a public section. The public section should be submitted as a separate document and should contain an executive summary of the resolution plan that describes the business of the Covered Company and includes, to the extent material to an understanding of the Covered Company, the 11 informational elements required by subsection \_\_.8(c) of the Resolution Plan Rule. Additionally, either the public section or the confidential section must detail compliance with subsection \_\_.3(e) of the Resolution Plan Rule.

The 2019 Plan should assume that the Dodd-Frank Act Stress Test (DFAST) severely adverse scenario for the first quarter of 2019 is the domestic and international economic environment at the time of the Covered Company's failure and throughout the resolution process. The 2019 Plan should also discuss any changes to the resolution strategy under the adverse and baseline scenarios to the extent that these scenarios reflect obstacles to a rapid and orderly

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<sup>3</sup> Material changes could include, for example, changes resulting from organizational restructuring or changes to resolution planning governance or resolution strategy.

<sup>4</sup> The Covered Company may also provide additional information that it believes would be helpful to the Agencies in their review of the 2019 Plan, including information regarding any improvements made to the firm's resolvability since its 2017 Plan.

resolution that are not captured under the severely adverse scenario. If you have any questions about the information communicated in this letter, please contact Catherine Tilford, Assistant Director, Federal Reserve Board, at 202-452-5240 or [catherine.a.tilford@frb.gov](mailto:catherine.a.tilford@frb.gov) or Robert Connors, Associate Director, FDIC, at 202-898-3834 or [rconnors@fdic.gov](mailto:rconnors@fdic.gov).

Sincerely,



Michael S. Gibson  
Director  
Division of Supervision & Regulation  
Board of Governors  
of the Federal Reserve System

Sincerely,



Doreen R. Eberley  
Director  
Division of Risk Management Supervision  
Federal Deposit Insurance Corporation