

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2021 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2021 or fiscal plan year beginning <u>01/01/2021</u> and ending <u>12/31/2021</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here.	☐

Part II	Basic Plan Information—enter all requested information										
1a Name of plan <u>CAPITAL ONE FINANCIAL CORPORATION ASSOCIATE SAVINGS PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1995</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>54-1719854</u></td> </tr> <tr> <td colspan="2">2c Plan Sponsor's telephone number <u>703-875-1000</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>551112</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/1995</u>		2b Employer Identification Number (EIN) <u>54-1719854</u>		2c Plan Sponsor's telephone number <u>703-875-1000</u>		2d Business code (see instructions) <u>551112</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>										
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2c Plan Sponsor's telephone number <u>703-875-1000</u>											
2d Business code (see instructions) <u>551112</u>											
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>CAPITAL ONE FINANCIAL CORPORATION</u> <u>1680 CAPITAL ONE DRIVE</u> <u>MCLEAN, VA 22102-3491</u>											

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2022	PAMELA VENTURA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2021)
v. 210624

3a Plan administrator's name and address ☒ Same as Plan Sponsor		3b Administrator's EIN	
		3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN	
5 Total number of participants at the beginning of the plan year		5	61005
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).			
a(1) Total number of active participants at the beginning of the plan year.....		6a(1)	44569
a(2) Total number of active participants at the end of the plan year		6a(2)	44216
b Retired or separated participants receiving benefits.....		6b	188
c Other retired or separated participants entitled to future benefits		6c	18084
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	62488
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	84
f Total. Add lines 6d and 6e		6f	62572
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	62398
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	2175
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3F 2R			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ <u>0</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2021 Form M-1 annual report. If the plan was not required to file the 2021 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2021
		This Form is Open to Public Inspection.

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021		
A Name of plan CAPITAL ONE FINANCIAL CORPORATION ASSOCIATE SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 CAPITAL ONE FINANCIAL CORPORATION	D Employer Identification Number (EIN) 54-1719854	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
INVESCO
58-1707262

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

STRATEGIC ADVISORS, INC.

04-2654524

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	3034199	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65 71	RECORDKEEPER	2669474	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

MERCER INVESTMENTS LLC

61-0736136

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	CONSULTANT	1755856	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NEWPORT TRUST COMPANY

27-4411131

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT ADVISOR	135000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
INVESCO STEELPATH MLP SELECT 40 A 11 GREENWAY PLAZA SUITE 100 HOUSTON, TX 77046	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMG MANAGERS CENTER SQUARE REAL ES 600 STEAMBOAT ROAD SUITE 300 GREENWICH, CT 06830	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMG YACHTMAN FOCUSED N 600 STEAMBOAT ROAD SUITE 300 GREENWICH, CT 06830	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AQR LARGE CAP DEFENSIVE STYLE CL N 1 GREENWICH PLAZA GREENWICH, CT 06830	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
EDGEWOOD GROWTH FUND RETAIL CLASS 1 FREEDOM VALLEY DRIVE OAKS, PA 19456	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ADVISORONE CLS GLOBLDIVERFIED EQUI 17605 WRIGHT STREET OMAHA, NE 68130	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ADVISORONE CLS GROWTH AND INC CL N 17605 WRIGHT STREET OMAHA, NE 68130	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ADVISORONE CLS SHELTER CL N 17605 WRIGHT STREET OMAHA, NE 68130	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ADVISORONE CLS GLOBLAGGRESSIVE EQU 17605 WRIGHT STREET OMAHA, NE 68130	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMANA MUTUAL FUND TRUST INCOME 1300 NORTH STATE STREET BELLINGHAM, WA 98225	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMANA MUTUAL FUND TRUST GROWTH 1300 NORTH STATE STREET BELLINGHAM, WA 98225	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN BEACON SMALL CAP INVESTOR 220 EAST LAS COLINAS BLVD SUITE 12 IRVING, TX 75039	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMER BEACON BRDGWAY LARGE CAP VAL 220 EAST LAS COLINAS BLVD SUITE 12 IRVING, TX 75039	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN BEACON ARK TRANS INNOVTN 220 EAST LAS COLINAS BLVD SUITE 12 IRVING, TX 75039	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN CENTURY VALUE INV CL 4400 MAIN ST 1ST FLOOR KANSAS CITY, MO 64111	0.35%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN CENTURY CHGAL GOLD INV CL 4400 MAIN ST 1ST FLOOR KANSAS CITY, MO 64111	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN CENTURY INTL VALUE FD A 4400 MAIN ST 1ST FLOOR KANSAS CITY, MO 64111	0.09%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN STRATEGIC BOND FUND F1 3500 WISEMAN BLVD SAN ANTONIO, TX 78251-4321	0.37%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN THEMATIC FD INVESTOR CLASS 875 EAST WISCONSIN AVENUE SUITE 800 MILWAUKEE, WI 53202	0.39%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN DEVELOPING WORLD FD INVEST 875 EAST WISCONSIN AVENUE SUITE 800 MILWAUKEE, WI 53202	0.39%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN GLOBAL OPPORTUNITIES INV 875 EAST WISCONSIN AVENUE SUITE 800 MILWAUKEE, WI 53202	0.39%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BNY MELLON SMALL MIDCAP GROWTH A 144 GLENN CURTISS BLVD 8TH FLOOR UNIONDALE, NY 11556	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BARON PARTNERS FUND 767 5TH AVENUE 49TH FLOOR NEW YORK, NY 10153	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BARON FOCUSED GROWTHFUND 767 5TH AVENUE 49TH FLOOR NEW YORK, NY 10153	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BARON PARTNERS FUND INSTL CLASS 767 5TH AVENUE 49TH FLOOR NEW YORK, NY 10153	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BARON REAL ESTATE FUND RETAIL 767 5TH AVENUE 49TH FLOOR NEW YORK, NY 10153	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BARON GLOBAL ADVANTAGE FD RETAIL 767 5TH AVENUE 49TH FLOOR NEW YORK, NY 10153	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BERKSHIRE FOCUS FUND 475 MILAN DRIVE SUITE 103 SAN JOSE, CA 95134	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BLACKROCK TECHNOLOGY OPPORTUNITIES 40 EAST 52ND STREET NEW YORK, NY 10022	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ISHARES RUSSELL SM MID CP IDX INV 40 EAST 52ND STREET NEW YORK, NY 10022	0.30%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BLACKSTONE ALTERNTV MULTI STRATEGY 345 PARK AVENUE NEW YORK, NY 10154	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BLACKROCK SYSTEMATICMULTI STRATEGY 40 EAST 52ND STREET NEW YORK, NY 10022	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DESTINATIONS LARGE CAP EQUITY INST 1055 WESTLAKES DRIVE SUITE 250 BERWYN, PA 19312	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DESTINATIONS SMALL MID CAP EQ INST 1055 WESTLAKES DRIVE SUITE 250 BERWYN, PA 19312	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DESTINATIONS INTL EQUITY FD INSTL 1055 WESTLAKES DRIVE SUITE 250 BERWYN, PA 19312	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DESTINATIONS EQUITY INCOME FD INST 1055 WESTLAKES DRIVE SUITE 250 BERWYN, PA 19312	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DESTINATIONS CORE FIXED INCOME INS 1055 WESTLAKES DRIVE SUITE 250 BERWYN, PA 19312	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DESTINATIONS MULTI STRGY ALT INSTL 1055 WESTLAKES DRIVE SUITE 250 BERWYN, PA 19312	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BROWN ADVISORY SMALLCAP GROWTH ADV 777 E. WISCONSIN AVE 4TH FLOOR MILWAUKEE, WI 53202	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BUFFALO DISCOVERY FUND 615 E. MICHIGAN STREET MILWAUKEE, WI 53202	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
CALVERT GLOBAL WATERFUND CL A 4550 MONTGOMERY AVENUESUITE 1000 N BETHESDA, MD 20814	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
COHEN & STEERS REAL ESTATE SECURIT 280 PARK AVENUE 10TH FLOOR NEW YORK, NY 10017	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
COHEN & STEERS INSTL REALTY SHARES 280 PARK AVENUE 10TH FLOOR NEW YORK, NY 10017	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
COLUMBIA ACORN EUROPEAN FUND CL A 225 FRANKLIN ST BX25 10320 BOSTON, MA 02110	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA US MICRO CAP PRTF INSTL 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DIMENSIONAL EMERGING MKTS VAL PRTF 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA EMERGING MARKETS SMALL CAP 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA INTERNATIONAL SMALL COMPANY PO 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA US SMALL CAP VALUE PRTF INSTL 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA US LARGE CAP VALUE PRTF INSTL 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA REAL ESTATE SEC PRTF INSTL 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA US SMALL CAP PORTFOLIO INSTL C 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA GLOBAL REAL ESTATE SEC PORTFOL 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DWS LATIN AMERICA EQUITY FUND A 280 PARK AVE FINANCE PCAM CTRL 9T NEW YORK, NY 10026	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DIAMOND HILL CORE BOND FUND CL I 325 JOHN H. MCCONNELL BLVD. SUITE COLUMBUS, OH 43215	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA INTERNATIONAL VALUE PORT III 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA US LARGE CAP VALUE PORT III 6300 BEE CAVES ROAD BUILDING ONE AUSTIN, TX 78746	0.02%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DOUBLELINE TOTAL RETURN BOND FD CL 777 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202	0.06%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DOUBLELINE SHILLER ENHANCED CAP CL 777 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202	0.06%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DOUBLELINE LOW DURATION CL N 777 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FMI LARGE CAP FUND 777 EAST WISCONSIN AVENUE MK WI T4M MILWAUKEE, WI 53202	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FMI INTERNATIONAL 777 EAST WISCONSIN AVENUE MK WI T4M MILWAUKEE, WI 53202	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FAIRHOLME FUND 4400 BISCAYNE BOULEVARD MIAMI, FL 33137	0.10%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
SEAFARER OVERSEAS GROWTH & INCOME 1290 BROADWAY SUITE 1100 DENVER, CO 80203	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FRANKLIN DYNATECH FUND A 100 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716	\$16.00	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FRANKLIN FOCUSED GROWTH FUND CL A 100 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716	0.35%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GOTHAM ENHANCED RETURN FUND INSTL 535 MADISON AVE 30TH FLR NEW YORK, NY 10022	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
POLEN GROWTH FUND INST'L SHARES 1825 NW CORPORATE BLVD SUITE 300 BOCA RATON, FL 33431	0.12%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GABELLI GOLD FUND CLAAA 401 THEODORE FREMD. AVE. RYE, NY 10580	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GABELLI SMALL CAP GROWTH CL A 401 THEODORE FREMD. AVE. RYE, NY 10580	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GLENMEDE LARGE CAP GROWTH 1650 MARKET ST. SUITE 1200 PHILADELPHIA, PA 19103	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GOLDMAN SACHS GROWTHOPPORTUNITIES 71 S. WACKER DRIVE 4TH FLOOR CHICAGO, IL 60606	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
HARDING LOEVNER GLBLEQUITY PORT AD PO BOX 4766 CHICAGO, IL 60680	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
OAKMARK INTL INVESTOR CL 111 SOUTH WACKER DR. CHICAGO, IL 60606	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
HENNESSY CORNERSTONE MID CAP 30 IN 7250 REDWOOD BLVD. STE 200 NOVATO, CA 94945	0.12%	

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
WCM FOCUSED INTL GROWTH FUND INVES	2220 EAST ROUTE 66 SUITE 226 GLENORA, CA 91740	0.40%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
JPMORGAN HEDGED EQUITY CLASS A	1111 POLARIS PARKWAY COLUMBUS, OH 43240	0.40%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
JP MORGAN HEDGED EQUITY 2 FD I	1111 POLARIS PARKWAY COLUMBUS, OH 43240	0.08%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JACOB MICRO CAP GROWTH INV CL 727 2ND STREET SUITE 106 HERMOSA BEACH, CA 90254	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JACOB INTERNET 727 2ND STREET SUITE 106 HERMOSA BEACH, CA 90254	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JANUS HENDERSON ENTERPRISE T 151 DETROIT ST. DENVER, CO 80206	0.35%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JANUS HENDERSON FORTY T 151 DETROIT ST. DENVER, CO 80206	\$14.00	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JANUS HENDERSON INTLOPPORTUNITIES 151 DETROIT ST. DENVER, CO 80206	\$14.00	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
LAZARD GLOBAL LISTEDINFRASTRUCTURE 30 ROCKEFELLER PLAZA 57TH FL. NEW YORK, NY 10112	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
CLEARBRIDGE SELECT FUND I 620 8TH AVENUE 49TH FL. NEW YORK, NY 10018	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
CLEARBRIDGE SELECT FUND CL A 620 8TH AVENUE 49TH FL. NEW YORK, NY 10018	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
LOOMIS SAYLES GLOBAL BOND RETAIL 399 BOYLSTON STREET 8TH FL BOSTON, MA 02116	0.35%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
LORD ABBETT GROWTH LEADERS FUND CL 90 HUDSON STREET 10TH FLOOR JERSEY CITY, NJ 07302	0.45%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
LORD ABBETT SHORT DURATION INCOME 90 HUDSON STREET 10TH FLOOR JERSEY CITY, NJ 07302	0.37%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
LORD ABBETT HIGH YIELD CLASS A 90 HUDSON STREET 10TH FLOOR JERSEY CITY, NJ 07302	0.37%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MFS EMERGING MARKETSDEBT FUND CL I 111 HUNTINGTON AVE BOSTON, MA 02199-7632	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MFS VALUE CLASS A 111 HUNTINGTON AVE BOSTON, MA 02199-7632	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MFS MASS INVESTOR GROWTH STOCK A 111 HUNTINGTON AVE BOSTON, MA 02199-7632	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MATTHEWS PACIFIC TIGER FUND 4 EMBARCADERO CENTER SUITE 550 SAN FRANCISCO, CA 94111	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MATTHEWS KOREA FUND 4 EMBARCADERO CENTER SUITE 550 SAN FRANCISCO, CA 94111	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MATTHEWS ASIAN INNOVATORS FD INVST 4 EMBARCADERO CENTER SUITE 550 SAN FRANCISCO, CA 94111	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
METROPOLITAN WEST TOT RETURN BOND 865 SOUTH FIGUEROA ST. #1400 LOS ANGELES, CA 90017	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MORGAN STANLEY DISCOVERY PORT CL A 522 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10036	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MORGAN STA INST INC.INCEPTION PORT 522 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10036	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MORGAN STANLEY GROWTH PORTFOLIO A 522 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10036	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MORGAN STA INST INC.INCEPTION PORT 522 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10036	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MORGAN STANLEY INSIGHT A 522 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10036	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MSIF ASIA OPPORTUNITY CL A 522 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10036	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
EVENTIDE GILEAD FUND CLASS I 80 ARKAY SUITE 110 HAUPPAUGE, NY 11788	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
EVENTIDE GILEAD FUND CLASS N 80 ARKAY SUITE 110 HAUPPAUGE, NY 11788	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
EVENTIDE HEALTHCARE AND LIFE SCIEN 80 ARKAY SUITE 110 HAUPPAUGE, NY 11788	0.10%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
EVENTIDE EXPONENTIAL TECHNOLOGIES 80 ARKAY SUITE 110 HAUPPAUGE, NY 11788	0.10%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AMERICAN NEW PERSPECTIVE CLASS F1 3500 WISEMAN BLVD SAN ANTONIO, TX 78251-4321	0.37%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMERICAN NEW WORLD CLASS F1 3500 WISEMAN BLVD SAN ANTONIO, TX 78251-4321	0.37%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
NORTHERN MULTIMANAGRGL LSTD INFRAS 801 SOUTH CANAL C 5S CHICAGO, IL 60675	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
NORTHERN GLOBAL REAL ESTATE INDEX 801 SOUTH CANAL C 5S CHICAGO, IL 60675	0.10%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ALTEGRIS AACA OPPORTREAL ESTATE CL 1200 PROSPECT STREET SUITE 400 LAJOLLA, CA 92037	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
SWAN DEFINED RISK FUND CLASS I 1099 MAIN AVENUE SUITE 206 DURANGO, CO 81301	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
HCM TACTICAL GROWTH FUND CL A 1145 HEMBREE ROAD ROSWELL, GA 30076	0.10%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG MFS AGGRESSIVE GROWTH STRATEGY 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG JP MORGAN TACTICAGGRESSIVE STR 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG INVESCO THEMATIC ESG STRATEGY 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG EQUITY INDEX FOCUSED STRATEGY 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG SECTOR EQUITY BUS CYCLE STRAT 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG BR EQUITY ESG STRATEGY CL R 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG AMERICAN FUNDS GROWTH STRAT CL 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PFG AMERICAN FDS CONS INC STRAT CL 777 108TH AVE NE STE 2100 BELLEVUE, WA 98004	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PARNASSUS FIXED INC INSTITUTIONAL ONE MARKET STREET STEUART TOWER SU1 SAN FRANCISCO, CA 94105	0.10%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PARNASSUS ENDEAVOR FUND ONE MARKET STREET STEUART TOWER SUI SAN FRANCISCO, CA 94105	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PARNASSUS MID CAP ONE MARKET STREET STEUART TOWER SUI SAN FRANCISCO, CA 94105	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PARNASSUS CORE EQUITY INVESTOR ONE MARKET STREET STEUART TOWER SUI SAN FRANCISCO, CA 94105	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PEAR TREE POLARIS FRGN VAL SM CAP 55 OLD BEDFORD ROAD LINCOLN, MA 01773	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PIMCO INCOME FUND CL A 1633 BROADWAY NEW YORK, NY 10019	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE COMM & TECHNOLOGY INV 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE HEALTH SCIENCES 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE GLOBAL TECHNOLOGY 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE RETIREMENT 2035 FUND 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AKRE FOCUS FUND RETAIL 777 E. WISCONSIN AVE. 4TH FL MILWAUKEE, WI 53202	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PGIM JENN GLOBAL OPPORTUNITIES CL 655 BROAD STREET NEWARK, NJ 07102	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PGIM JENNISON UTILITY CL Z 655 BROAD STREET NEWARK, NJ 07102	0.10%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PUTNAM GLOBAL TECHNOLOGY FUND CL A ONE POST OFFICE SQUARE MAILZONE G3C BOSTON, MA 02109	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE DIVIDEND GROWTH 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE BLUE CHIP GROWTH INC 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE INT'L JAPAN 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE SMALL CAP VALUE FUND 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE US TREASINTERMEDIATE I 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
T ROWE PRICE US TREALONG TERM INDE 4515 PAINTERS MILL RD OWINGS MILLS, MD 21117	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
RYDEX RUSSELL 2000 2X STRATEGY CL 9601 BLACKWELL RD. STE. 500 ROCKVILLE, MD 20850	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
STATE STREET S&P INDEX FUND ONE LINCOLN ST. BOSTON, MA 02111-2900	0.05%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SEGALL BRYANT HAMILL PLUS BOND FD	370 17TH STREET SUITE 5000 DENVER, CO 80202	0.30%
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SIT US GOVT SECS	80 SOUTH 8TH STREET MINNEAPOLIS, MN 55402	0.35%
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TEMPLETON GLOBAL BOND CLASS A	100 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716	\$16.00

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
THOMPSON BOND FUND 1255 FOURIER DR STE 200 MADISON, WI 53717	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
TIMOTHY PLAN ISRAEL COMMON VALUES 80 ARKAY DRIVE SUITE 110 HAUPPAUGE, NY 11788	0.08%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
INFINITY Q DIVRS ALPHA INSTL 888 7TH AVENUE SUITE 3800 NEW YORK, NY 10106	0.10%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TWEEDY BROWNE INTERNATL VALUE FUND ONE STATION PLACE 5TH FLOOR STAMFORD, CT 06902	\$25.00

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
VIRTUS KAR SMALL CAP GROWTH CL A 101 MUNSON ST. STE. 3 GREENFIELD, MA 01301	0.40%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
VIRTUS ZEVENBERGEN INNOVATIVE GR S 101 MUNSON ST. STE. 3 GREENFIELD, MA 01301	0.40%

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
VIRTUS ALLIANZGI WATER A 101 MUNSON ST. STE. 3 GREENFIELD, MA 01301	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
VOYA MULTI MANAGER INTL SMALL CAP 7337 E. DOUBLETREE RANCH RD SCOTTSDALE, AZ 85258	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
WASATCH ULTRA GROWTH 505 WAKARA WAY SUITE 300 SALT LAKE CITY, UT 84108	0.40%	

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
WASATCH EMERGING INDIA FUND 505 WAKARA WAY SUITE 300 SALT LAKE CITY, UT 84108	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ALLSPRING SPECIAL MID CAP VLUE FD 525 MARKET ST. MAC #A0103 122 SAN FRANCISCO, CA 94105	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
YCG ENHANCED FUND SERVICE/REGULAR 400 CITY CENTER OSHKOSH, WI 54901	0.40%	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan <u>CAPITAL ONE FINANCIAL CORPORATION ASSOCIATE SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶	<u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>CAPITAL ONE FINANCIAL CORPORATION</u>	D Employer Identification Number (EIN) <u>54-1719854</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>BLACKROCK LIFEPATH INDEX 2065 NLF</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INST. TRUST COMPANY, N.A.</u>		
c EIN-PN <u>84-1915237-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>25859402</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IGT INVESCO SHRTTRM BOND</u>		
b Name of sponsor of entity listed in (a): <u>INVESCO TRUST COMPANY</u>		
c EIN-PN <u>61-1246990-215</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>258184147</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IGT DODGE & COX CORE</u>		
b Name of sponsor of entity listed in (a): <u>INVESCO TRUST COMPANY</u>		
c EIN-PN <u>61-1246990-244</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>28525562</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IGT INVESCO CORE</u>		
b Name of sponsor of entity listed in (a): <u>INVESCO TRUST COMPANY</u>		
c EIN-PN <u>61-1246990-225</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>28464409</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IGT INVESCO INT</u>		
b Name of sponsor of entity listed in (a): <u>INVESCO TRUST COMPANY</u>		
c EIN-PN <u>61-1246990-212</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>56494402</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IGT JENNISON INT</u>		
b Name of sponsor of entity listed in (a): <u>INVESCO TRUST COMPANY</u>		
c EIN-PN <u>61-1246990-218</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>56621211</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IGT LOOMIS SAYLES CORE</u>		
b Name of sponsor of entity listed in (a): <u>INVESCO TRUST COMPANY</u>		
c EIN-PN <u>61-1246990-224</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>28278823</u>

a Name of MTIA, CCT, PSA, or 103-12 IE: IGT LOOMIS SAYLES INT		
b Name of sponsor of entity listed in (a): INVESCO TRUST COMPANY		
c EIN-PN 61-1246990-217	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 28237212
a Name of MTIA, CCT, PSA, or 103-12 IE: IGT PIMCO CORE		
b Name of sponsor of entity listed in (a): INVESCO TRUST COMPANY		
c EIN-PN 61-1246990-219	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 28482156
a Name of MTIA, CCT, PSA, or 103-12 IE: IGT PIMCO INT		
b Name of sponsor of entity listed in (a): INVESCO TRUST COMPANY		
c EIN-PN 61-1246990-207	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 28068374
a Name of MTIA, CCT, PSA, or 103-12 IE: SCHRODER COLL INVT TR CL M		
b Name of sponsor of entity listed in (a): SEI TRUST		
c EIN-PN 46-4679164-072	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 123573610
a Name of MTIA, CCT, PSA, or 103-12 IE: AMERN CENTY NON U S CON GR TR CL M		
b Name of sponsor of entity listed in (a): GLOBAL TRUST COMPANY		
c EIN-PN 30-6406015-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 86522006
a Name of MTIA, CCT, PSA, or 103-12 IE: ARROWSTR INTL EQ EAFE CIT CL M		
b Name of sponsor of entity listed in (a): GLOBAL TRUST COMPANY		
c EIN-PN 30-6507806-003	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 150228620
a Name of MTIA, CCT, PSA, or 103-12 IE: NINETY ONE GLOBAL EMERG MARKET EQ		
b Name of sponsor of entity listed in (a): NINETY ONE NORTH AMERICA, INC.		
c EIN-PN 39-2079691-000	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 93988560
a Name of MTIA, CCT, PSA, or 103-12 IE: PRU CORE PL BD CL 5		
b Name of sponsor of entity listed in (a): PRUDENTIAL TRUST COMPANY		
c EIN-PN 23-6994310-165	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 306403048
a Name of MTIA, CCT, PSA, or 103-12 IE: LIFEPAATH INDEX 2030 NL FUND F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4020542-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 319808728
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKRCKLPPTH IDX 2060 NL FN F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 47-2022883-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 230596888

a Name of MTIA, CCT, PSA, or 103-12 IE: BTC LIFEPATH 2035 INDEX FUND F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4020637-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 407286192
a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA S&P 500 NL SER A		
b Name of sponsor of entity listed in (a): STATE STREET GLOABL ADV		
c EIN-PN 04-0025081-097	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1735668002
a Name of MTIA, CCT, PSA, or 103-12 IE: STRATEGIC COMPLETION NL F FUND		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 45-2777766-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 17003727
a Name of MTIA, CCT, PSA, or 103-12 IE: LIFEPATH INDX RETIRE FUND NL F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4019464-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 119965838
a Name of MTIA, CCT, PSA, or 103-12 IE: BTC LIFEPATH 2055 INDX FD NL-F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 27-1620812-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 450910853
a Name of MTIA, CCT, PSA, or 103-12 IE: BTC LIFEPATH 2025 INDEX FUND F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4020456-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 208712011
a Name of MTIA, CCT, PSA, or 103-12 IE: BTC US DEBT INDX NON-LEND FD F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4086131-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 112897128
a Name of MTIA, CCT, PSA, or 103-12 IE: BTC LIFEPATH 2045 INDEX FUND F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4020794-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 572867352
a Name of MTIA, CCT, PSA, or 103-12 IE: LIFEPATH INDEX 2040 NL FUND F		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 26-4020715-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 508940895
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK RUSS 2500 INDEX FD		
b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.		
c EIN-PN 46-1431095-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 253322036

a Name of MTIA, CCT, PSA, or 103-12 IE: BTC LIFEPATH 2050 INDEX FUND F

b Name of sponsor of entity listed in (a): BLACKROCK INST. TRUST COMPANY, N.A.

c EIN-PN 26-4020887-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 571578585
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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Part II **Information on Participating Plans (to be completed by DFEs)**

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning <u>01/01/2021</u> and ending <u>12/31/2021</u>		
A Name of plan <u>CAPITAL ONE FINANCIAL CORPORATION ASSOCIATE SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CAPITAL ONE FINANCIAL CORPORATION</u>	D Employer Identification Number (EIN) <u>54-1719854</u>	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash.....	1a	36818	650919
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions.....	1b(2)	556136	74002
(3) Other	1b(3)	12057889	7041084
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	40197479	49090723
(2) U.S. Government securities	1c(2)	2212	1267
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	25009	15793
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	215040	221385
(B) Common	1c(4)(B)	1457842346	1822806224
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	126261570	136143883
(9) Value of interest in common/collective trusts	1c(9)	5650851680	6837489777
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	259978199	215483870
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	0	0
(15) Other.....	1c(15)	25944	283923

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities.....	1d(1) 319072182	414912712
(2)	Employer real property.....	1d(2) 0	0
e	Buildings and other property used in plan operation	1e 0	0
f	Total assets (add all amounts in lines 1a through 1e)	1f 7867122504	9484215562
Liabilities			
g	Benefit claims payable	1g 6655913	3731188
h	Operating payables	1h 4263206	3018889
i	Acquisition indebtedness.....	1i 0	0
j	Other liabilities.....	1j 5981893	2335553
k	Total liabilities (add all amounts in lines 1g through 1j)	1k 16901012	9085630
Net Assets			
l	Net assets (subtract line 1k from line 1f).....	1l 7850221492	9475129932

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A) 355254364	
	(B) Participants	2a(1)(B) 409719947	
	(C) Others (including rollovers).....	2a(1)(C) 76433780	
(2)	Noncash contributions.....	2a(2) 0	
(3)	Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2)	2a(3)	841408091
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A) 5826	
	(B) U.S. Government securities	2b(1)(B) 9	
	(C) Corporate debt instruments	2b(1)(C) 937	
	(D) Loans (other than to participants)	2b(1)(D) 0	
	(E) Participant loans.....	2b(1)(E) 7661548	
	(F) Other	2b(1)(F) 0	
	(G) Total interest. Add lines 2b(1)(A) through (F).....	2b(1)(G)	7668320
(2)	Dividends: (A) Preferred stock.....	2b(2)(A) 17133	
	(B) Common stock	2b(2)(B) 29252656	
	(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C) 5036699	
	(D) Total dividends. Add lines 2b(2)(A), (B), and (C)	2b(2)(D)	34306488
(3)	Rents	2b(3)	0
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A) 1271408330	
	(B) Aggregate carrying amount (see instructions).....	2b(4)(B) 1152134245	
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	119274085
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A) 0	
	(B) Other	2b(5)(B) 318733004	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		893162571
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		18992666
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		2233545225
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	591866385	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		591866385
f Corrective distributions (see instructions).....	2f		107536
g Certain deemed distributions of participant loans (see instructions).....	2g		414915
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	11422488	
(4) Other.....	2i(4)	4825461	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		16247949
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		608636785
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		1624908440
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☐ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☒ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG LLP

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

	Yes	No	Amount
4a		X	

	Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
4b		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		10000000
4e	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		X	
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?	X		2195
4l	X		2195
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	
4n		X	
5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☒ No If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.			
5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)			
5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)	
5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.			

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan CAPITAL ONE FINANCIAL CORPORATION ASSOCIATE SAVINGS PLAN	B Three-digit plan number (PN) ► 002
C Plan sponsor's name as shown on line 2a of Form 5500 CAPITAL ONE FINANCIAL CORPORATION	D Employer Identification Number (EIN) 54-1719854

Part I	Distributions
--------	---------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
---------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes ☐ No ☐ N/A
If the plan is a defined benefit plan, go to line 8.	
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.	
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a
b Enter the amount contributed by the employer to the plan for this plan year	6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c
If you completed line 6c, skip lines 8 and 9.	
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes ☐ No ☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes ☐ No ☐ N/A

Part III	Amendments
----------	------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase ☐ Decrease ☐ Both ☐ No
--	--

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
---------	--

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes ☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes ☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes ☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes ☐ No

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2021
v. 201209

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....

14a

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14b

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14c

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year.....

15a

b The corresponding number for the second preceding plan year.....

15b

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year.....

16a

b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....

16b

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

- 20 PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation _____

A photograph of a modern office interior with a large yellow overlay on the left side. The background shows a multi-level office space with glass railings and a large window with a grid pattern. The yellow overlay contains the title and subtitle text.

Capital One Financial Corporation

2021 employee benefit plan audit results

Executive summary

Key business priorities

- Priorities for the Form 11-K plan
- ▶ Matters related to the current environment
 - Going concern evaluation
 - Timely remittance of participant contributions
 - ▶ Investments
 - ▶ Plan design, plan provisions, operations, third-party service providers
 - ▶ Regulatory and compliance matters

2021 results

- Our audit scope is consistent with the plan communicated in our engagement letter. After completing our remaining procedures, we expect to issue an unqualified opinion on the financial statements on June 17, 2022.
- ▶ Areas of emphasis
 - ▶ Uncorrected misstatements

Open items

- ▶ Complete remaining executive review
- ▶ Obtain executed letter of representations from management
- ▶ Obtain the legal letter from in-house counsel
- ▶ Review of the final financial statements and substantially complete draft of Form 5500
- ▶ Performance of subsequent event procedures through the date of filing the financial statements

Additional points to consider

- ▶ Inquiries of management and those charged with governance
- ▶ Required independence communications
- ▶ Draft auditor's reports, including significant changes to the form and content of the report

Areas of emphasis

In the Plan's Form 2021 Form 11-K, Note 2, management discusses its significant accounting policies and areas of estimate; which have been applied in accordance with US GAAP and consistent with industry practice. Below is a summary of the Areas of audit emphasis:

Topic	Considerations
Fair Value of Investments	▶ We gained an understanding of how the fair values of the Plan's investments have been determined and independently tested the fair value to determine the appropriateness of those fair values. Additionally, we verified the appropriateness of the fair value footnote disclosures are within the appropriate levelling of investments in accordance with the fair value hierarchy.
Participant Contributions	▶ We gained an understanding of the participant contribution process and recalculated on a test basis contributions made to participants' accounts in accordance with Plan documents. We performed an overall analytical review of the contributions by employees and investigated any material variances from the prior year.
Employer Contributions	▶ We gained an understanding of the employer contribution process. Using the Plan documents as our basis, we recalculated on a test basis employer contributions made to participant accounts. We performed an overall analytical review of the contributions by employers and investigated any material variances from the prior year.
Benefit Payments	▶ We gained an understanding of the benefit payment process and on a test basis examined benefit payments (termination, retirement, in-service withdrawal, hardship withdrawal) to test that they were accurately processed. We performed an overall analytical review of the benefits paid and investigated any material variances from the prior year.
Related parties	▶ We obtained a listing of all related parties and parties in interest. We also verified that those parties are disclosed appropriately within the financial statements.
Risk of management override of controls*	▶ Professional standards require that we consider the risk of management override of controls to be a fraud risk on all audits. We designed our audit procedures, to be responsive to this risk.

* Asterisked areas indicate accounts or transactions identified as having significant risks, which are risks with both a higher likelihood of occurrence and a higher magnitude of effect that require special audit considerations.

Required communications

Area	Comments
▶ Auditor's responsibility under professional standards, including a draft of the auditor's report and our evaluation of the financial statement presentation	Our responsibilities are included in our audit engagement agreement. A copy of such agreement is provided in the appendices. Refer to the draft auditor's report in the appendices. Based on our procedures to date, the presentation of the financial statements and related disclosures are in conformity with the US GAAP.
▶ Changes to the audit strategy, timing of the audit and significant risks identified	Our audit strategy is consistent with the plan communicated in our planning meetings with management and within our engagement letter.
▶ We communicate significant changes to the names, locations and planned responsibilities of other firms (including EY member firms or persons) or persons not employed by Ernst & Young LLP supporting the audit.	The legal names of the firms involved in our audit include Ernst & Young LLP (US) (responsible for managing the audit and finalizing conclusions) and EY Global Delivery Services (India), and EYGBS (India) LLP (responsible for routine testing procedures).
▶ Matters relevant to our evaluation of the entity's ability to continue as a going concern	We did not identify any events or conditions that led us to believe there was substantial doubt about the Plan's ability to continue as a going concern.
▶ Significant and critical accounting policies and critical accounting estimates, including qualitative aspects, our assessment of management's disclosures and our conclusion regarding reasonableness	We have reviewed and evaluated significant and critical accounting policies and estimates as outlined in the Form 11-K draft and consider these policies appropriate. Refer to the "Areas of emphasis" where we have discussed our conclusions and observations over such matters, we determine most critical to our audit.
▶ Related-party relationships and transactions*	We discussed related-party relationships and transactions on in the "Areas of emphasis". We noted no significant matters regarding the Plan's relationships and transactions with related parties.



Required communications

Area	Comments
▶ Changes to the terms of the audit with no reasonable justification for the change	None.
▶ Significant unusual transactions**	We are not aware of any significant unusual transactions executed by the Plan.
▶ Difficult or contentious matters subject to consultation outside of the audit team	None.
▶ Corrected misstatements related to accounts and disclosures ▶ Uncorrected misstatements related to accounts and disclosures, considered by management to be immaterial	Management identified an uncorrected misstatement in contributions receivable. In the prior year, contributions receivable, net assets available for benefits, and changes in net assets available for benefits were each understated by \$18.8 million. In the current year, contributions receivable and net assets available for benefits are each understated by \$21.5 million. Due to materiality considerations, management did not correct this difference.
▶ Significant deficiencies and material weaknesses in internal control over financial reporting* ▶ Reportable findings	No material weaknesses have been identified.
▶ Our responsibility, procedures performed and the results relating to other information in documents containing audited financial statements	We have read the Plan's Form 11-K and did not identify anything requiring communication.
▶ Our responsibility, procedures performed and the results of those procedures with respect to the Form 5500	We have read a substantially complete draft of the Plan's Form 5500 to identify material inconsistencies, if any, with the audited financial statements. Any material inconsistencies or misstatements of fact were resolved prior to dating our auditor's reports.



Required communications

Area	Comments
▶ Fraud and non-compliance with laws and regulations (illegal acts)**	We are not aware of any matters that require communication.
▶ Obtain information relevant to the audit	Inquiries regarding matters relevant to the audit are to be performed at this meeting.
▶ Independence matters*	Our independence letter under PCAOB Rule 3526 to the audit committee or those charged with governance of the Plan is included in the appendices to these materials.
▶ Audit committee preapproval of services**	Our services for the audit of the Plan have been preapproved by the audit committee of the Plan Sponsor.
▶ New accounting pronouncements	No issues have been identified with regard to management's planned application of new accounting pronouncements.
▶ Fees and related SEC disclosures	We communicated fees and related SEC disclosures in connection with the audit of the plan sponsor.



Required communications

Area	Comments
▶ Significant issues discussed with management in connection with the auditor's initial appointment or recurring retention** ▶ Disagreements with management and significant difficulties encountered in dealing with management when performing the audit** ▶ Management's consultations with other accountants** ▶ Material alternative accounting treatments discussed with management**	None.
▶ Other material written communications with management	We will provide you with a copy of the letter from in-house counsel related to the 2021 audit. Our PCAOB Rule 3526 written annual communication is included in this report. We will also provide you with copies of the engagement agreement and management representations letter related to the year-end audit.
▶ Other matters**	There are no other matters arising from the audit that are significant and relevant to the audit committee or those charged with governance regarding the oversight of the financial reporting process.



Required communications

Area	Comments
▶ AICPA ethics ruling regarding third-party service providers	From time to time, and depending on the circumstances, (1) we may subcontract portions of the Audit Services to other EY firms, who may deal with the entity or its affiliates directly; although, EY alone will remain responsible to you for the Audit Services and (2) personnel (including non-certified public accountants) from an affiliate of EY or another EY firm or any of their respective affiliates, or from independent third-party service providers (including independent contractors), may participate in providing the Audit Services. In addition, third-party service providers may perform services for EY in connection with the Audit Services.
▶ Representations we are requesting from management	Refer to the letter of representations included in the appendices

All communications are to be made annually unless marked otherwise.

* Communicate at least annually or when event occurs.

** Communicate when event occurs, and consider need for separate communications within the presentation.

As required, provided above is a summary of required communications between the audit team and the audit committee/those charged with governance, as required by Auditing Standard (AS) 1301, *Communications with Audit Committees*; AICPA Clarified US Auditing Standard (AU-C) 260, *The Auditor's Communication With Those Charged With Governance*; AU-C 703, *Forming an Opinion and Reporting on Financial Statements of Employee Benefit Plans Subject to ERISA* and other applicable auditing standards. These communications are intended solely for the information and use of the audit committee/those charged with governance and, if appropriate, management, and are not intended to be, and should not be, used by anyone other than these specified parties.



Appendices

- A** Engagement letter
- B** Draft auditor's report
- C** Draft letter of representations
- D** Independence letter
- E** AU-C 703, key provisions of the new auditing standard



Tel: +1 703 747 1000
Fax: +1 703 747 0100
www.ey.com

Ernst & Young LLP
1775 Tysons Blvd
Tysons, Virginia 22102

May 15, 2022

Mr. Jeremy Potts
Vice President, Assistant Controller
Capital One Financial Corporation
1680 Capital One Drive
McLean, Virginia 22102

Dear Mr. Potts:

1. This agreement 49990 (together with all attachments hereto, the "Agreement") confirms the engagement of Ernst & Young LLP ("we" or "EY") by Capital One Financial Corporation (the "Plan Sponsor" or the "Company" or "you") to 1) audit and report on the financial statements, related notes and supplemental schedules of Capital One Financial Corporation's Associate Savings Plan (the "401(k) Plan") for the year ended December 31, 2021, which are to be included in the Plan's Form 5500 filing with the Employee Benefits Security Administration of the Department of Labor (the "DOL") and the Plan's Form 11-K filing with the Securities and Exchange Commission ("SEC") and 2) audit and report on the financial statements, related notes and supplemental schedules of Capital One Financial Corporation's Cash Balance Pension Plan (the "Benefit Plan"), for which the Company acts as Plan Sponsor, for the year ended December 31, 2021, which are to be included in the Plan's Form 5500 filing with the Employee Benefits Security Administration of the DOL, collectively referred to as (the "Plans").

All of the services described in this Agreement are referred to collectively as either the "Audit Services" or the "audit." References to "management" herein shall be deemed to be references to management of the Plan Sponsor, acting for the Plan Sponsor in its capacity as such.

Audit responsibilities and limitations – 401(k) Plan

2. We will conduct the 401(k) Plan audit in accordance with the standards of the Public Company Accounting Oversight Board (the "PCAOB") and auditing standards generally accepted in the United States of America ("GAAS"), as established by the American Institute of Certified Public Accountants (the "AICPA"). We are required to be independent of the Plan Sponsor and the 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical



requirements relating to our audit. Based on our audit, we will issue an auditor's report in accordance with GAAS for the Plan's Form 5500 filing and an auditor's report in accordance with the standards of the PCAOB for the Plan's Form 11-K filing. Should conditions not now anticipated preclude us from completing the audit and issuing a report, we will advise the Benefits Committee of Capital One Financial Corporation (the "Plan Administrator") and management promptly and take such action as appropriate under applicable accounting and auditing standards, provided that EY shall work in good faith to take all reasonable actions to facilitate our ability to perform the Services.

3. The objective of the audit is to obtain reasonable assurance that the financial statements are free of material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion on whether the financial statements are presented fairly, in all material respects, in conformity with accounting principles generally accepted in the United States of America and whether the supplemental schedules are (a) fairly stated, in all material respects, in relation to the financial statements as a whole and (b) presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"). Reasonable assurance is a high level of assurance but is not absolute, assurance that assurance and therefore is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements. As part of an audit in accordance with professional standards we exercise professional judgment and maintain professional skepticism throughout the audit. We also identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. There are inherent limitations in the audit process, including, for example, the use of judgment and selective testing of data and the possibility that collusion or forgery may preclude the detection of material error, fraud, or non-compliance with laws and regulations, including prohibited transactions with parties in interest and other violations of the DOL's Rules and Regulations under ERISA. Accordingly, because of the inherent limitations of an audit, together with the inherent limitations of internal control, an unavoidable risk exists that some material misstatement may not be detected, even though the audit is properly planned and performed in accordance with professional standards. Although not absolute assurance, reasonable assurance is a high level of assurance. Also, an audit is not designed to detect error or fraud that is immaterial to the financial statements.
4. As part of the audit, we will also
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing



- an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion will be expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements, including the related disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
 - Conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.
5. In accordance with professional standards, we will communicate certain matters related to the conduct and results of the audit to the Plan Administrator, and also make certain inquiries of the Plan Administrator. Such matters include:
- Our responsibility under professional standards for forming and expressing an opinion on the financial statements that have been prepared by management with the oversight by the Plan Administrator and that such an audit does not relieve management and the Plan Administrator of their responsibilities.
 - An overview of the planned scope and timing of the audit, including the significant risks that we have identified.
 - Significant findings from the audit, which include: (1) our views about the significant qualitative aspects of the Plan's accounting practices, including accounting policies, accounting estimates, and financial statement disclosures; (2) significant unusual transactions, if any; (3) significant difficulties, if any, encountered during the audit; (4) significant corrected and uncorrected misstatements, other than those we believe are trivial; (5) disagreements with management, if any, whether or not satisfactorily resolved; (6) significant matters subject to management's consultations with other accountants, if any, and (7) other matters, if any, arising during the audit that are, in our professional judgment, significant and relevant to the Plan Administrator regarding the oversight of the financial reporting process, including significant matters in connection with the Plan's related parties.
 - Circumstances that affect the form and content of our auditor's report.
 - Reportable findings identified during the audit as a result of testing relevant plan provisions.

Changes to the scope of the 401(k) Plan Audit Services may occur as a result of the issuance of new standards and interpretations or inspections findings. We will communicate any significant changes in the scope of the Audit Services and related procedures to management and the Plan Administrator on a timely basis.

6. We will obtain pre-approval from the Plan Sponsor's Audit Committee for any services we are to provide to the Plan pursuant to the Plan Sponsor's Audit Committee's pre-approval process, policies, and procedures, in accordance with the standards and rules of the SEC and PCAOB. We also will communicate at least annually with the Plan Sponsor's Audit Committee on independence matters as required by the rules of the PCAOB. We will communicate at least annually with the Plan Sponsor's Audit Committee and provide a report on certain matters as specified in the Corporate Governance Standards of the New York Stock Exchange.



7. We will inform the Plan Administrator and appropriate members of management if the Audit Services are selected for inspection by the PCAOB or DOL. We are required by law to cooperate with any inspection request and may be required to produce workpapers and other documents and information. We also will communicate any written findings as a result of such inspection and all remedial actions taken by EY in response to such findings. Upon request, we will provide the Plan Administrator and management with a copy of any publicly available inspection reports on EY issued by the PCAOB, but we will not provide any confidential inspection reports issued by the PCAOB to EY, the confidentiality of which is provided for in the Sarbanes-Oxley Act of 2002 and the PCAOB's inspection rules.

Audit responsibilities and limitations – Benefit Plan

8. You have elected to have the audit of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"). Therefore, as permitted by ERISA Section 103(a)(3)(C), the audit need not extend to any statements or information related to assets held for investment of the Plan by a bank or similar institution or insurance carrier that is regulated, supervised and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.
9. We will conduct the audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"), as established by the American Institute of Certified Public Accountants (the "AICPA"). We are required to be independent of the Plan Sponsor and the Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. Should conditions not now anticipated preclude us from completing the audit and issuing an auditor's report, we will advise the Plan Administrator and management promptly and take such action as we deem appropriate. For an ERISA Section 103(a)(3)(C) audit, the audit will not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America. Accordingly, the objective of the ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
10. Except for the investment information that ERISA Section 103(a)(3)(C) permits to be certified by a qualified institution, the objective of the ERISA Section 103(a)(3)(C) audit is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our



opinion on whether (a) the amounts and disclosures in the financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America and (b) the information in the financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C). Additionally, the objective of the ERISA Section 103(a)(3)(C) audit is to express an opinion on whether (a) the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and (b) the information in the supplemental schedules related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C). Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements. As part of an audit in accordance with GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. There are inherent limitations in the audit process, including, for example, the use of judgment and selective testing of data and the possibility that collusion or forgery may preclude the detection of material error, fraud or non-compliance with laws and regulations, including prohibited transactions with parties in interest and other violations of the DOL's Rules and Regulations under ERISA. Accordingly, because of the inherent limitations of an audit, together with the inherent limitations of internal control, an unavoidable risk exists that some material misstatements may not be detected, even though the audit is properly planned and performed in accordance with GAAS. Also, an audit is not designed to detect error or fraud that is immaterial to the financial statements.

11. As part of the audit, we will also:

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion will be expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements, including the related disclosures, and whether the



financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

12. In accordance with GAAS, we will communicate certain matters related to the conduct and results of the ERISA Section 103(a)(3)(C) audit to the Plan Administrator. Such matters include:

- Our responsibility under GAAS for forming and expressing an opinion on the financial statements that have been prepared by management with the oversight by the Plan Administrator and that such an audit does not relieve management and the Plan Administrator of their responsibilities.
- An overview of the planned scope and timing of the audit, including the significant risks that we have identified.
- Significant findings from the audit, which include: (1) our views about the significant qualitative aspects of the Plan's accounting practices, including accounting policies, accounting estimates, and financial statement disclosures; (2) significant unusual transactions, if any; (3) significant difficulties, if any, encountered during the audit; (4) significant corrected and uncorrected misstatements, other than those we believe are trivial; (5) disagreements with management, if any, whether or not satisfactorily resolved; (6) significant matters subject to management's consultations with other accountants, if any, and (7) other matters, if any, arising during the audit that are, in our professional judgment, significant and relevant to the Plan Administrator regarding the oversight of the financial reporting process, including significant matters in connection with the Plan's related parties.
- Circumstances that affect the form and content of our auditor's report.
- Reportable findings identified during the audit as a result of testing relevant plan provisions.

Changes to the scope of the Services may occur as a result of the issuance of new standards and interpretations or inspections findings. We will communicate any significant changes in the scope of the Services and related procedures to management and the Plan Administrator on a timely basis.

Audit responsibilities and limitations – General

13. As part of the audit of the Plans, we will perform certain procedures, as required by professional auditing standards, directed at considering the Plans' compliance with applicable Internal Revenue Code ("IRC") requirements for tax-exempt status, including considering whether management has performed the relevant IRC compliance tests and has corrected or intends to correct failures, as applicable. As we conduct the audit, we may become aware of the possibility that events affecting the Plans' tax status may have occurred. Similarly, we may become aware of the possibility that events affecting the Plans' compliance with the requirements of ERISA may have occurred. We will inform you of any instances of tax or ERISA noncompliance that come to our attention during the audit. You should recognize, however, that the audit is not designed to nor is it intended to verify the Plans overall compliance with applicable provisions of the IRC or ERISA, including but not limited to the Plan Sponsor's deduction limits, and, accordingly, we



assume no responsibility for failure to detect instances of noncompliance with applicable provisions of the IRC or ERISA.

14. If we determine that there is evidence that fraud or possible non-compliance with laws and regulations may have occurred, we will bring such matters to the attention of the appropriate level of management. If we become aware of fraud involving senior management or fraud (whether committed by senior management or other employees) that causes a material misstatement of the financial statements, we will report this matter directly to the Plan Administrator. We will determine that the Plan Administrator and appropriate members of management are adequately informed of instances of non-compliance with laws and regulations that come to our attention unless they are clearly inconsequential. We also will inform the Plan Administrator and appropriate members of management of significant corrected misstatements and uncorrected misstatements noted during our procedures other than those that are clearly trivial.
15. We will communicate in writing to management and the Plan Administrator all significant deficiencies and material weaknesses identified during the audit, including those that were remediated during the audit. We also will communicate any significant deficiencies and material weaknesses communicated to management and the Plan Administrator in previous audits that have not yet been remediated. In addition, if we become aware that the Plan Administrator's oversight of the Plans' external financial reporting and internal control over financial reporting is ineffective, we will communicate that information in writing to the Plan Administrator.
16. We also may communicate other opportunities we observe for economies in or improved controls over the Plans' operations.

Circumstances that affect the form and content of our auditor's report

17. The final form and content of our auditor's report will reflect the results of our final audit findings and conclusions. We will communicate to management and the Plan Administrator all circumstances affecting the final form and content of our auditor's report.

Management's responsibilities and representations

18. The financial statements (including related disclosures) and supplemental schedules are the responsibility of management. Management is responsible for establishing and maintaining effective internal control over financial reporting relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to error or fraud, for properly recording transactions in the accounting records, for safeguarding assets, and for the preparation and fair presentation of the financial statements, in accordance with accounting principles generally accepted in the United States of America. In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plans' ability to continue as a



going concern for one year after the date that the financial statements are available to be issued, and to provide appropriate financial statement disclosure, when applicable, related to going concern and using the going concern basis of accounting unless management is required to prepare the financial statements in accordance with the liquidation basis of accounting. . Management also is responsible for the identification of, and for the Plans' compliance with, laws and regulations applicable to its activities.

19. Management is responsible for the preparation and fair presentation of the supplemental schedules and the form and content of the supplemental schedules in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. For any document that contains the supplemental schedules and indicates that we have issued a report on the supplemental schedules, management will include our report on such supplemental schedules. The supplemental schedules will be presented with the audited financial statements. Management will make appropriate representations to us regarding these matters.
20. Management is responsible for adjusting the financial statements to correct material misstatements and for affirming to us in its letter of representations that the effects of any uncorrected misstatements aggregated by us during the applicable Audit Services and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.
21. Management is responsible for communicating to us on a timely basis all known instances of alleged, identified or suspected non-compliance with laws and regulations that could have an effect on the financial statements or the effects of which should be considered by management when preparing the financial statements, and (B) all instances of alleged, identified or suspected financial improprieties, of which management or the Plan Administrator is aware (regardless of the source or form in which they were discovered or communicated to them and including, without limitation, instances identified by "whistle-blowers"), and providing us access to information, including from any internal investigations and any public or regulatory communications related to them, provided that, if applicable, while EY makes no representation as to the actual effect of such access on the attorney-client privilege, EY shall, to the extent permitted by professional standards, reasonably cooperate with the Company so that the Company's claim of legal privilege may be maintained. Such instances include, without limitation, manipulation of financial results by management or employees, misappropriation of assets by management or employees, intentional circumvention of internal controls, inappropriate influence on related party transactions by related parties, intentionally misleading EY, or other alleged, identified or suspected illegal acts or fraud that could result in a misstatement of the financial statements or otherwise affect the financial reporting of the Plans. If management limits the information otherwise available to us under this paragraph, management will immediately inform us of the fact that certain information is being withheld from us. Any such withholding of information could be considered a restriction on the scope of the audit and may prevent us from opining on the Plans' financial statements; alter the form of reports we may issue on such financial statements; prevent us from consenting to the inclusion of previously issued auditor's reports in future Plans filings; or otherwise affect our ability to continue as the Plans' independent registered public accounting firm (or independent auditor). We will disclose any such withholding of information to the Plan Administrator.



22. Management is responsible for communicating to us on a timely basis, to the extent that management is aware, of (1) unauthorized access to information technology systems that either occurred or is reasonably likely to have occurred up to the date of our auditor's report based on the Plan Sponsor's investigation, including of reports submitted by third parties (including regulatory agencies, law enforcement agencies and security consultants), to the extent that such unauthorized access to information technology systems is reasonably likely to have a material effect on the financial statements, including related disclosures, in each case or in the aggregate, and (2) ransomware attacks when the Plan Sponsor paid the ransom, regardless of the amount of ransom.
23. Management is responsible for promptly informing us of the Company's securities listings on exchanges outside the United States and in the Company's filings of EY's reports on the Company's consolidated financial statements with regulators in connection with such securities listings outside of the United States.
24. Management is responsible for providing us access to: all information of which management is aware that is relevant to the Audit Services, (including information obtained from outside of the general and subsidiary ledgers) such as records, documentation and other matters to complete the Audit Services on a timely basis; additional information that we may request from management for purposes of the audit; and unrestricted access to persons within the Plans Sponsor from whom we determine it necessary to obtain audit evidence. Management's failure to do so may cause us to delay our reports, modify our procedures, or even terminate the Audit Services.
25. Management is responsible for providing us a draft Form 5500 that is substantially complete prior to the date of our auditor's reports. GAAS requires that we read the draft Form 5500 to identify material inconsistencies, if any, with the audited financial statements. These procedures are not sufficient nor are they intended to determine that the Form 5500 is completely and accurately prepared. Accordingly, you understand and agree that we do not assume any responsibility for the completeness and/or accuracy of the Form 5500 as part of the Audit Services.
26. As required by professional standards, we will make specific inquiries of management about the representations contained in the financial statements and supplemental schedules. Professional standards also require that, at the conclusion of the applicable Audit Services, we obtain a letter of representations from certain members of management about these matters and to represent that management has fulfilled its responsibilities as set forth in this Agreement, including that all material transactions have been recorded in the accounting records and are reflected in the financial statements and supplemental schedules. The responses to those inquiries, the written representations, and the results of our procedures comprise evidence on which we will rely in completing the applicable Audit Services.
27. EY (and its officers, directors, and employees, and any third parties acting on EY's behalf, at its direction or under its control in connection with the Services), and the Services being directly or indirectly provided by EY, must comply with all Applicable Laws prohibiting bribery and corruption. Such laws may include, but are not limited to, (i) the U.S. Foreign Corrupt Practices



Act (“FCPA”), (ii) the U.K. Bribery Act 2010, (iii) Canada’s Corruption of Foreign Public Officials Act, and (iv) the anti-bribery and anticorruption laws of any other country that may have jurisdiction over EY (collectively, the “ABAC Laws”).

Neither EY nor any of its officers, directors, employees, or any third parties acting on EY’s behalf, at its direction or under its control in connection with the Services, has paid, offered, funded, approved, or otherwise facilitated, promised, or provided anything of value to any person to improperly influence them in the performance of their legal or contractual duties in connection with EY’s provision of the Services, nor will they do so during the performance of the Services.

EY has kept and will continue to keep accurate financial records that timely, completely, fairly, and accurately reflect all financial transactions involving the Company and EY.

EY, after reasonable diligence, does not know of, or has otherwise disclosed in writing to the Company, the existence of a “foreign official” as that term is construed under the FCPA with an ownership interest in EY or that has the ability to control EY.

If EY learns of or has reason to know of any payment, offer or agreement relating to the Services that is contemplated or that has occurred and represents or could represent a violation of an ABAC Law, EY must promptly advise the Company ABAC Executive, in writing, at anti-bribery@capitalone.com.

The Company may take reasonable steps to avoid, mitigate, or investigate an actual or potential violation of the ABAC Laws, including by reviewing EY’s books and records in relation to EY’s Services upon reasonable notice. EY will cooperate with Capital One as it exercises its rights hereunder. Any audit conducted pursuant to this paragraph shall be subject to the following: (a) the Parties shall mutually agree on the scope of such audit and the commencement and completion times for the audit; (b) Company shall not have access to EY’s systems, financial information of EY or Confidential Information of any other of EY’s clients, nor Company shall be permitted to load any software to EY’s system in support of the access specified in this paragraph or otherwise connect to or interface to EY’s system using its own or a third party’s tool; (c) Company shall comply with all of EY’s facility and security rules and procedures while at EY’s premises or any other applicable policy; (d) all information provided or otherwise made available in connection with any audit conducted pursuant to this paragraph shall be subject to and treated in accordance with the confidentiality provisions of the Agreement. EY may object to the use of any third party selected to perform the audit under this paragraph on the basis that such third party will reasonably cause EY competitive harm. In such event, the parties will use good faith efforts to resolve such concern before the performance of the audit.

28. Management is responsible for informing EY about any related party transactions, including transactions with parties in interest, as defined in ERISA section 3(14) and the regulations thereunder, including sales, purchases, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties. We will evaluate whether prohibited transactions identified by management or as part of the audit are appropriately reported in the applicable ERISA-required supplemental schedules.



29. Management shall make appropriate inquiries (through a questionnaire) of the Company's officers, directors, other individuals in a financial reporting oversight role ("FROR") and individuals who are beneficial owners with decision-making capacity to determine whether any business relationship exists between such individual (or any entity for or of which such an individual acts in a similar capacity) and EY or any other member firm of the global Ernst & Young organization as provided to Company by EY prior to Management sending such questionnaires (any of which, an "EY Firm"), other than one pursuant to which an EY Firm performs professional services or one pursuant to which an EY Firm is a consumer in the ordinary course of business.
30. Management shall discuss any independence matters with EY that, in management's judgment, could bear upon EY's independence.
31. The Company acknowledges that the Company and EY share responsibility for compliance with auditor independence rules. Accordingly, Management shall discuss any independence matters with EY that, in Management's judgment, could bear on EY's independence.

In addition, Management shall promptly assist EY in identifying the Company's affiliates and any beneficial owners (known through reasonable inquiry) of the Company's or its affiliates' equity securities where such beneficial owner has decision-making capacity. Beneficial owners with decision-making capacity refers to those beneficial owners that are substantial stockholders of the Company or its affiliates and that have decision making capacity over the Company and the entities included in the Company's financial statements. Beneficial owners with decision-making capacity refers to those beneficial owners that have significant influence over the Company and the entities included in the Company's financial statements.

Affiliates of the Company are those entities defined in US SEC Regulation S-X, Rule 2-01(f), "affiliate of the audit client."

32. The Plan Sponsor shall be responsible for its personnel's compliance with the Plan Sponsor's obligations under this Agreement.

Fees and billings

33. We estimate that our fees for the 2021 Audit Services will be \$70,000. The fees for the services were presented to and approved by the Plan Sponsor's Audit Committee on January 29, 2021. Both parties shall utilize an online software application designated by the Company (the "Online System") for: (i) invoicing; and (ii) payment, as stated in this paragraph. EY shall submit invoices monthly through the Online System. The Company will acknowledge acceptance of such invoice's using the Online System. The Company shall make payment to EY within thirty (30) days of the date of generation of the invoice on the Online System, with net thirty (30) day payment terms.

In subsequent years, we will provide you with an estimate of our fees and expenses prior to the commencement of our Audit and Audit Related Services.



34. Our estimated pricing is based upon, among other things, our preliminary review of the Company's records and the representations Company personnel have made to us, the Company's documentation of internal control over financial reporting, the procedures the Company performs to support Management's assessment of the effectiveness of internal control over financial reporting and the results of our audit procedures. Our estimates also are dependent upon the Company's personnel providing a reasonable level of assistance during the audit. The level of assistance includes but is not limited to Company associates providing, financial statements and supporting trial balances, schedules, documents, and such other assistance that will be communicated and documented in the client assistance schedule.

Should our assumptions with respect to these matters be incorrect or should the documentation of internal control, results of our procedures, condition of records, degree of cooperation, extent of procedures performed by the Company to support Management's assessment or other matters beyond our reasonable control require additional commitments by us beyond those upon which our estimates are based, we may adjust our fees and planned completion dates. Fees for any special audit-related projects will be billed separately from the fees referred to above, and will be the subject of other written agreements.

35. If we are required by government regulation, subpoena or other legal process to produce our documents or our personnel as witnesses with respect to the Audit Services, we shall, to the extent permitted by law, promptly notify the Company in writing of any such requirement.

Other matters

36. EY follows professional standards of confidentiality and will treat information disclosed to it by the Company as specified in this Agreement and as set forth in AICPA Rule 1.700.001 of the AICPA Code of Professional Conduct – Revised. EY and the Company (including its Audit Committee and Board of Directors) agree that EY's obligations with respect to its access to and its use, handling, retention and disclosure (collectively, "use") of information with respect to the Company or any of its affiliates, in any form ("Company Information"), in connection with the Audit Services may not be modified in any manner that may deviate from professional standards. EY and the Company acknowledge the requirements to follow applicable regulatory rules (e.g. Federal Reserve, Office of the Comptroller of the Currency, Consumer Financial Protection Bureau) with respect to the provision and storage of CSI, including, where applicable, obtaining appropriate permission from the applicable regulatory agency to provide EY access to such information necessary to complete the Audit Services. Accordingly, the Company agrees that any policy, protocol, agreement or instrument of any type (whether oral, written or electronic, regardless of form of execution, and whether originating before or after this Agreement, but other than as set forth herein or in Appendix B) purporting to obligate EY, and other EY Firm or any of their respective personnel with respect to their use of information in connection with the Audit Services other than as specified in this Agreement and as set forth in AICPA Rule 1.700.001 shall be deemed void and of no effect, and the Company shall not seek to enforce any such obligation. In addition, and without limiting the obligations set forth herein, EY shall comply with the requirements set forth in Appendix B attached hereto.



37. In accordance with professional standards, we will make the working papers we prepare in the course of our audit of the financial statements available for review by banking regulators, such as, Federal Deposit Insurance Corporation, Office of the Comptroller of the Currency, Federal Reserve, and/or Office of Thrift Supervision as required by the Federal Deposit Insurance Act. If such banking regulator requests any other information from EY in connection with the Services, Company and EY will coordinate to satisfy such request in a manner acceptable to EY and the regulator.
38. From time to time, and depending on the circumstances, (1) we may subcontract portions of the Audit Services to other EY Firms (listed at www.ey.com), who may deal with the Company or its affiliates directly, although EY alone will remain responsible to you for the Audit Services, and (2) personnel (including non-certified public accountants) from an affiliate of EY or another EY Firm or any of their respective affiliates, or from independent third-party service providers (including independent contractors), may participate in providing the Audit Services. Unless prohibited by Applicable Laws, we may provide Company Information to other EY Firms and their personnel, as well as third-party service providers acting on our or their behalf, who may collect, use, transfer, store or otherwise Process such Company Information in various jurisdictions in which they operate to facilitate performance of the Audit Services, to comply with regulatory requirements, to check conflicts, to provide financial accounting and other administrative support services, or for quality and risk management purposes. For the purposes hereof, "Process" (including its cognates, "Processing" or "Processed") means any operation or set of operations that is performed upon Personally Identifiable Information, whether by automatic or other means, including collection, recording, organization, storage, access, adaptation, alteration, retrieval, consultation, use, disclosure, dissemination, making available, alignment, combination, blocking, deleting, erasure, or destruction. "Applicable Laws" means, with respect to any party, any applicable laws, codes, statutes, ordinances, rules, regulatory bulletins, and guidance (including those of any regulatory bodies or agencies), regulatory examinations or orders, decrees and orders of any governmental entity. We shall be responsible to you for maintaining the confidentiality of Company Information, regardless of where or by whom such information is Processed on our behalf. Either EY or the Company may use electronic media to correspond or transmit information relating to the Audit Services in accordance with this Agreement, and such use will not, in itself, constitute a breach of any confidentiality obligations. Notwithstanding the foregoing, EY shall obtain Company's written consent prior to engaging any third-party service provider (other than an EY Firm or affiliate of EY) to provide any portion of the Audit Services. Such consent is not to be unreasonably withheld.
39. We will inform the Plan Administrator and appropriate members of management if the Audit Services are selected for inspection by the DOL. We are required by law to cooperate with any inspection request and may be required to produce workpapers and other documents and information. We also will communicate any written findings as a result of such inspection and remedial actions taken by EY in response to such findings. To the extent necessary, we will advise the DOL of the confidential nature of the workpapers.
40. The Company shall not, during the term of this Agreement and for 12 months following its termination for any reason, without the prior written consent of EY, solicit for employment or a



position on its Board of Directors, or hire or appoint to its Board of Directors, any current or former partner, principal, or professional employee of EY, any affiliate thereof, any other EY Firm or any of their respective affiliates if any such professional either: (i) performed any audit, review, attest, or related service for or relating to the Company at any time (a) since the date on which the Company filed its most recent periodic annual report with the SEC (or, since the beginning of the most recent fiscal year to be covered by the Company's first such report, if applicable) or (b) in the 12 months ended on that date; or (ii) influences EY's operations or financial policies or has any capital balances or any other continuing financial arrangement with EY.

41. EY shall remain fully responsible for the Audit Services and for all of its other responsibilities, covenants and obligations under this Agreement, notwithstanding that we may subcontract portions of the Audit Services to other EY Firms or that other EY Firms may participate in the provision of the Audit Services. The Company may not make a claim or bring proceedings relating to the Audit Services or otherwise under this Agreement against any other EY Firm and EY shall not contest its responsibility for the Audit Services on the basis that any of them were performed by another EY Firm or other third party. The Company shall make any claim or bring proceedings only against EY. This paragraph is intended to benefit the other EY Firms, which shall be entitled to enforce it. Each EY Firm is a separate legal entity. For the avoidance of doubt and notwithstanding anything set forth herein to the contrary, EY shall be responsible for any action or inaction of other EY Firms and EY's subcontractors and third-party service providers in connection with providing the Audit Services and compliance with this Agreement.
42. If we Process Company Information that can be linked to specific individuals ("Personal Data"), we will Process it in accordance with the applicable provisions of this Agreement, including but not limited to Paragraph 38, as well as Applicable Laws and professional regulations applicable to us. We will also require any service provider that Processes Personal Data on our behalf to provide at least the same level of protection for such data as is required under this Agreement and by such legal and regulatory requirements. EY is required to exercise its own judgment in determining the purposes and means of processing any Personal Data when providing the Audit Services. Accordingly, EY acts as an independent controller (or equivalent legal status), and not as a processor (or equivalent) under the Company's control or as a joint controller with the Company. If Personal Data relating to a data subject in the UK, European Union or Switzerland (collectively, "European Personal Data") is required for EY to perform the Audit Services, the parties agree to negotiate in good faith a data transfer addendum intended to validate the transfer of such European Personal Data by the Company to EY prior to such transfer. If any Company Information is protected health information under the Health Insurance Portability and Accountability Act, as amended, this Agreement is deemed to incorporate all of the terms otherwise required to be included in a business associate contract relating to such information. The Company warrants that it has the authority to provide the Personal Data to EY in connection with the performance of the Audit Services and that the Personal Data provided to us has been Processed by the Company in accordance with Applicable Laws.
43. In order to provide the Audit Services, we may need to access Personal Data consisting of protected health information, financial account numbers, Social Security or other government-issued identification numbers, or other data that, if disclosed without authorization, would trigger



notification requirements under applicable law ("Restricted Personal Data"). In the event that we need access to such information, you will consult with us on appropriate measures (consistent with professional standards applicable to us) to protect the Restricted Personal Data, such as deleting or masking unnecessary information before it is made available to us, encrypting any data transferred to us, or making the data available for on-site review at a Company site. You will provide us with copies of any Restricted Personal Data only in accordance with mutually agreed protective measures.

44. In order to facilitate performance of the Audit Services and for EY to more readily provide Audit Services, including audit services for subsequent audit periods and engagements, we may utilize certain internal tools, automated techniques, software solutions and other technologies ("EY Tools") to extract, process, analyze and retain Plan information, including data. EY owns all right, title, interest and all intellectual property rights in and to the EY Tools, including any enhancements, modifications, and derivative works thereof. You agree that we may, subject to applicable laws, regulations and professional standards and the terms of this Agreement, utilize such EY Tools and retain Plan information within the EY Tools to facilitate performance of the Audit Services, including, without limitation, audit services for subsequent audit periods and engagements. In the event of any such retention, we will continue to extend the protections set forth in this Agreement to any such information retained.
45. EY acknowledges that the Company is subject to the GLB Act, Title V, pursuant to which the Company obtains certain undertakings from EY with regard to the privacy, use and protection of Personally Identifiable Information. "Personally Identifiable Information" means any information that is or is derived from "nonpublic personal information" for purposes of the GLB Act, or information that is "personal data" or "personal information" for purposes of the CCPA or other similar state privacy law, including information that is characterized as a "personal identifier" in regulations issued under the GLB Act (see, e.g., 12 CFR 1016.3(q)(2)(ii)(B)). Information that can be associated with Personally Identifiable Information shall also be Personally Identifiable Information. For example, an individual's age alone is not Personally Identifiable Information, but if such age were capable of being associated with one or more specific, identifiable individuals, then such age would be deemed Personally Identifiable Information. For purposes of the Agreement and the legal or regulatory standards or terms in the Agreement that build on or incorporate this term (e.g., "nonpublic personal information"), Personally Identifiable Information shall also refer to (i) the information of or about the Company's employees, the Company's contractors or non-customers (including former or prospective customers), that is shared with or otherwise obtained by EY in connection with the services performed pursuant to the Agreement and (ii) any e-mail addresses and internet protocol addresses relating to an above-described individual.

EY shall protect and keep confidential all Personally Identifiable Information in accordance with the terms of this Agreement. EY is specifically prohibited from selling, renting, transferring or distributing Personally Identifiable Information for monetary consideration and from retaining, using, making accessible or disclosing Personally Identifiable Information for a commercial purpose other than providing the Services as specified in the Agreement. The above restrictions on disclosure, etc. do not apply if EY has obtained the express written consent of the Company



or, to the extent permitted by Applicable Laws or professional regulations, as necessary to comply with Applicable Laws or professional regulations.

EY shall require that its personnel shall not attempt to access, or allow access to, any Personally Identifiable Information that they are not permitted to access in connection with the provision of services under the Agreement.

EY represents and warrants that it has, and warrants and covenants that for so long as it retains Personally Identifiable Information it will continue to have, adequate administrative, technical, and physical safeguards designed to (A) protect the security and confidentiality of such Personally Identifiable Information; (B) protect against any anticipated or reasonably likely threats or hazards to the security or integrity of such Personally Identifiable Information; (C) protect against unauthorized access to or use of such Personally Identifiable Information; (D) provide for the proper disposal of Personally Identifiable Information; and (E) without limiting the generality of items (A) through (D) preceding, comply with the requirements contained in the ISO 27002:2013 standards. In addition to the foregoing, EY represents and warrants that the manner in which it performs its obligations hereunder (including the manner in which it maintains, stores, backs up, transports, transmits or otherwise uses Personally Identifiable Information) will comply with any applicable state data security requirements covering information that, in whole or in part, is made up of Personally Identifiable Information, including, 201 CMR 17.00 et seq., ("Standards for the Protection of Personal Information of Residents of the Commonwealth").

EY shall promptly, and in no event more than 48 hours, notify the Company if (i) EY discovers there has been a material breach of, or a serious attempt to breach the success or failure of which EY cannot determine, the security safeguards required by this section, including the security safeguards protecting Personally Identifiable Information in the possession of any of EY's subcontractors, or (ii) the security of Personally Identifiable Information has been or is likely to have been compromised for any reason (including by access to Personally Identifiable Information by unauthorized EY personnel or the abuse of authorized access to Personally Identifiable Information by EY personnel) (each of the foregoing, a "Security Breach"). Such notification shall include the time of the Security Breach and, if available, EY's plan for corrective action. EY shall promptly inform the Company of proposed corrective actions and take such corrective action to address incidents of unauthorized access to or use of Personally Identifiable Information or any data security vulnerabilities highlighted by a Security Breach.

EY and its subcontractors shall not retain Personally Identifiable Information unless the retention is specifically provided for in this Agreement or applicable professional standards, EY has a specific business purpose to retain it that is set forth in the Agreement or applicable professional standards, and the retention of such data is consistent with Applicable Laws or applicable professional standards. EY shall destroy such Personally Identifiable Information or return it to the Company: (i) during the term promptly following the time at which such Personally Identifiable Information is no longer needed to provide the services, or (ii) within sixty (60) days after termination or expiration of the Agreement or (iii) in accordance with EY professional obligations with regard to workpaper retention.



Without limiting the generality of the foregoing, EY shall, within five (5) Business Days of an applicable request from the Company, delete or destroy all copies of Personally Identifiable Information in any media relating to a particular natural person as directed by the Company. The foregoing sentence shall apply except to the extent that EY is required to retain Personally Identifiable Information under Applicable Laws, or under applicable professional standards in providing Services under this Agreement.

EY acknowledges and agrees that its execution of this Agreement constitutes its certification that it understands the restrictions set forth in these Paragraphs 45 above and will comply with them and all Applicable Laws, including the CCPA and any other similar state privacy law to the extent applicable to EY.

The obligations set forth in this paragraph shall survive termination of the Agreement.

46. The DOL regulations, at 20 CFR § 655.734(a)(1)(ii)(A), require the posting of notice of a Labor Condition Application (LCA) in instances where individuals holding certain visas will be working on the Plan Sponsor's premises. Where applicable, EY and the Company will work together to develop an appropriate notice to enable compliance with this requirement.
47. Each party shall perform its obligations in a manner that complies with all Applicable Laws (including identifying and procuring required permits, certificates, approvals and inspections) required of such party or for which such party is responsible hereunder or which otherwise relate to the provision or use of the Audit Services, as applicable. If a charge of non-compliance with any Applicable Laws occurs with respect to the Audit Services, and such non-compliance could reasonably be expected to affect the Company (in the case of a charge relating to conduct of EY) or EY (in the case of a charge relating to conduct of the Company) the party so charged shall promptly notify the other party of such charge.
48. EY shall obtain, pay for and keep in force while performing the Audit Services hereunder, and thereafter as provided below, the following insurance with a company or companies having A.M. Best ratings of not less than A-IX:
 - a. Statutory workers' compensation covering all state and local requirements;
 - b. Employer's liability with a limit of \$1,000,000 for one or more claims arising from each accident;
 - c. Commercial general liability, written on an occurrence basis, including coverage for completed operations, products liability and contractual obligations, with a minimum per occurrence combined single limit of \$1,000,000 and a minimum aggregate combined single limit of \$2,000,000;
 - d. Comprehensive automobile liability covering all vehicles on Company's property and/or used pursuant to EY's performance of this Agreement, whether owned by EY or otherwise, with a minimum combined single limit per accident of \$1,000,000;



- e. Professional liability for errors and omissions with a limit of \$1,000,000 providing coverage for a period of at least two years following completion of the Services;
- f. Crime and Fidelity Insurance with a limit of \$1,000,000 which protects Company against the theft or otherwise wrongful conversion of Company's or EY's property, the property or assets of customers or patrons, or the cash receipts by EY's employees, agents or subcontractors;
- g. Excess or umbrella liability insurance with a minimum limit of \$5,000,000 in excess of the insurance coverage described in clauses (b), (c) and (d), above.

EY shall cause its insurers to: (i) name Capital One Financial Corporation, and the Capital One Financial Corporation affiliates and their respective directors, officers, employees, agents, successors and permitted assigns and their employees as Additional Insureds under its commercial general liability and, if applicable, umbrella or excess liability policies, this requirement may be satisfied by a blanket additional insured endorsement; and (ii) furnish certificates of insurance on standard ACORD forms evidencing that the above insurance is in effect and otherwise complies with the requirements of this paragraph.

EY shall cause its insurers to waive: 1) all rights of subrogation against the Company and its subsidiaries, officers, directors and employees for claims to the extent arising out of EY's negligence; and 2) any insured-versus-insured exclusion regarding the Company.

EY shall give Company thirty (30) days written notice of any material change or alteration in the coverage specified above or cancellation of any policy of insurance required hereunder. The carrying by EY of the insurance required herein shall in no way be interpreted as relieving EY of any other obligations it may have under this Agreement.

- 49. By your signature below, you confirm that you have been authorized by the Audit Committee to execute this Agreement on behalf of, and to bind, the Company. In addition, you confirm that Management agrees to, acknowledges, and understands its responsibilities as outlined in "Management's responsibilities and representations." Either EY or the Company may execute this Agreement (and any supplements or modifications hereto) by electronic means, and each of EY and the Company may sign a different copy of the same document.
- 50. EY retains ownership in the workpapers compiled in connection with the performance of the Audit Services. Notwithstanding the foregoing, EY acknowledges that the working papers contain Company Confidential Information, and agrees to protect such Confidential Information in accordance with the Agreement. Furthermore, EY will not disclose such Confidential Information except as permitted by the Agreement.

51. EY PERSONNEL



EY's Personnel performing the Services shall have educational credentials, training, and experience consistent with standard industry practice and shall be legally authorized for the Services they are to perform.

While at Company's premises (or any Company affiliate's premises), EY Personnel shall: (i) comply with Company's requests, policies, rules, and regulations regarding personal and professional conduct (including the wearing of an identification badge and adhering to regulations and safety, dress, behavior, and security practices or procedures) generally applicable to such premises that have been communicated to EY; provided that, to the extent practicable in the particular circumstances, such policies, rules, and regulations shall be made available to EY for review in advance of their application; and (ii) otherwise conduct themselves in a businesslike and professional manner.

If Company determines in good faith that continued assignment to the Services of one or more of the EY Personnel is not in the best interests of Company, then EY shall remove such EY Personnel from performing the Services and, if as necessary to perform the Services, replace same with person(s) of suitable ability, qualifications and experience. This provision shall not operate or be construed to limit EY's responsibility under this Agreement for the acts or omissions of EY Personnel.

52. RESPONSIBILITY FOR RESOURCES

Except to the extent specifically provided otherwise elsewhere in the Agreement, EY shall be responsible for providing all resources (including facilities, personnel, equipment and software, and any associated third party consents thereto) necessary to provide the Services and shall recover the costs and expenses of such resources through the charges identified in the Agreement.

53. WORKPLACE LAWS.

Without limiting EY's obligations under the Agreement to comply with laws applicable to EY in providing the Services, EY shall comply with all federal, state and local employment and employee benefits laws, regulations and orders, including with respect to work authorization and immigration status, in each case, that are applicable to EY in its performance of the Services hereunder. In addition, EY will comply with the provisions of the Federal Occupational Safety and Health Act of 1970 (the "1970 Act"), with any rules and regulations promulgated pursuant to the 1970 Act and with any similar state and local laws. EY shall not discriminate against any employee or applicant for employment because of race, color, religion, disability, sex, national origin, age, veteran status, genetic information or any other unlawful criterion and shall comply with all applicable laws against discrimination and all applicable rules, regulations and orders issued thereunder or in implementation thereof. Company is a federal contractor and as such, but only if applicable, the Equal Opportunity Clauses set forth in 41 C.F.R. §§ 60-1.4(a), 60-300.5(a), and 60-741.5(a), as well as the employee notice found at 29 C.F.R. Part 471, Appendix A to Subpart A are incorporated by reference herein. **Company and EY, but as to EY, only if applicable to EY as a covered subcontractor, shall abide by the requirements of 41 CFR 60-300.5(a) and 41 CFR 60-741.5(a). These regulations prohibit discrimination against**



qualified individuals on the basis of protected veteran status or disability, and require affirmative action by covered prime contractors and subcontractors to employ and advance in employment qualified protected veterans and individuals with disabilities. The inclusion of this clause is not an admission that EY is a covered subcontractor.

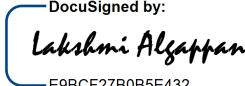
54. This Agreement, and any non-contractual matters or obligations arising out of this Agreement or the Audit Services, including (without limitation) claims arising in tort, fraud, under statute or otherwise relating to the Audit Services, or questions relating to the scope or enforceability of this paragraph, shall be governed by, and construed in accordance with, the laws of New York applicable to agreements made, and fully to be performed, therein by residents thereof. Except for a claim limited solely to seeking non-monetary or equitable relief, any dispute or claim arising out of or relating to the Audit Services, this Agreement, or any other services provided by or on behalf of EY or any of its subcontractors or agents to the Company or at the Company's request, shall be resolved by mediation or arbitration as set forth in the attachment to this Agreement, which is incorporated herein by reference. Judgment on any arbitration award may be entered in any court having jurisdiction. Any dispute between the parties shall be resolved in accordance with the processes described in Appendix A attached hereto.
55. If any portion of this Agreement is held to be void, invalid, or otherwise unenforceable, or prohibited or deemed to be an unsafe or unsound practice by a final regulator or final advisory issued by a federal or state regulatory body and applicable to the Company in whole or part, the remaining portions of this Agreement shall remain in effect. This Agreement applies to all Audit Services (as defined in paragraph 1), including any such services performed or begun before the date of this Agreement.

To the extent that EY agrees to perform Audit Services for a subsequent fiscal year, the terms and conditions set forth in this Agreement shall apply to the performance of such Audit Services, except as specifically modified, amended or supplemented in writing by the parties. Changes in the scope of the Audit Services, and estimated fees for such services in subsequent fiscal years will be communicated in supplemental agreements. We may terminate performance of the Audit Services and this Agreement upon written notice if we reasonably determine that we can no longer provide the Audit Services in accordance with Applicable Laws or professional obligations. The Company may terminate the Audit Services and/or this Agreement at any time for any reason by providing EY with written notice of termination. Upon any termination of the Audit Services or this Agreement, the Company shall pay EY for all work-in-progress, Audit Services already performed and expenses incurred by us up to and including the effective date of such termination. EY shall provide the Company with at least ninety (90) days' prior written notice of any assignment of this Agreement by EY (other than subcontracting of the Services as permitted herein) (including assignment by operation of law, order of any court, or pursuant to any plan of merger, consolidation or liquidation). Company shall provide EY with notice of any assignment of this Agreement by Company.



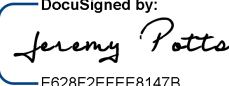
EY appreciates the opportunity to serve as Capital One Financial Corporation's independent registered public accounting firm and would be pleased to furnish any additional information you may request concerning our responsibilities and functions. If this Agreement accurately reflects the terms on which the Plan Sponsor has agreed to engage EY, please sign below on behalf of the Plan Sponsor.

Very truly yours,

By: 
508CF27B0B5E432...
Ms. Lakshmi Algappan
Partner

Agreed and accepted by:

On behalf of Capital One Financial Corporation

By: 
E628E2EEEE8147B
Mr. Jeremy Potts
Vice President, Assistant Controller

Appendix A

Dispute resolution procedures

Mediation

A party shall submit a dispute to mediation by written notice to the other party or parties. The mediator shall be selected by the parties. If the parties cannot agree on a mediator, the International Institute for Conflict Prevention and Resolution ("CPR") shall designate a mediator at the request of a party. Any mediator must be acceptable to all parties and must confirm in writing that he or she is not, and will not become during the term of the mediation, an employee, partner, executive officer, director of or beneficial owner with significant influence over any EY Firm audit client.

The mediator shall conduct the mediation as he/she determines, with the agreement of the parties. The parties shall discuss their differences in good faith and attempt, with the mediator's assistance, to reach an amicable resolution of the dispute. The mediation shall be treated as a settlement discussion and shall therefore be confidential. The mediator may not testify for either party in any later proceeding relating to the dispute. The mediation proceedings shall not be recorded or transcribed.

Each party shall bear its own costs in the mediation. The parties shall share equally the fees and expenses of the mediator.

If the parties have not resolved a dispute within 90 days after written notice beginning mediation (or a longer period, if the parties agree to extend the mediation), the mediation shall terminate and the dispute shall be settled by arbitration. In addition, if a party initiates litigation, arbitration, or other binding dispute resolution process without initiating mediation, or before the mediation process has terminated, an opposing party may deem the mediation requirement to have been waived and may proceed with arbitration.

Arbitration

The arbitration will be conducted in accordance with the procedures in this document and the CPR Rules for Non-Administered Arbitration ("Rules") as in effect on the date of the Agreement, or such other rules and procedures as the parties may agree. In the event of a conflict, the provisions of this document will control.

The arbitration will be conducted before a panel of three arbitrators, to be selected in accordance with the screened selection process provided in the Rules. Any issue concerning the extent to which any dispute is subject to arbitration, or concerning the applicability, interpretation, or enforceability of any of these procedures, shall be governed by the Federal Arbitration Act and resolved by the arbitrators. No potential arbitrator may be appointed unless he or she has agreed in writing to these procedures and has confirmed in writing that he or she is not, and will not become during the term of the arbitration, an employee, partner, executive officer, director of or beneficial owner with significant influence over any EY Firm audit client.

Appendix A

The arbitration panel shall have no power to award non-monetary or equitable relief of any sort or to make an award or impose a remedy that (i) is inconsistent with the agreement to which these procedures are attached or any other agreement relevant to the dispute, or (ii) could not be made or imposed by a court deciding the matter in the same jurisdiction. In deciding the dispute, the arbitration panel shall apply the limitations period that would be applied by a court deciding the matter in the same jurisdiction, and shall have no power to decide the dispute in any manner not consistent with such limitations period. For the avoidance of doubt, a party may seek non-monetary or equitable relief through a court of competent jurisdiction without submitting the dispute to the mediation and arbitration processes described above.

Discovery shall be permitted in connection with the arbitration only to the extent, if any, expressly authorized by the arbitration panel upon a showing of substantial need by the party seeking discovery.

All aspects of the arbitration shall be treated as confidential. The parties and the arbitration panel may disclose the existence, content or results of the arbitration only in accordance with the Rules or applicable professional standards. Before making any such disclosure, a party shall give written notice to the other party and shall afford such other party a reasonable opportunity to protect such other party's interests, except to the extent such disclosure is necessary to comply with Applicable Laws or professional standards.

The result of the arbitration shall be binding on the parties, and judgment on the arbitration award may be entered in any court having jurisdiction.

Appendix B

Capital One Information Assurance Third Party Management (IA TPM) Contract Requirements Exhibit

1. DEFINITIONS

Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the Agreement dated as of June 11, 2021 between EY and the Audit Committee of Capital One Financial Corporation, to which this Appendix is attached.

- 1.01 “Capital One”** means Capital One Financial Corporation.
- 1.02 “Capital One Data”** means any and all information entered in or otherwise transferred to software or equipment by or on behalf of Capital One and information derived from such information, including as stored in or processed through the equipment or software.
- 1.03 “Confidential Information”** means all information, in any form, furnished or made available directly or indirectly by one party to the other in connection with the Services that is marked confidential, restricted, or with a similar designation, or information which, under the circumstances of its disclosure, a reasonable party would deem to be confidential information. The terms and conditions of the Agreement shall be deemed Confidential Information of each party. Confidential Information shall also include: (i) all non-public information pertaining to a party’s operations, affairs and businesses as well as a party’s financial condition and projections, business ventures, strategic plans and marketing strategies and programs; (ii) Personally Identifiable Information; (iii) any strategic insights or statistical models about Capital One’s customers or former or prospective customers and their behavior; and (iv) any other information that is customarily or reasonably deemed confidential, a trade secret or otherwise restricted under the circumstances. Confidential Information of Capital One or any of its affiliates shall be referred to herein as “Capital One Confidential Information.”
- 1.04 “Confidential Information Violation”** means any actual or reasonably suspected misuse, disclosure or loss of, or inability to account for, any Confidential Information.
- 1.05 “Personally Identifiable Information”** means any information that is or is derived from “nonpublic personal information” for purposes of the GLB Act, including information that is characterized as a “personal identifier” in regulations issued under the GLB Act (see e.g., 12 CFR Section 1016.3(q)(2)(ii)(B)). Information that can be associated with Personally Identifiable Information shall also be Personally Identifiable Information. For example, an individual’s age alone is not Personally Identifiable Information, but if such age were capable of being associated with one or more specific, identifiable individuals, then such age would be deemed Personally Identifiable Information. For purposes of the Agreement and the legal or regulatory standards or terms in the Agreement that build on or incorporate this term (e.g., “nonpublic personal information”), Personally Identifiable Information shall also refer to (i) the information of or about Capital One employees, Capital One contractors or non-customers (including former or prospective customers), that is shared with or otherwise obtained by Supplier in connection with the

Appendix B

Services performed pursuant to the Agreement and (ii) any e-mail addresses and internet protocol addresses relating to an above-described individual.

1.06 “Services” means the Audit Services, as such term is defined in the Agreement.

1.07 “Supplier” means Ernst & Young LLP.

1.08 “Supplier Personnel” means those employees of Supplier, other EY Firms (as such term is defined in the Agreement), subcontractors and Supplier affiliates, who perform the Services pursuant to the Agreement.

2. DATA SECURITY

2.01	Data Protection A. Supplier shall provide industry standard encryption of Capital One Confidential Information in transit over public or leased circuits. B. Supplier shall provide industry standard encryption of Capital One Confidential Information at rest on local desktops, laptops, mobile devices, removable media, and shared drives, as well as on public facing systems that do not fall under the administrative control or compliance monitoring processes of the Supplier. C. Supplier shall create, implement and maintain logical and/or physical data segregation that meets or exceeds industry standards designed to ensure Capital One Confidential Information is not viewable by unauthorized users. D. At the time of execution of the Agreement, Services do not include the sharing of Capital One customer credit card data; however, if Services change such that Capital One customer credit card data is made available to Supplier as part of the Services, Supplier shall encrypt at rest the full Primary Account Number (PAN) on all end-point storage devices located without limitation in laptops, servers, thumb drives and mobile devices.
2.02	External Data Transmission A. Supplier shall create, implement and maintain Data Loss Prevention (DLP) technology with related monitoring and response procedures that meets or exceeds industry standards to block the export of Capital One Confidential Information outside Supplier's network. For clarity, Supplier has DLP capabilities; however, Capital One will be required to request implementation of appropriate DLP functionality on a per engagement basis. B. Supplier shall create, implement, and maintain controls to appropriately monitor, alert, and respond to bulk data exports. C. Supplier shall create, implement and maintain website filtering standards that meet or exceed industry standards and that, (i) prevent the unintended

Appendix B

	download of malicious software from known hacking sites and, (ii) block access to all other inappropriate non-work related services and websites. Access to personal email and file sharing sites is not restricted; however, Supplier maintains acceptable use policies to establish appropriate management of customer information and use of accessible websites.
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2.03	Unauthorized Use Monitoring & Incident Notification A. Supplier shall create, implement and maintain a process to monitor and detect unauthorized access to, misuse or misappropriation of, or fraudulent activity, involving Capital One Confidential Information that meets or exceeds industry standards. B. Supplier shall notify Capital One, utilizing the Capital One Cyber Security Operations Center (CSOC) Hotline 844-720-2211, promptly upon initial detection of any suspected Confidential Information Violation related to the Services and in no event later than forty-eight (48) hours after the initial detection of the suspected Violation. The CSOC can also be contacted via email at csoc_collaboration@capitalone.com.
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2.04	Data Flow Diagrams Supplier shall create and maintain flow diagram(s) indicating how Capital One Confidential Information flows through both the Supplier network environment as well as the network environment of any Approved Subcontractor. Supplier shall provide such flow diagram(s) upon Capital One's reasonable request.
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3. DESKTOP, SERVER AND SYSTEM SECURITY

3.01	System Administration Supplier shall create, implement and maintain system administration procedures that meet or exceed industry standards, including without limitation, system hardening, system and device patching (operating system and applications) and proper anti-virus installation as well as daily signature updates of same.
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3.02	System Event Logging A. Supplier shall create, implement and maintain security and system event logging procedures designed to meet or exceed industry standards in the detection, investigation and response to suspicious activity in a timely manner. B. Supplier shall retain event logs for at least twelve (12) months for all its security devices, perimeter devices and policy enforcement points (including without limitation, firewalls, VPN servers and intrusion detection/protection systems). C. Supplier shall retain network log-on records from authentication systems, including without limitation, domain controller logs (e.g., AD, LDAP, stand-alone local authentication controller, etc.) for at least one hundred twenty (120) days.
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	D. Supplier shall retain event logs for all other systems and applications for at least sixty (60) days.
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3.03	Patch Management A. Supplier shall implement and maintain patch management procedures that meet or exceed industry standards and that require patches to be prioritized, tested and installed based upon criticality for all systems storing, transmitting and/or processing Capital One Confidential Information. Supplier shall have the relevant patch installed within seven (7) days of patch release for vulnerabilities prioritized as “critical” by the software/hardware vendor. Supplier shall have the relevant patch installed within thirty (30) days of patch release for vulnerabilities rated as “high” by the software/hardware vendor. Upon request, Supplier shall provide Capital One a status of remediation efforts for zero-day or vulnerabilities determined to present material risk as identified at the sole discretion of Capital One. B. Supplier shall update and maintain change logs to document patch implementation activities including without limitation details regarding affected systems, patch identifiers, patch release dates and dates of implementation.
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4. SYSTEM ACCESS MANAGEMENT PROCEDURES

4.01	System Access Provisioning Process A. Supplier shall create, implement and maintain a logical system access provisioning process that meets or exceeds industry standards for all systems that access, process or store Capital One Confidential Information. Process documentation shall include procedures for proper segregation of access control roles, periodic management reviews for appropriateness of the current roles and timely access terminations. B. The process shall specifically include operating standards for Privileged Users. A “Privileged User” means a user who – by virtue of function and/or seniority – has been allocated access to systems that process Capital One Confidential Information that is significantly greater than that available to the majority of users.
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4.02	System Access Requirements for Capital One Administered Systems A. When Supplier requires logical access to Capital One systems – either hosted internally or outsourced to a third party –to perform the Services, Supplier shall provide Capital One with the following information for each Supplier Personnel requiring such access: i. Legal First Name, Legal Middle Name, Legal Last Name, Suffix (where applicable). ii. Home Phone Number. iii. Home Address (Street/City/State/Country/Postal Code). iv. Birth Date, City of Birth, State or Province of Birth, Country of Birth.
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	v. Social Security Number (or equivalent), Country of Origin. vi. Supplier Name and Supplier Location (City/State/Country). B. Capital One agrees that it shall collect and use the information obtained pursuant to Section 4.02(A)(i)-(vi) above solely as needed to comply with its systems access policies and processes. C. Capital One agrees to maintain such information as confidential and to protect any such information provided pursuant to Section 4.02(A)(i)-(vi), above, in accordance with its documented and approved policies and procedures specific to such information and any applicable laws. Capital One shall not modify its policies and procedures in any way which materially diminishes the security and protection of the information. D. Supplier shall notify Capital One promptly when system access for any Supplier Personnel is no longer necessary to perform the Services. Capital One reserves the right to revoke system access for any Supplier Personnel at any time, for any reason.
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5. PASSWORD MANAGEMENT

5.01	Password Procedures Supplier shall create, implement and maintain password configuration and management procedures for all end user and system accounts related to the processing environment. Such procedures must follow recognized industry best practices in their configuration and management, including length and structure (commonly referred to as strong passwords), and passwords must be changed no less frequently than every ninety (90) days.
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6. INFORMATION SECURITY POLICY & GOVERNANCE

6.01	Information Security Program Supplier shall create, implement and maintain an enterprise information security program that meets or exceeds industry standards and that includes without limitation, appropriate policies, governance structures, staffing, monitoring and assessment procedures. Supplier's written program shall be approved by Supplier's board of directors or similar governing body and at a minimum updated annually.
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7. NETWORK SECURITY

7.01	Network Security Program A. Supplier shall create, implement and maintain internal and external network security policies and procedures, including denial of service attack procedures where appropriate, all of which shall meet or exceed industry standards. B. Supplier shall actively monitor all systems for suspicious activity.
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	C. For Supplier application(s) being provided to Capital One over the Internet, Supplier shall implement or make available, on a per engagement basis and pursuant to the terms of an executed Statement of Work, the functionality to restrict access to only those IP addresses that are permitted to access the network.
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7.02	Network Assessments & Ongoing Testing A. Supplier shall create, implement and maintain a network security assessment program in which network assessments are performed by Supplier or by an external service provider on Supplier's behalf to identify any vulnerabilities. The network shall be scanned for security vulnerabilities: (i) at least annually and (ii) after major hardware or software changes related to the Services. B. Supplier shall provide a summary report to Capital One defining remediation activities of any assessment findings that affect the delivery of the Services and an appropriate remediation strategy.
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7.03	Remote Access Policy A. For Supplier Personnel who require remote access to a network or system that protects, processes or stores Capital One Confidential Information, Supplier shall create, implement and maintain remote access policies and procedures that meet or exceed industry standards. These policies and procedures shall include without limitation, a restriction of user access to Supplier-owned devices, a minimum of two-factor authentication and retention for twelve (12) months of logs detailing all activity conducted during each user session. B. Supplier shall provide Capital One with the roles and responsibilities of all Supplier Personnel who need remote access to Capital One owned or managed systems to perform the Services. Supplier shall obtain Capital One's written approval prior to providing any Supplier Personnel such access.
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8. HUMAN RESOURCE GOVERNANCE

8.01	HR Policies Supplier shall create, implement and maintain policies and procedures, which shall be documented and approved by its senior management, to support the hiring, termination, code of conduct, ethics and background screening of all Supplier Personnel.
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8.02	Security Awareness Program Supplier shall create, implement and maintain a security awareness program for Supplier Personnel, which provides initial education, on-going awareness and individual Supplier Personnel acknowledgment of intent to comply with Supplier's corporate security policies.
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8.03	Access Termination Supplier shall create, implement and maintain a program designed to ensure Supplier Personnel's physical access is revoked within twenty-four (24) hours upon termination or when access is no longer required.
8.04	Employee Conduct and Ethics Reporting Supplier shall maintain a reporting mechanism to allow Supplier Personnel to report any instance of questionable or unethical behavior, such as fraud and/or discriminatory behavior.
8.05	Employee Background Screening Supplier shall screen all Supplier Personnel, to the extent permitted under law, in accordance with Capital One's requirements for Supplier Personnel criminal background screening as provided or referenced herein, as well as industry best practices for performing criminal background screening. Supplier shall also ensure that no Supplier Personnel that is deemed Ineligible (as defined further below) shall perform any Supplier Services or otherwise support the ongoing operations of Capital One.
8.06	Third Party Personnel Background Screening Criteria Supplier shall screen Supplier Personnel in accordance with any and all of the Categories described below as applicable to the Services and Supplier Personnel, for the purposes of determining eligibility. The categories below outline the scope of criminal history screening required for each population of Supplier Personnel as well as the criminal history criteria which would render Supplier Personnel Ineligible to perform the Services.
8.07	Background Screening Category: Section 19 of the FDIA Covered Supplier Personnel: All Supplier Personnel who: • Are engaged in performing banking or banking-related activities on a regular and material basis at the direction of, or under the control or influence of, Capital One (e.g. first-party collection activities). • Have the access and ability to manipulate customer or other sensitive bank records so as to influence or control the management or affairs of Capital One. • Are performing banking or banking-related activities on behalf of, or for the benefit of, Capital One on a regular or material basis so as to be involved in the ordinary course of operations or to be exercising control or influence over such operations. • Are in a position to cause more than a minimal financial loss to, or a significant adverse impact on, Capital One.

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	Ineligibility Criteria: Supplier Personnel covered by Section 19 must be excluded from performance of the Services if the individual has been convicted of, or agreed to enter into a pretrial diversion program, in connection with prosecution for any criminal offense involving dishonesty, breach of trust, money laundering, or the illegal manufacture, sale, distribution of or trafficking in controlled substances, provided that such offense is not <i>de minimis</i> under the FDIC Guidance and that a waiver has not been granted by the FDIC to perform the Services. Screening Scope: Criminal history screening for Section 19 offenses must include the period between the Supplier Personnel reaching the age of majority and the present, to the extent permitted by Applicable Laws, for all jurisdictions (domestic and international) in which the individual has resided, worked and/or attended school during that period.
8.08	Background Screening Category: Violent and Hate Crime Convictions Covered Supplier Personnel: All Supplier Personnel who have unescorted badge access to any Capital One facility or otherwise have regular and material access to Capital One facilities or property and/or material and physical access to Capital One employees, subcontractors, or customers. Ineligibility Criteria: Supplier Personnel must be excluded from the Services if the individual has been convicted of a hate crime or crime involving violence which suggests that the employee poses a more than marginally greater level of risk than someone without a conviction to the safety of Capital One's employees, subcontractors, customers, facilities, or physical assets, after an individualized assessment of the facts and circumstances of the conviction and individual. Screening Scope: Criminal history screening for these offenses must cover a period of no less than seven (7) years from the present, to the extent permitted by Applicable Laws, for all jurisdictions (domestic and international) in which the individual has resided, worked and/or attended school during that period.
8.09	Background Screening Category: Theft, Fraud, and Financial Crime Convictions Covered Supplier Personnel: All Supplier Personnel who have access to any funds, account, confidential or protected information or data, or computer systems of Capital One or any of its customers, Associates, or non-Associates. These individuals include, but are not limited to: • Persons with access to any Capital One computer system containing customer or account information. • Persons with access to any personnel, medical, confidential and/or legally protected information regarding an Associate or non-Associate of Capital One. • Persons with access to customer or company accounts, funds, or assets. • Persons with access to any Capital One Confidential Information.

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	Ineligibility Criteria: Supplier Personnel must be excluded from engagement with Capital One if the employee has been convicted of a crime involving theft, fraud, money laundering, breach of fiduciary duty, or similar financial crime which suggests that the employee poses a more than marginally greater level of risk than someone without a conviction to the safety and soundness of the human, intellectual, fiscal, or physical assets of Capital One, the confidentiality or security of data regarding its customers, Associates, or non-Associates, or the security of the financial accounts or assets of its customers, after an individualized assessment of the facts and circumstances of the conviction and individual. Screening Scope: Criminal history screening for these offenses must cover a period of no less than seven (7) years from the present, to the extent permitted by applicable law, for all jurisdictions (domestic and international) in which the individual has resided, worked and/or attended school during that period.
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8.10	Employee Screening Timeframe A. New and/or Re-hired Supplier Personnel: Supplier shall conduct the above-described criminal background screening, for the purposes of determining eligibility, prior to the granting of access or assignment to Capital One. The criminal background screening shall be for the described period to the present (i.e. the current date or the date the screening was initiated). B. Existing Supplier Personnel: Supplier Personnel previously screened in accordance with the above requirements will be considered screened until the present if all of the following conditions are met: - The individual has remained continuously employed by Supplier since such screening. - The individual has had during this entire period an obligation to disclose to Supplier any criminal offense or conviction which may render the Supplier Personnel Ineligible under the above criteria. - Supplier is not aware of the individual being convicted of, or entering into a pre-trial diversion program for Section 19 of the FDIA, any criminal offense which would render the Supplier Personnel Ineligible under the above criteria. - Supplier shall promptly revoke access and/or remove from assignment any individual upon the determination/discovery of Ineligible.
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8.11	Ineligible Definition A Supplier Personnel is "Ineligible" if the individual has been convicted, or entered into a pretrial diversion for Section 19 of the FDIA covered offenses, of any criminal offense covered under the Ineligibility Criteria described above, for any Category under which the individual is covered. If deemed Ineligible, then such individual shall not perform the Services.
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9. PHYSICAL SECURITY

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9.01	Physical Security Policy Supplier shall create, implement and maintain physical security policies and procedures for all facilities that contain systems or personnel that provide the Services. Such policies and procedures shall include a process for managing, tracking and logging visitors to and within Supplier's facility(s) and environment(s) where the Services are performed.
9.02	Internal & External Facility Monitoring Supplier shall create, implement and maintain a program of physical security monitoring and systems surveillance for all facilities that contain systems or personnel that provide Services to Capital One. This program shall include, but not be limited to, appropriate alarms, monitoring and response, access provisioning, CCTV cameras, access control points and visitor logging. This program shall cover the entry into Supplier's facilities as well the overall internal operations. Supplier shall retain all visual and other logging data for a minimum of: video; 30 days for Office/Professional worker space, 90 days for any applicable operations (Data Center, and/or Operations Centers), access and visitor logs (1 year).
9.03	Visitor Management Supplier shall create, implement and maintain a process for managing, tracking and logging visitors to and within Supplier's facility(s) and environment(s) where the Services are performed.
9.04	Physical Security for Data Supplier shall create, implement and maintain a documented process for managing, tracking and logging the protection, retention and destruction (e.g. shredding) of Capital One Confidential Information, regardless of media or format.

10. BUSINESS CONTINUITY

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10.01	Business Continuity Governance A. Supplier shall create, implement and maintain a Business Continuity Program (BCP) that meets or exceeds industry standards and that provides a formal framework and methodology. B. Supplier shall perform every twelve (12) months, a review of the BCP, governance structure, business documentation requirements, recovery strategies, and testing strategy and frequency. C. Supplier shall provide Capital One with information reasonably necessary to enable Capital One's BCP to work in concert with Supplier's BCP. D. Supplier shall participate in Capital One's recovery testing and/or exercises as reasonably requested by Capital One. E. Supplier shall perform BCP testing at a minimum of once every twenty-four (24) months. i. Supplier shall share a summary of the results of all such BCP testing upon Capital One's reasonable request
10.02	Business Continuity Timeframe A. Supplier shall notify Capital One within twenty-four (24) hours of an event affecting the Services requiring implementation of Supplier's BCP. B. Supplier shall implement its BCP as required to enable Supplier to continue to function through an operational interruption and continue to provide the Services adhere to the recovery time objectives (RTOs) and recovery point objectives (RPOs) defined within its Disaster Recovery Program (DRP) and documented in 11.02B below.

11. DISASTER RECOVERY

11.01	Disaster Recovery Governance A. Supplier shall create, implement and maintain a Disaster Recovery Program (DRP) that meets or exceeds industry standards and that provides a formal framework and methodology, including without limitation, a business impact analysis and risk assessment process to identify and prioritize critical business functions. B. Supplier shall annually review the DRP, governance structure, business documentation requirements, recovery strategies, testing strategy and frequency. C. Supplier shall provide Capital One with information reasonably necessary to enable Capital One's DRP to work in concert with Supplier's DRP. D. Supplier shall participate in Capital One's DRP testing and/or exercises as reasonably requested by Capital One. E. Supplier shall perform DRP testing no less frequently than once every twelve (12) months. i. Upon reasonable request, Supplier shall share a summary of the results of all such testing with Capital One.
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	F. In the event of a business disruption affecting the Services, Supplier shall retain for a minimum of ten (10) days any data or files needed for Capital One to recover its business operations, unless Capital One directs a longer period in a particular instance of disruption.
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11.02	Disaster Recovery Timeframe A. Supplier shall develop, in concert with Capital One, the appropriate Service Level Objectives (SLOs), Recovery Time Objectives (RTOs) and Recovery Point Objectives (RPOs) necessary to restore or reconstitute the Services. B. Supplier shall notify Capital One within twenty-four (24) hours of an event affecting the Services requiring implementation of Supplier's DRP. C. Supplier shall implement its DRP as required to enable Supplier to continue to function through an operational interruption and continue to provide the Services within seventy-two (72) hours RTO and maintain data that is no less than twenty-four (24) hours from point of outage (RPO).
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12. CLOUD UTILIZATION

12.01	Definition of Cloud Services The use of the term "cloud" suggests a different multi-tenant IT hosting environment than traditional IT hosted services environments (like mainframes or traditional application hosting providers). For the purposes of this Agreement, Capital One follows the National Institute of Standards and Technology (SP 800-145) to establish whether or not Supplier is a public cloud service. Characteristics that identify a service as "cloud" are: • On-demand Self-Service: A consumer can unilaterally provision computing capabilities. • Broad Network Access: Capabilities are available over the network and accessed through standard mechanisms that promote use by thin or thick client platforms, both mobile and fixed. • Resource Pooling: The provider's computing resources are pooled to serve multiple consumers in a multi-tenant model, with resources dynamically assigned and reassigned according to demand. Examples of resources include storage, processing, memory and network bandwidth. • Rapid Elasticity: Capabilities can be elastically provisioned and released, in some cases automatically, to scale rapidly outward and inward commensurate with demand. • Measured Service: Cloud systems automatically control and optimize resource use by leveraging a metering capability appropriate to the type of service. Resource usage can be monitored, controlled and reported, providing transparency for both the provider and consumer of the utilized service. Further, third parties who are cloud providers offer different types of IT services within their cloud environment, with each having their own specific risk concerns. Third parties who utilize cloud service providers as part of the Services fall into one of these categories. There are three distinct Cloud Service Models:
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	• SaaS - Software as a Service: The capability provided to the consumer is to use the provider's applications running on a cloud infrastructure. • PaaS - Platform as a Service: The capability provided to the consumer is to deploy onto the cloud infrastructure consumer-created or acquired applications created using programming languages, libraries, services and tools supported by the provider. • IaaS - Infrastructure as a Service: The capability provided to the consumer is to provision processing, storage, networks and other fundamental computing resources where the consumer is able to deploy and run arbitrary software, which can include operating systems and applications.
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12.02	A. Supplier shall create, implement and maintain a process to review with Capital One all physical locations, by country, where technology will be utilized to provide the Services. B. Supplier shall maintain all Capital One Confidential Information in compliance with any applicable local data privacy laws and establish controls to know the location of all Capital One Confidential Information at all times.
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12.03	A. If Supplier's proposed Cloud environment does not permit Capital One to reasonably perform an assessment of the risk of maintaining its data in such Cloud-based environment, Capital One may terminate the Services that will be provided in the Cloud-based environment. B. Supplier shall not, without prior approval from Capital One, store or transmit Capital One Confidential/Proprietary information through any hardware located at any Cloud Services provider that does not allow an onsite assessment of their facilities either by Supplier, or an independent third party firm whereby the results of the assessment can be provided directly to the Supplier to evaluate compliance with obligations to Capital One. Use of a Cloud environment to provide the Services to Capital One does not remove any obligations Supplier has under the Agreement.
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12.04	A. All Capital One information shall be encrypted at rest in public, community, or hybrid Infrastructure as a Service (IaaS) Cloud environments. Confidential/Proprietary information shall be encrypted at rest in public, community, or hybrid Platform as a Service (PaaS) or Software as a Service (SaaS) Cloud environments. B. During instances of data processing, Capital One Information may be decrypted; however, Capital One Information shall only persist temporarily in volatile memory. Immediately following completion of any data processing activity, Capital One Information shall be re-encrypted for storage. C. The encryption key management service (used to encrypt and decrypt information) must not be co-located with the Capital One Information.
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	D. Should Supplier not support customer controlled key management, Supplier shall only utilize encryption key management services which are auditable and which align with industry standards, including without limitation: • The ability to expire, revoke, or destroy keys at the end of their useful life. • Rotation of keys on a periodic basis. • Secure back up of keys. • Appropriate key algorithm, strength and length, with a minimum of 256 bit AES encryption. • Keys are logically or physically separated from the Capital One Information. • Access to keys is restricted to the minimum number of custodians and enforces separation of duties. • Access to keys is logged and audited.
12.05	A. Supplier shall create, implement and maintain a formal program to track and report end users with access to systems that support the Services. B. Supplier shall confirm that appropriate independent audit testing of Cloud service provider occurs annually and the resulting reports (e.g. SSAE 16 SOC1, SOC2, PCI, etc.) are reviewed and subsequently shared with Capital One. Supplier shall also identify any gaps to contractual requirements with Capital One and develop appropriate remediation plans. D. Supplier shall provide the details of the audit report review and the remediation plan to Capital One on request.

13 REVIEW OF BOOKS AND RECORDS

13.01 Generally

During the term of the Agreement and for the period thereafter that Supplier is required to maintain books and records hereunder, Supplier shall, and shall cause its subcontractors to, upon request, promptly provide to Capital One, or upon Capital One's request, a mutually agreeable third party, which may include its auditors, inspectors or designees, copies of such records relating to the Services. Supplier shall, and shall cause its subcontractors to, upon request, provide to regulators copies of such records relating to the Services.

Capital One will have the right to request and review the results of Supplier's most recent independent third party security assessments (e.g., ISAE 3402, SAS 70 or SOC-1, as applicable). Supplier will permit Capital One to perform an inspection of Supplier's information technology security policies no more than once per year, except in the event of i) a data breach, ii) a breach of the Agreement or iii) a regulator request. The inspection will take the form of a physical inspection and in-person Q&A, as well as providing answers to a written questionnaire and inspection of policy documentation or other evidence at an appropriate Supplier office. No direct access to Supplier systems or hands-on or intrusive testing will be permitted.

In connection with the reviews contemplated in Section 11.01(A) and (B), Supplier shall provide to such auditors, inspectors, regulators, and other representatives such assistance as

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they reasonably request. Capital One's auditors and other representatives shall comply with Supplier's reasonable security requirements made known to Capital One in advance and in writing. The Parties acknowledge the possibility of situations arising that may warrant reviews or inspections in addition to those contemplated in Sections 11.01(A) and (B). In the event additional reviews or inspections are required, the Parties shall mutually agree to reasonable pricing to be paid by Capital One for the additional use of Supplier resources.

Supplier shall maintain internal audit controls necessary to monitor Supplier's compliance with its obligations under this Appendix and under Applicable Laws. In addition, Supplier shall conduct audits and inspections of or pertaining to the Services in such manner and at such times as is consistent with its audit practices for the Services. At a minimum, Supplier shall conduct an audit of its internal controls, data processing systems and security and business continuity programs, and those of its subcontractors (to the extent applicable), used to provide or support the provision of the Services.

EY may object to the use of any third party selected to perform the audit under this paragraph on the basis that such third party will reasonably cause EY competitive harm. In such event, the parties will use good faith efforts to resolve such concern before the performance of the audit.

13.02 Review Follow-up.

Following such a review, Capital One may conduct an exit conference with Supplier to obtain factual concurrence with deficiencies identified in the review.

Supplier shall promptly develop and implement a risk based action plan to address and resolve any deficiencies identified in an exit interview or review or inspection report. Supplier, at its own expense, shall undertake risk based remedial action in accordance with such exit interview or action plan (including, if applicable dates specified therein), to the extent necessary to comply with Supplier's obligations under this Appendix.

Appendix C

Appendix C – Work Form Home Considerations

In response to the Coronavirus (COVID-19) pandemic (“Pandemic”), Capital One and EY (“Supplier”) agree to the following terms. Capitalized terms used but not defined herein shall have the meaning ascribed to such terms as provided in the relevant agreement referenced above (such relevant agreement, the “Agreement”). The word “ensure” as used in the following terms (either capitalized or uncapitalized) means to use commercially reasonable efforts to cause the specified result.

1. The Parties acknowledge that as a result of the Pandemic, Supplier’s personnel providing services to Capital One are working primarily from non-Supplier controlled sites.
2. Supplier acknowledges that it remains obligated to perform Services in accordance with the data security obligations, including as set forth in Appendix B (Capital One’s IA TPM Contract Requirements Exhibit) attached to the Agreement.
3. Without limiting the foregoing, Supplier will implement the attached requirements below and communicate the requirements of this Appendix C to employees, agents or representatives that will support the services from a non-Supplier controlled site (also referred to herein as “Supplier Personnel”).

Supplier agrees on the deployment of the following controls, which apply to Information Technology and Information Technology environments from which Supplier personnel provide services to Capital One or accessing/maintains Capital One Confidential Information, to the extent such Information Technology is under the control of Supplier. For the avoidance of doubt, such requirements, as applicable, may apply to Capital One laptops and other assets that are under the control of Supplier, but do not apply to Information Technology environments under the control of Capital One.

- Ensure equipment is transported or shipped using a distribution company, like FEDEX or UPS, that provides tracking and evidence of receipt to the homes of Supplier’s employees, agents or representatives.
- Maintain an active and up to date listing/tracker (to include names, addresses, role, and scope of work) of all Supplier personnel which have been provided Supplier desktops or Capital One laptops and are allowed to work from home to support Capital One and share such list with Capital One upon request.
- Establish a mechanism to track the removal and return of the assets used to manage services for Capital One.
- Ensure all Supplier equipment is hardened, patched for known vulnerabilities and configured in alignment with Capital One IA TPM Contract Requirements Exhibit before distribution.
- Ensure distribution of power, network cables, monitors and wifi adapters as necessary for employees, representatives and agents so as not to disrupt the Services.

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- Ensure personnel are provided privacy screens and understand the expectation to use to obscure the screen on equipment provided
- Ensure completion of training for all personnel that reinforces expectations regarding information security, data handling, confidentiality and other applicable expectations. In the case of personnel having Capital One laptops, completion of any Capital One required computer-based training will satisfy this requirement.
- Ensure devices are limited to only the applications that are reasonably necessary for Supplier's personnel based on their role or Supplier's business operations .
- Ensure secure mechanisms are established and sufficient resources are assigned to enable ongoing remote support for the employees, agents and representatives providing services to Capital One.
- Ensure that antivirus/anti-malware software capabilities are deployed on the Supplier equipment.

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- Ensure that monitoring of employees, agents and representatives use of Supplier equipment for unusual behaviors that may indicate fraud, take appropriate actions to manage unauthorized exposure, and notify Capital One of such behavior (e.g. abnormal login patterns, etc).
- Ensure that processes are in place to retrieve equipment from Supplier personnel upon their termination.
- Upon request by Capital One, Work with Capital One, to create, define and deploy appropriate solutions to Supplier equipment to reduce the cyber risk threat landscape, including controls to address:
 - Remote-wipe capabilities on the equipment.
 - Off-net browsing restrictions
 - Full-disk encryption for the devices

I agree that if requested by Capital One, I will provide an artifact evidencing the completion of the above requirements. I hereby attest that equipment has been configured in accordance with the configuration standards conveyed in writing by Capital One and the requirements outlined above.

Appendix C

Requirements to be Communicated by Supplier to Supplier Personnel

As an employee, agent or representative of Ernst & Young LLP given access to Capital One systems or Confidential Information and working at a location other than your regular corporate location, you acknowledge receipt and agree to the following, as applicable to your circumstances:

Capital One Standard Warning Message for System Access:

Access to Capital One's systems is restricted to authorized users of Capital One Financial Corp and its subsidiaries (COF), and for authorized purposes. Users must have no expectation of privacy with respect to such usage. All software, data, transactions and other electronic communications from a COF corporate device may be monitored, without notice to the user. Programs, data and information contained herein are the property of COF and must be treated as strictly confidential. Unauthorized use is prohibited, and violators may be subject to disciplinary actions including loss of employment, civil and criminal prosecution.

Additional Requirements Applicable in a Remote Work Environment:

1. If assigned a COF corporate remote computing device, such devices shall only be used for COF business and must be used at the recorded home address (or other approved location) of the Supplier Personnel to whom it is assigned.
2. Supplier Personnel shall connect to an approved corporate VPN or use a corporate computing device that verifies the user account as well as the computing device against EY Associate Directory, in addition to utilizing other information security applications (such as Azure Application Gateway, Web Application Firewall, and Azure Conditional Access) prior to accessing the sites where COF information is stored and/or transmitting COF information.
3. Printing COF information and/or copying or storing COF information on removable drives/media (e.g. USB drive, removable hard drives, paper, etc.) is not permissible.
4. Supplier Personnel may not capture any data, images (written notes, pictures, or video) of any COF sensitive information outside of a EY or COF corporate remote computing device or controlled technology environment, including on any external media or device (e.g. USB drive, removable hard drives, paper, etc.)
5. Supplier Personnel will keep any authentication tokens in a secure location separate from their assigned corporate remote computing device when not in use.

Appendix **C**

6. Supplier Personnel must ensure that their assigned corporate remote computing device is kept in a secured physical environment, or in a secure environment when not in use. Employees, agents and representatives of Supplier will not leave their assigned corporate remote computing device unattended for any reason, without ensuring the computer is locked.
7. Privacy screens shall be used with their assigned corporate remote computing device at all times and in such manner as is necessary to ensure COF data is not visible to others.
8. Only authorized IT personnel may install, reconfigure or otherwise adjust any assigned corporate remote computing device's hardware or software.

You acknowledge by receipt of this agreement and that you understand your obligations to maintain the confidentiality of COF information. Should you believe confidentiality may have been breached, you will notify your supervisor immediately who will in turn follow protocols to notify Capital One. Failure to comply with the terms of this agreement may result in removal from the engagement and/or disciplinary action as established by your employer.

Report of Independent Registered Public Accounting Firm

To the Plan Participants and the Plan Administrator of the Capital One Financial Corporation Associate Savings Plan

Opinion on the Financial Statements

We have audited the accompanying statements of net assets available for benefits of the Capital One Financial Corporation Associate Savings Plan (the Plan) as of December 31, 2021 and 2020, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2021 and 2020, and the changes in its net assets available for benefits for the years then ended, in conformity with U.S. generally accepted accounting principles.

Basis for Opinion

These financial statements are the responsibility of the Plan’s management. Our responsibility is to express an opinion on the Plan’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Plan’s internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Supplemental Schedules Required by ERISA

The accompanying supplemental Schedule of Assets (Held at End of Year) as of December 31, 2021 (referred to as the “supplemental schedule”), has been subjected to audit procedures performed in conjunction with the audit of the Plan’s financial statements. The information in the supplemental schedules is the responsibility of the Plan’s management. Our audit procedures included determining whether the information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the information, we evaluated whether such information, including its form and content, is presented in conformity with the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Ernst + Young LLP

We have served as the Plan’s auditor since 2018.

Tysons, Virginia
June 17, 2022

Report of Independent Auditors

To the Plan Administrator of the
Capital One Financial Corporation Associate Savings Plan

We have audited the accompanying financial statements of Capital One Financial Corporation Associate Savings Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2021 and 2020, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes (collectively referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2021 and 2020, and the changes in its net assets available for benefits for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan’s ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the Plan, and determining that the Plan’s transactions that are presented and disclosed in the financial statements are in conformity with the Plan’s provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than

for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion of the financial statements as a whole. The supplemental Schedule of Assets (Held at End of Year) as of December 31, 2021, (referred to as the "supplemental schedule"), is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.



In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the supplemental schedule is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Ernst & Young LLP

June 17, 2022



Capital One Financial Corporation
1680 Capital One Drive
McLean, VA 22102-3491

June 17, 2022

Ernst & Young LLP
1775 Tysons Boulevard
Tysons, Virginia 22102

In connection with your audits of the statements of net assets available for benefits and statements of changes in net assets available for benefits (collectively, "financial statements") and supplemental schedule of Capital One Financial Corporation Associate Savings Plan (the Plan), as of December 31, 2021 and 2020 and for the years then ended, and the related notes to the financial statements, we recognize that obtaining representations from us concerning the information contained in this letter is a significant procedure in enabling you to form an opinion whether the financial statements present fairly, in all material respects, the net assets available for benefits and the changes in net assets available for benefits of the Plan in accordance with accounting principles generally accepted in the United States of America (US GAAP).

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

Accordingly, we make the following representations, which are true to the best of our knowledge and belief:

Management's responsibilities

We have fulfilled our responsibilities, as set forth in the terms of the audit engagement agreement dated May 15, 2022, for the preparation and fair presentation of the financial statements (including disclosures) in accordance with US GAAP applied on a basis consistent with that of the preceding periods. In preparing the financial statements, we evaluated whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued, and to provide appropriate financial statement disclosure, when applicable, related to going concern and using the going concern basis of accounting unless we prepared the financial statements in accordance with the liquidation basis of accounting.

We are responsible for the preparation and fair presentation of the supplemental schedules required by the Employee Retirement Income Security Act of 1974 (ERISA) (ERISA-required schedule), including the form and content, in conformity with the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. We believe the ERISA-required schedule is fairly stated in all material respects, and the form and content are presented in conformity with the DOL's Rules and Regulations under ERISA. The ERISA-required schedule complies, in all material respects, with the DOL's Rules and Regulations under ERISA. There have been no changes in the methods of

measurement or presentation from those used in the prior period. There are no significant assumptions or interpretations underlying the measurement or presentation of the information.

We acknowledge our responsibility for administering the Plan and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants to determine the benefits due or which may become due to such participants.

We also acknowledge our responsibility for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

We have provided you with:

- Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements and ERISA-required schedule(s) such as records, data, documentation and other matters
- Additional information that you have requested from us for the purpose of the audit
- Unrestricted access to persons within the entity from whom you determined it necessary to obtain evidence
- A draft of the Plan's current period Form 5500 that is substantially complete

We have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities. In addition, we have no knowledge of any matters affecting the company that sponsors the Plan (the Plan Sponsor) that could be significant to the Plan.

From June 17, 2021 through the date of this letter we have disclosed to you, to the extent that we are aware, any (1) unauthorized access to our information technology systems that either occurred or is reasonably likely to have occurred, including of reports submitted to us by third parties (including regulatory agencies, law enforcement agencies and security consultants), to the extent that such unauthorized access to our information technology systems is reasonably likely to have a material effect on the financial statements, in each case or in the aggregate, and (2) ransomware attacks when we paid or are contemplating paying a ransom, regardless of the amount.

Uncorrected misstatements

There are no uncorrected misstatements (including the effects of correcting or reversing prior year uncorrected misstatements), or uncorrected misstatements in disclosures relating to the current year financial statements or the ERISA-required schedules.

Internal control

There are no material transactions that have not been properly recorded in the accounting records underlying the financial statements.

There have been no significant changes in internal control since December 31, 2021. We are not aware of any significant deficiencies or material weaknesses in the design or operation of internal control over financial reporting.

We have obtained and provided to you the service organization control (SOC) report(s) prepared under Statements on Standards for Attestation Engagements (SSAE) No.18, AT-C 320 *Reporting on an Examination of Controls at a Service Organization Relevant to User Entities' Internal Control over*

Financial Reporting or International Standards on Assurance Engagements (ISAE) 3402, *Assurance Reports on Controls at a Service Organization*. We have reviewed such SOC reports, including the complementary user entity controls.

Plan document and benefits

We have provided you the most current executed plan document and all amendment(s), including amendments to comply with applicable laws, if any, as follows:

- Plan document executed on January 20, 2015
- First amendment executed on July 6, 2016
- Second amendment executed on December 1, 2016
- Third amendment executed on February 22, 2017
- Fourth amendment executed on December 16, 2021

We have disclosed to you all significant pension benefits promised and have made available to you all significant summary plan descriptions, benefit communications and all other relevant information, including plan changes that constitute the Plan.

Minutes and contracts

The dates of meetings of plan committees from the beginning of the period covered by the financial statements to the date of this letter are as follows:

Benefits Committee

March 2, 2021

May 26, 2021

July 20, 2021

November 15, 2021

February 28, 2022

May 3, 2022

Retirement Committee

February 17, 2021

May 10, 2021

August 16, 2021

December 17, 2021

March 23, 2022

We have made available to you all minutes of the meetings of plan committees, or agenda of recent meetings for which minutes have not yet been prepared.

We also have made available to you all significant contracts, including amendments, and agreements and have communicated to you all significant oral agreements. We have complied with all aspects of contractual agreements, including employee benefits-related contracts that would have a material effect

on the financial statements in the event of noncompliance. We have not breached our fiduciary responsibilities.

Methods, significant assumptions, and data used in making accounting estimates

The appropriateness of the methods, the consistency in application, the accuracy and completeness of data, and the reasonableness of significant assumptions used by us in developing accounting estimates and related disclosures, including those measured at fair value, are reasonable and supportable.

Risks and uncertainties

There are no risks and uncertainties related to significant estimates and current vulnerabilities due to material concentrations that have not been disclosed in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 275, *Risks and Uncertainties*.

Ownership and pledging of assets

The Plan, or its related trust, has satisfactory title to all assets appearing in the statements of net assets available for benefits. No security agreements have been executed under the provisions of the Uniform Commercial Code, and there are no liens or encumbrances on assets, nor have any assets been pledged. All assets to which the Plan or its related trust has satisfactory title appear in the statements of net assets available for benefits.

Commitments

There are no material commitments outstanding at December 31, 2021 for the acquisition of financial instruments or other assets.

There were no agreements or commitments to repurchase assets previously sold. There were no material commitments outstanding at December 31, 2021 as a result of being a party to futures or forwards contracts, short sales or hedge transactions.

Receivables

Adequate provision has been made for losses and adjustments that may be incurred subsequent to the statement of net assets available for benefits date for uncollectible amounts that may be incurred in the collection of receivables at that date.

Fair value measurements

We are responsible for the estimation methods and assumptions used in measuring assets and liabilities reported or disclosed at fair value, including information obtained from brokers, pricing services or other third parties. Our valuation techniques have been consistently applied from period to period. The fair value measurements reported or disclosed represent our best estimate of fair value as of the measurement date in accordance with the requirements of ASC 820, *Fair Value Measurement*. In addition, our disclosures related to fair value measurements are consistent with the objectives outlined in ASC 820.

We have evaluated the fair value information provided to us by brokers, pricing services or other parties that has been used in the financial statements and believe this information to be reliable and consistent with the requirements of ASC 820.

Fully benefit-responsive investment contracts

We have identified all fully benefit-responsive investment contracts held by the Plan, including traditional or separate account guaranteed investment contracts (GICs), bank investment contracts, synthetic GICs or contracts with similar characteristics. We have accounted for these investments in accordance with ASC 962, *Plan Accounting—Defined Contribution Pension Plans*.

There are no intentions to terminate any fully benefit-responsive investment contracts. We have disclosed the events that limit the ability of the Plan to transact at contract value with the issuers and affirm that none are probable of occurring.

Related party relationships and transactions

We have made available to you the names of all related parties and all relationships and transactions with related parties.

Transactions with related parties, as defined in ASC 850, *Related Party Disclosures*, and related amounts receivable or payable (including sales, purchases, loans, transfers, leasing arrangements, guarantees, non-monetary transactions, transactions for no consideration, and amounts receivable from or payable to related parties), have been properly recorded and disclosed in the financial statements, and information concerning these transactions and amounts has been made available to you.

Side agreements and other arrangements

There have been no side agreements or other arrangements (either written or oral) that have not been disclosed to you.

Transactions with parties in interest

There have been no transactions with parties in interest, as defined in ERISA section 3(14), and related regulations, that were not disclosed in the financial statements or ERISA-required schedule.

Contingent liabilities

There are no unasserted claims or assessments, including those our lawyers have advised us of that are probable of assertion and must be disclosed in accordance with ASC 450-20, *Contingencies – Loss Contingencies*.

There have been no violations or possible violation of laws or regulations in any jurisdiction whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.

There have been no internal investigations or communications from regulatory agencies or government representatives concerning investigations or allegations of noncompliance with laws or regulations in any jurisdiction, noncompliance with or deficiencies in financial reporting practices, or other matters that could have a material effect on the financial statements.

There are no other liabilities or gain or loss contingencies considered material, individually or in the aggregate, that are required to be accrued or disclosed by ASC 450, *Contingencies*, nor are there any accruals for loss contingencies or gain contingencies included in the financial statements that are not in conformity with the provisions of ASC 450.

Oral or written guarantees

There are no oral or written guarantees, including guarantees of the debt of others.

Fraud

We acknowledge our responsibility for the design, implementation and maintenance of programs and internal control to prevent and detect fraud.

We have no knowledge of any fraud or suspected fraud involving management or other employees who have a significant role in the internal control over financial reporting of the Plan. In addition, we have no knowledge of any fraud or suspected fraud involving other employees where the fraud could have a material effect on the financial statements.

We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud. We have disclosed to you all allegations of financial improprieties, including fraud or suspected fraud, coming to our attention (regardless of the source or form and including, without limitation, allegations by “whistle-blowers”) where such allegations could result in a misstatement of the financial statements or otherwise affect the financial reporting of the Plan.

Independence

We have communicated to you the names of all the Plan’s affiliates.

Based on inquiries made of the officers, directors and other individuals in a financial reporting oversight role (“FROR”) who serve in such capacity for the Plan, we are not aware of any business relationship between any such individual (or any entity for or of which such an individual acts in a similar capacity) and Ernst & Young LLP or any other member firm of the global Ernst & Young organization (any of which, an “EY Firm”). Such relationships exclude those where an EY Firm performs professional services or where an EY Firm is a consumer in the ordinary course of business.

We are not aware of any reason that Ernst & Young LLP would not be independent for purposes of the Plan’s audit.

Conflicts of interest

There are no instances where any officer or employee of the Plan Sponsor has an interest in a company with which the Plan does business that would be considered a “conflict of interest.” Such an interest would be contrary to the policies of the Plan and the Plan Sponsor.

Participant data

There were no material omissions from the participant data provided to the Plan’s recordkeeper for the purpose of determining the allocations to individual accounts used in the preparation of the financial statements.

Tax-qualified status

We recognize that the audit procedures performed did not encompass all of the procedures necessary to determine the tax-qualified status of the Plan, nor the tax consequences of the Plan Sponsor or participants. However, we confirm to the best of our knowledge and belief that the Plan is qualified and the associated trust is tax exempt under the appropriate sections of the Internal Revenue Code and intend to continue as a qualified Plan and tax-exempt trust.

We are aware that the Trust funding the Plan is subject to Unrelated Business Income Tax (UBIT) under Internal Revenue Code Section 512. We will complete the required UBIT testing as soon as possible. Based on the results, we will satisfy any and all tax obligations due to the Internal Revenue Service on Form 990-T, Exempt Organization Business Income Tax Return. We believe that any UBIT due by the Plan's Sponsor would not be material to the financial statements; therefore, no accruals for current or deferred taxes are included in the Plan's financial statements at June 17, 2022.

Other plan matters

There have been no prohibited transactions (as defined in ERISA section 406 and regulations under that section) or reportable transactions (as defined in ERISA section 103(b)(3)(H) and regulations under that section) that were not reported in the ERISA-required schedule or financial statements.

We understand that the determination as to whether to pay a particular expense out of plan assets is a fiduciary act governed by ERISA. Administrative expenses paid by the Plan for the periods under audit are considered appropriate plan expenses to pay from plan assets and are not prohibited transactions (as defined in ERISA section 406 and regulations under that section).

We have complied with the regulations relating to service provider disclosures under ERISA section 408(b)(2). We understand that a violation of the 408(b)(2) regulations is a prohibited transaction.

The Plan has filed all reports and made all disclosures required of it under ERISA.

The Plan has complied with the fidelity bonding requirements of ERISA.

Any loans, fixed income obligations or leases that are in default or classified as uncollectible have been presented in the ERISA-required schedule as required by the DOL's Rules and Regulations under ERISA.

There is no present intention to terminate the Plan.

The Plan has complied with the DOL's regulations concerning the timely remittance of participant contributions and loan repayments to the trust containing assets for the Plan.

Accounting support fees assessed by the Public Company Accounting Oversight Board

The Plan Sponsor has no past due balances for accounting support fees owed to the Public Company Accounting Oversight Board (PCAOB) to fund the operations of the PCAOB and the FASB.

Subsequent events

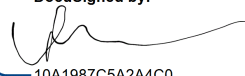
Subsequent to December 31, 2021, no events or transactions have occurred or are pending that would have a material effect on the financial statements at that date or for the period then ended, or that are of such significance in relation to the Plan's affairs to require mention in a note to the financial statements in order to make them not misleading regarding the net assets available for benefits or the changes in net assets available for benefits of the Plan.

Summary

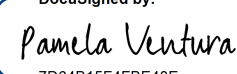
We understand that your audits were conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) (for filing with the SEC) and auditing standards generally accepted in the United States of America as established by the American Institute of Certified Public Accountants (for filing with the DOL) and was, therefore, designed primarily for the purpose of expressing an opinion on the financial statements of the Plan as a whole, and that your tests of the

accounting records and other auditing procedures were limited to those that you considered necessary for that purpose.

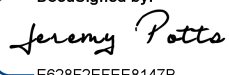
Very truly yours,

DocuSigned by:

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Meghan Welch
Executive Vice President, Human Resources and
Chair of the Benefits Committee
Capital One Financial Corporation

DocuSigned by:

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Pamela Ventura
Vice President, Human Resources and
Chair of the Retirement Committee
Capital One Financial Corporation

DocuSigned by:

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Jeremy Potts
Vice President, Assistant Controller
Capital One Financial Corporation

Communication schedule for uncorrected misstatements

Entity: **Capital One Financial Corporation 401(k) Plan**

Period Ended: **31-Dec-2021**

Currency: **USD**

Uncorrected misstatements			Analysis of misstatements Debit/(Credit)								Income statement effect of the prior period	
No.	W/P ref.	Account (Note 1)	Assets Current	Assets Non-current	Liabilities Current	Liabilities Non-current	Equity components	Effect on the current period OCI	Income statement effect of the current period			
		(misstatements are recorded as journal entries with a description)	Debit/(Credit) (Note 2)	Debit/(Credit) (Note 2)	Debit/(Credit) (Note 2)	Debit/(Credit) (Note 2)	Debit/(Credit)	Debit/(Credit)	Debit/(Credit)	Non taxable		
Factual misstatements:												
		To record current year contribution receivable										
		Contributions receivable	21,529,593									
		Net assets available for benefits					(21,529,593)					
											(18,840,914)	
Projected misstatements:												
		<Title of the misstatement>										
Judgmental misstatements:												
		<Title of the misstatement>										
Total of uncorrected misstatements before income tax			21,529,593	0	0	0	(21,529,593)	0	0		(18,840,914)	
Total of uncorrected misstatements			21,529,593	0	0	0	(21,529,593)	0	0		(18,840,914)	
Financial statement amounts			9,476,511,992	5,354,442	9,471,157,550							
Effect of uncorrected misstatements on F/S amounts			0.2%	0.0%	0.0%	0.0%	-0.2%	0.0%				
Memo: Total of non-taxable items (marked 'X' above)								0			0	
Uncorrected misstatements before income tax							0.0%	0			(18,840,914)	
Less: Tax effect of misstatements at current year marginal rate								0			0	
Uncorrected misstatements in income tax								0			0	
Cumulative effect of uncorrected misstatements after tax but before turnaround							0.0%	0			(18,840,914)	
Turnaround effect of prior period uncorrected misstatements												
All factual and projected misstatements:								18,840,914	#####			
Judgmental misstatements (Note 3):								0			0	
Cumulative effect of uncorrected misstatements, after turnaround effect							0.0%	18,840,914				
Current year income before tax												
Current year income after tax											0	

Do not remove any categories of misstatements above, even if there are no misstatements; removing these categories may adversely affect



Ernst & Young LLP
1775 Tysons Blvd
Tysons, VA 22102

Tel: +1 703 747 1000
Fax: +1 703 747 0100
ey.com

**Building a better
working world**

June 17, 2022

The Benefits Committee/ Plan Administrator
Capital One Financial Corporation Associate Savings Plan

Pursuant to Rule 3526 of the Public Company Accounting Oversight Board (“PCAOB”), *Communication with Audit Committees Concerning Independence*, Ernst & Young LLP (together with its associated entities, “we”, “our” or “EY”) communicates at least annually with you regarding all relationships between EY and Capital One Financial Corporation Associate Savings Plan (the Plan), and its affiliates or persons in financial reporting oversight roles for the Plan that may reasonably be thought to bear on EY’s independence.

In that regard we wish to report the following matter:

- (1) We identified an employment relationship matter, which is inconsistent with EY and SEC independence rules. It was discovered that a recent hire joined EY People Advisory Services without resigning from their previous employment position at Capital One. This occurred despite (i) the individual being made aware of the relevant independence guidance as part of the recruiting onboarding process, (ii) the individual’s offer letter expressly prohibiting employment with an audit client, and (iii) the individual signing an independence confirmation upon hire. At no point during the EY employment period was the individual involved with the Capital One engagement. Upon confirmation of the relevant facts, EY terminated the individual. Our policies required professionals to obtain approval from EY before engaging in secondary employment and prohibit employment with audit clients. The breach occurred due to the individual’s noncompliance with firm policies and procedures. Based on our assessment of these facts and circumstances, we have concluded that our objectivity and impartiality with respect to all issues encompassed within our audit engagement have not been impaired, and we believe that a reasonable investor with knowledge of all relevant facts and circumstances would reach the same conclusion.
- (2) Through EY’s engagement team inquiries, performed as part of our independence procedures, we identified an employment relationship matter, which is inconsistent with SEC independence rules. An EY specialist at a junior level assisting the audit team had a previous employment relationship with Capital One. This individual is considered a Category 1 covered person because he served as part of the audit engagement team. As a Category 1 covered person, this individual is not permitted to have an employment relationship with the audit client during the same audit year or professional engagement period. The individual participated in eleven (11) hours working on the Capital One engagement, primarily relating to planning and scoping of the specialist procedures. The individual promptly ceased work with Capital One upon the core audit team’s discovery of the employment relationship and all work incurred to-date was reperformed by a replacement resource. Our firm has policies and procedures for personnel to follow when serving on client engagements and personnel receive independence training to ensure they are aware of the rules related to auditor independence.

We are not aware of any other relationships between EY and the Company or its affiliates that may reasonably be thought to bear on EY’s independence since June 17, 2021, the date of EY’s last letter.

Accordingly, relating to EY’s audit of the financial statements of the Plan as of December 31, 2021 and for the year then ended, except for the breach set forth above, we would be independent in compliance with PCAOB Rule 3520.

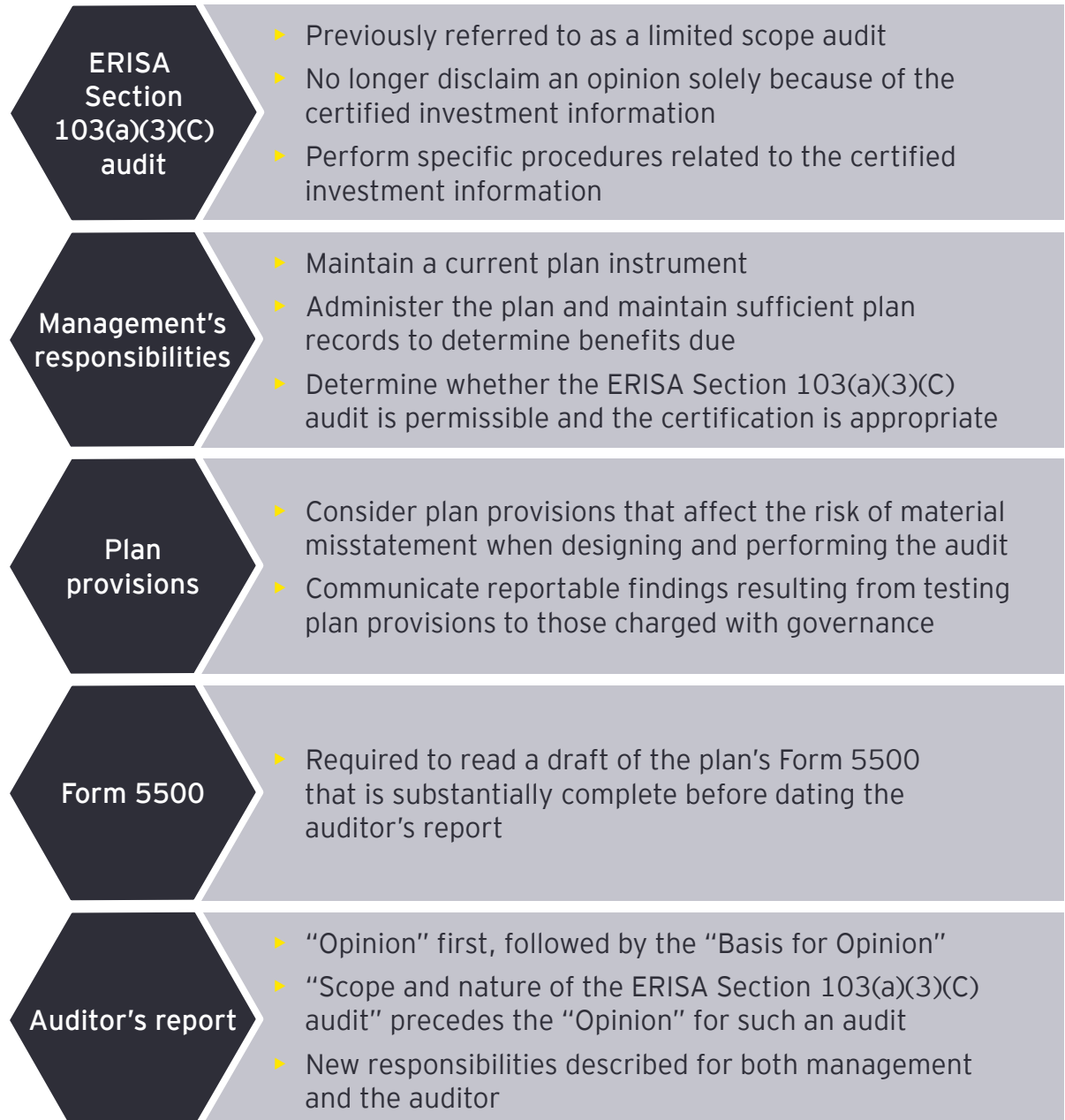
This letter is intended solely for the information and use of the Benefits Committee of the Plan, management and others within management of the Plan and should not be used for any other purposes.

Ernst + Young LLP

Appendix E: AU-C 703, key provisions of the new auditing standard

AU-C 703, Forming an Opinion and Reporting on Financial Statements of Employee Benefit Plans Subject to ERISA

- ▶ The AICPA issued a new auditing standard for employee benefit plans subject to ERISA
- ▶ Intended to improve the:
 - Relevance of the auditor's report
 - Quality of ERISA plan audits
- ▶ Significant changes to the form and content of the auditor's report
- ▶ Effective for audits of financial statements for periods ending on or after 15 December 2021 (calendar-year 2021 audits performed in 2022)



EY | Building a better working world

EY exists to build a better working world, helping create long-term value for clients, people and society and build trust in the capital markets.

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

FORM 11-K

☒ **ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2021

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission File No. 001-13300

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

**CAPITAL ONE FINANCIAL CORPORATION
ASSOCIATE SAVINGS PLAN**

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

**CAPITAL ONE FINANCIAL CORPORATION
1680 Capital One Drive
McLean, Virginia 22102**

Capital One Financial Corporation Associate Savings Plan
Financial Statements and Supplemental Schedule
Years Ended December 31, 2021 and 2020

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Report of Independent Registered Public Accounting Firm

To the Plan Participants and the Plan Administrator of the Capital One Financial Corporation Associate Savings Plan

Opinion on the Financial Statements

We have audited the accompanying statements of net assets available for benefits of the Capital One Financial Corporation Associate Savings Plan (the Plan) as of December 31, 2021 and 2020, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2021 and 2020, and the changes in its net assets available for benefits for the years then ended, in conformity with U.S. generally accepted accounting principles.

Basis for Opinion

These financial statements are the responsibility of the Plan’s management. Our responsibility is to express an opinion on the Plan’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Plan’s internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Supplemental Schedules Required by ERISA

The accompanying supplemental Schedule of Assets (Held at End of Year) as of December 31, 2021 (referred to as the “supplemental schedule”), has been subjected to audit procedures performed in conjunction with the audit of the Plan’s financial statements. The information in the supplemental schedules is the responsibility of the Plan’s management. Our audit procedures included determining whether the information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the information, we evaluated whether such information, including its form and content, is presented in conformity with the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ Ernst & Young LLP

We have served as the Plan’s auditor since 2018.

Tysons, Virginia
June 17, 2022

Capital One Financial Corporation Associate Savings Plan
Statements of Net Assets Available for Benefits

	December 31, 2021	December 31, 2020
Assets:		
Investments, at fair value	\$ 8,787,813,990	\$ 7,129,574,705
Investments, at contract value	542,647,650	572,243,732
Total investments	9,330,461,640	7,701,818,437
Receivables:		
Notes receivable from participants, maturing through 2032, 3.25% - 9% interest rates	138,935,267	128,601,435
Other receivables	7,115,086	12,614,025
Total assets	9,476,511,993	7,843,033,897
Liabilities:		
Other liabilities	5,354,442	10,245,099
Total liabilities	5,354,442	10,245,099
Net assets available for benefits	<u>\$ 9,471,157,551</u>	<u>\$ 7,832,788,798</u>

See Notes to Financial Statements.

Capital One Financial Corporation Associate Savings Plan
Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31,	
	2021	2020
Additions:		
Investment income:		
Net appreciation of investments	\$ 1,389,936,934	\$ 922,754,043
Interest and dividends on investments	10,472,170	7,208,479
Net investment income	1,400,409,104	929,962,522
Interest income on notes receivable from participants	7,797,511	8,536,560
Contributions:		
Employer	355,254,364	330,193,523
Participants	409,719,947	368,430,614
Rollovers	76,433,780	50,926,641
Total contributions	841,408,091	749,550,778
Total additions	2,249,614,706	1,688,049,860
Deductions:		
Benefits paid to participants	594,998,005	531,397,900
Administrative expenses	16,247,948	10,603,623
Total deductions	611,245,953	542,001,523
Net increase in net assets available for benefits	1,638,368,753	1,146,048,337
Net assets available for benefits:		
Beginning of year	7,832,788,798	6,686,740,461
End of year	<u>\$ 9,471,157,551</u>	<u>\$ 7,832,788,798</u>

See Notes to Financial Statements.

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

Note 1—Description of Plan

Effective January 1, 1995, Capital One Financial Corporation (the “Company”) established and adopted the Capital One Financial Corporation Associate Savings Plan (the “Plan”) for the benefit of its eligible employees.

The Benefits Committee of the Company is the Plan administrator and Fidelity Management Trust Company (the “Trustee”) was the Plan trustee for both the 2021 and 2020 plan years.

The following description of the Plan provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan covering all employees of the Company who are age 18 or older (including any related companies that adopt the Plan). Eligible employees are automatically enrolled in the Plan immediately upon hire unless they elect to opt-out of Plan participation. The Plan is a qualified defined contribution retirement plan with a cash or deferred arrangement under Internal Revenue Code Sections 401(a) and 401(k), respectively, and subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended.

Contributions

Under the Plan, participants can elect to make annual pre-tax and Roth contributions of no more than 50% of their eligible compensation, subject to Internal Revenue Service (“IRS”) limitations. The IRS limitation was \$19,500 for both 2021 and 2020. Participants who are age 50 or older at the end of a particular calendar year are permitted to make additional elective deferral contributions of \$6,500 for both 2021 and 2020. Participants may also contribute amounts representing distributions from other qualified plans as roll-over contributions.

The Company makes non-elective contributions to each eligible associate’s account and matches a portion of associate contributions. The Company’s contributions, which provide for a maximum annual Company contribution of up to 7.5% of eligible compensation, consist of two major components: (1) a basic safe-harbor non-elective contribution and (2) Company matching contribution.

The following table summarizes the Company’s contribution structure under the Plan:

Contribution Type	Contribution Structure
1. Basic safe-harbor non-elective contribution	• 3% of eligible compensation
2. Company matching contribution	• Up to 3% of eligible compensation, calculated as 100% Company match on the first 3% of associate deferrals • Up to 1.5% of eligible compensation, calculated as 50% Company match on the next 3% of associate deferrals
Total annual contribution opportunity	• Maximum of 7.5% of eligible compensation

The basic safe-harbor non-elective contribution of 3% of eligible compensation, as defined in the Plan document, is made for all eligible employees regardless of employee contributions to the Plan. In addition, the Company makes matching contributions of up to 4.5% of a participant’s eligible compensation. The Company makes “true-up”

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

matching contributions for participants who did not receive the full match to which participants would have been entitled if participants had contributed to the Plan ratably throughout the year. Employees who have made pre-tax and/or Roth contributions to the Plan during the Plan year are eligible for the Company matching contributions. The Company makes contributions on a per-pay period basis and new employees become immediately eligible for the Company's matching contributions. All Company contributions are cash contributions.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and Plan earnings. Allocations of Company contributions are determined based on participant contributions or eligible compensation, as defined in the Plan document. Allocations of Plan earnings are determined based upon the number of units of the Plan's investment options in each participant's account. The benefit to which a participant is entitled to is the benefit that can be provided from the participant's vested account as of the date of record.

Vesting

Participant contributions and the Company's basic safe-harbor non-elective contributions vest immediately, along with earnings on those contributions. The Company's matching contributions plus actual earnings thereon vest after two years of service.

Forfeited Accounts

Excess forfeited balances of terminated participants' non-vested accounts, after payment of administrative expenses, are used to reduce future Company contributions. Forfeited non-vested accounts totaled \$7,384,902 and \$5,640,670 as of December 31, 2021 and 2020, respectively. Forfeitures used to reduce certain administrative expenses and the Company contributions totaled \$0 and \$7,501,131, respectively, in 2021, and \$128,171 and \$7,029,375, respectively, in 2020.

Investment Options

All investments in the Plan are participant-directed. Participants may change their investment options at any time. As of December 31, 2021, the Company offered 22 investment options, which are summarized below:

- **BlackRock LifePath Index Non-Lendable Fund (2025, 2030, 2035, 2040, 2045, 2050, 2055, 2060, 2065, and Retirement)**—Each fund is a broadly diversified portfolio, tailored to the investment horizon of the fund. The name of each fund (e.g., BlackRock LifePath 2045) represents the year during which participants will most likely begin to draw income and/or principal from their investment. The LifePath funds are the default investment choices unless participants choose otherwise. The investment is a "qualified default investment alternative" for purposes of ERISA.
- **BlackRock Russell 2500 Index Fund**—Monies are primarily invested in common stocks included in the Russell 2500 Index, which broadly represents the performance of small to mid-capitalization companies publicly traded in the U.S.
- **BlackRock Strategic Completion Non-Lendable Fund**—Monies are primarily invested in inflation-sensitive asset classes, such as U.S. treasury inflation protected securities, real estate investment trusts and commodities.
- **BlackRock U.S. Debt Index Non-Lendable Fund**— Monies are primarily invested in debt securities included in the Bloomberg U.S. Aggregate Bond Index, which broadly represents the performance of intermediate duration debt securities publicly traded in the U.S.

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

- **Capital One Stock Fund**—Monies are invested in a unitized trust fund which primarily invests in shares of the Company's common stock, as well as in short-term investments to provide for the Capital One Stock Fund's estimated liquidity needs.
- **Fidelity BrokerageLink**—This self-directed option allows participants to invest in mutual funds and other investment options beyond the investment options offered directly through the Plan.
- **Fidelity Global ex U.S. Index Fund**—Monies are primarily invested in securities included in the MSCI ACWI (All Country World Index) ex USA Index and in depository receipts representing securities included in the index, which broadly represents the performance of foreign developed and emerging stock markets.
- **International Equity Fund**—Monies are primarily invested in securities included in the MSCI ACWI (All Country World Index) ex USA Index and in depository receipts representing securities included in the index, which broadly represents the performance of foreign developed and emerging stock markets.
- **Capital One Stable Value Fund (Invesco)**—Monies are invested in a diversified portfolio of investment contracts issued by high quality insurance companies and banks, with each contract carrying a crediting rate of interest and backed by high quality securities.
- **Prudential Core Plus Bond Fund (Class 5)**—Monies are primarily invested in debt securities meant to outperform the Bloomberg U.S. Aggregate Bond Index, which broadly represents the performance of debt securities publicly traded in the U.S.
- **State Street S&P 500 Index Non-Lending Series Fund**—Monies are primarily invested in common stocks included in the S&P 500 Index, which broadly represents the performance of large capitalization companies publicly traded in the U.S.
- **U.S. Large Cap Equity Fund**—Monies are primarily invested in common stocks included in the Russell 1000 Index, which broadly represents the performance of large capitalization companies publicly traded in the U.S.
- **U.S. Small/Mid Cap Equity Fund**—Monies are primarily invested in common stocks included in the Russell 2500 Index, which broadly represents the performance of small to mid-capitalization companies publicly traded in the U.S.

Notes Receivable from Participants

Participants may elect to borrow from their fund accounts a minimum of \$1,000 and up to a maximum of the lesser of \$50,000 or 50% of their vested account balance. Loan transactions are treated as a transfer from (to) the investment fund to (from) the loan fund. Loan terms typically range from one to five years, but can extend up to ten years if used toward the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a fixed rate commensurate with prevailing rates as determined by the Benefits Committee (currently at a rate of Prime plus 2%). Principal and interest are paid ratably through bi-weekly payroll deductions. Management has evaluated notes receivable from participants for collectability and has determined that no allowance is considered necessary.

Payment of Benefits

A participant may elect to receive an amount up to the vested value of his or her account through a lump-sum cash distribution upon the participant's death, hardship, retirement, termination of service or for other reasons as governed by the Plan document. If the participant has invested in the Capital One Stock Fund, he or she may elect to receive distributions of whole shares of common stock with fractional shares paid in cash.

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

Administrative Expenses

Administrative expenses consist primarily of record keeping, investment management, and advisory fees paid to the Trustee. Record keeping and investment management fees are paid by the plan participants. Advisory fees to the Trustee are paid either out of Plan forfeitures or by the Company.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in any unvested amounts in their accounts.

Note 2—Summary of Significant Accounting Policies

Basis of Presentation and Use of Estimates

The financial statements of the Plan have been prepared in accordance with generally accepted accounting principles in the U.S. (“U.S. GAAP”). Benefits are recorded when paid. The preparation of financial statements in accordance with U.S. GAAP requires management to make a number of judgments, estimates and assumptions that affect the amounts reported in the financial statements and related disclosures. These estimates are based on information available as of the date of the financial statements. While management makes its best judgment, actual amounts or results could differ from these estimates.

Investment Valuation and Income Recognition

The Plan’s investments are reported at fair value with the exception of fully benefit-responsive investment contracts, which are reported at contract value. Securities transactions are recorded as of the trade date.

The fair value of shares of registered investment companies is based on quoted market prices, which represent the net asset values of shares held by the Plan as of year end.

Capital One Stock Fund is not traded on an active market. The unit value of the Capital One Stock Fund is based on the closing price of the Company’s stock and the value of the money market component on the last business day of the Plan year. The Company’s stock is listed and traded on the New York Stock Exchange.

Collective investment trusts were classified as Level 2 in the fair value hierarchy as of December 31, 2021 and 2020. Each collective investment trust provides for daily redemptions by the Plan at reported net asset value per share, with no advance notice requirements for participants and 30 days advance notice requirement for the Plan. There were no unfunded commitments as of December 31, 2021 and 2020.

Self-managed funds are invested in underlying market securities that are traded on active markets and common collective trusts. The unit value for each fund is based on the closing price of the underlying sub-advisor stock and market holdings.

The Plan’s investment in the Invesco Stable Value Fund has underlying investments in guaranteed investment contracts (“GICs”), synthetic GICs, and cash equivalents, and is measured and accounted for based on contract value. The contract value is equal to the principal balance plus accrued interest, which represents the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan.

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

Notes receivable from participants are recorded at their unpaid principal balance plus any accrued but unpaid interest.

Interest income on investments and notes receivable from participants is recorded on an accrual basis. Dividend income is recorded on the ex-dividend date. Net appreciation or depreciation of investments is reflected in statements of changes in net assets available for benefits.

Risks and Uncertainties

The Plan invests in many types of investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

Note 3—Investments

The Plan's investments are held in a trust administered by the Trustee. A complete listing of the Plan's investments as of December 31, 2021 is included in the Supplemental Schedule—Schedule H, Line 4i—Schedule of Assets (Held at End of Year).

Fully Benefit-Responsive Investment Contracts

Capital One's Stable Value Fund from Invesco (the "Fund") invests primarily in investment contracts such as traditional GICs and synthetic GICs. These contracts meet the fully benefit-responsive investment contract criteria and therefore are reported at contract value. In a traditional GIC, the issuer takes a deposit from the Fund and purchases investments that are held in the issuer's general account. The issuer is contractually obligated to repay the principal and a specified rate of interest guaranteed to the Fund. The interest crediting rate is based on a formula established by the contract issuer. With traditional GICs, the Fund owns only the contract itself.

A synthetic GIC includes a wrapper contract, which is an agreement for the wrap issuer, such as a bank or insurance company, to make payments to the Fund in certain circumstances. With synthetic GICs, the underlying investments are owned by the Fund and held in trust for Plan participants. The wrapper contract amortizes the realized and unrealized gains and losses on the underlying fixed income investments, typically over the duration of the investment, through adjustments to the future interest crediting rate. The issuer of the wrapper contract provides assurance that the adjustments to the interest crediting rate do not result in a future interest crediting rate that is less than zero. An interest crediting rate of less than zero would result in a loss of principal or accrued interest. The key factors that influence future interest crediting rates for a wrapper contract include the level of market interest rates, the amount and timing of participant contributions, transfers and withdrawals into and out of the wrapper contract, the investment returns generated by the fixed income investments that back the wrapper contract and the duration of the underlying investments backing the wrapper contract. As of both December 31, 2021 and 2020, all of the investment contracts in the Fund were synthetic GICs.

Certain circumstances may limit the Plan's ability to execute transactions of the Fund at contract value with the contract issuer. These circumstances include termination of the Plan, a material adverse change to the provisions of the Plan, the Company making an election to withdraw from a wrapper contract in order to switch to a different investment provider, or the terms of a successor Plan (in the event of spin-off or sale of a division) do not meet the wrapper contract issuer's underwriting criteria for the issuance of a clone wrapper contract. Examples of events that would permit a wrapper contract issuer to terminate a wrapper contract upon short notice include the Plan's loss of

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

its qualified status, uncured material breaches of responsibilities or material and adverse changes to the provisions of the Plan. If one of these events occurred, the wrapper contract issuer could terminate the wrapper contract at the market value of the underlying investments (or in the case of a traditional GIC, at the hypothetical market value based upon a contractual formula).

The Plan administrator believes that the events noted above that limit the Plan's ability to execute transactions at contract value are unlikely to occur.

Note 4—Fair Value Measurement

Fair value, also referred to as an exit price, is defined as the price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. The fair value accounting guidance provides a three-level fair value hierarchy for classifying financial instruments. This hierarchy is based on the markets in which the assets or liabilities trade and whether the inputs to the valuation techniques used to measure fair value are observable or unobservable. The fair value measurement of a financial asset or liability is assigned a level based on the lowest level of any input that is significant to the fair value measurement in its entirety. The three levels of the fair value hierarchy are described below:

- Level 1: Valuation is based on quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Valuation is based on observable market-based inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3: Valuation is generated from techniques that use significant assumptions not observable in the market. Valuation techniques include pricing models, discounted cash flow methodologies or similar techniques.

The accounting guidance for fair value measurements requires that management maximize the use of observable inputs and minimize the use of unobservable inputs in determining the fair value. The calculation of fair value is based on market conditions as of each statement of net assets available for benefits date and may not be reflective of the ultimate realizable value.

Financial Assets Measured at Fair Value on a Recurring Basis

The following tables display the Plan's assets measured on the statements of net assets available for benefits at fair value on a recurring basis as of December 31, 2021 and 2020:

	December 31, 2021		
	Level 1	Level 2	Total
Investments, at fair value:			
Registered investment companies	\$ 124,609,635	\$ —	\$ 124,609,635
Collective investment trusts	—	5,774,370,908	5,774,370,908
Self-managed funds	1,800,683,647	521,762,573	2,322,446,220
Fidelity Brokerage Link	135,849,714	—	135,849,714
Capital One Stock Fund	430,537,513	—	430,537,513
Total plan assets, at fair value			<u>\$8,787,813,990</u>

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

	December 31, 2020		
	Level 1	Level 2	Total
Investments, at fair value:			
Registered investment companies	\$ 191,130,322	\$ —	\$ 191,130,322
Collective investment trusts	—	4,685,057,901	4,685,057,901
Self-managed funds	1,443,640,290	379,858,216	1,823,498,506
Fidelity Brokerage Link	102,583,653	—	102,583,653
Capital One Stock Fund	327,304,323	—	327,304,323
Total plan assets, at fair value			<u>\$7,129,574,705</u>

Note 5—Income Tax Status

The Plan has received a determination letter from the IRS dated April 25, 2016, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the “Code”), and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes the Plan, as amended, is qualified and the related trust is tax-exempt.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. Plan management has assessed the tax positions taken by the Plan, and has concluded that there are no uncertain positions taken or expected to be taken. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 6—Transactions with Parties-in-Interest

The following table summarizes the fair value of transactions within certain Plan investment options that are considered to be party-in-interest transactions as of December 31, 2021 and 2020, for which a statutory exception exists:

	December 31, 2021	December 31, 2020
U.S. Large Cap Equity Fund	\$ 1,108,895,465	\$ 912,249,273
U.S. Small/Mid Cap Equity Fund	733,792,720	584,640,896
Capital One Stock Fund	430,537,513	327,304,323
International Equity Fund	479,758,035	326,608,337
Fidelity Global ex U.S. Index Fund	124,609,635	191,130,322
Notes receivable from participants	138,935,267	128,601,435
Fidelity BrokerageLink	135,849,714	102,583,653
IGT Dodge & Cox Core Fixed Income Fund	28,525,561	30,971,995

Capital One Financial Corporation Associate Savings Plan

Notes to Financial Statements

The Plan recognized administrative expense paid to the Trustee and other parties-in-interest of \$7,859,659 and \$5,861,141 in 2021 and 2020, respectively.

Note 7—Reconciliation of Financial Statements to Form 5500

The following table presents a reconciliation of net assets available for benefits as of December 31, 2021 and 2020 per the financial statements to the net assets available for benefits per Form 5500:

	December 31, 2021	December 31, 2020
Net assets available for benefits:		
Net assets available for benefits, per the financial statements	\$ 9,471,157,551	\$ 7,832,788,798
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	10,494,952	26,428,471
Benefits payable to participants	(3,731,188)	(6,655,912)
Loans deemed distributed	(2,791,383)	(2,339,865)
Net assets available for benefits, per Form 5500	<u>\$ 9,475,129,932</u>	<u>\$ 7,850,221,492</u>

The following table presents a reconciliation of net income for the year ended December 31, 2021 and 2020 per the financial statements to the net income per Form 5500:

	Year Ended December 31, 2021	2020
Net income:		
Net increase in net assets available for benefits, per the financial statements	\$ 1,638,368,753	\$ 1,146,048,337
Reversal of prior year adjustment from contract value to fair value for fully benefit-responsive investment contracts	(26,428,471)	(9,743,082)
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	10,494,952	26,428,471
Change in benefits payable to participants	2,924,724	(6,655,912)
Change in loans deemed distributed	(451,518)	(500,896)
Net income, per Form 5500	<u>\$ 1,624,908,440</u>	<u>\$ 1,155,576,918</u>

Capital One Financial Corporation Associate Savings Plan
Schedule H, Line 4i—Schedule of Assets (Held at End of Year)
December 31, 2021

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value		(e) Current Value
		Shares/Rate		
	Registered investment companies ("RIC"):			
*	Fidelity Global ex U.S. Index Fund	8,149,747	shares	\$ 124,609,635
	Collective investment trusts ("CIT"):			
	State Street S&P 500 Index Fund	16,958,220	shares	1,696,144,174
	BlackRock LifePath 2045	12,016,852	shares	572,867,352
	BlackRock LifePath 2050	11,417,163	shares	571,578,585
	BlackRock LifePath 2040	11,458,891	shares	508,940,895
	BlackRock LifePath 2035	9,968,724	shares	407,286,192
	BlackRock LifePath 2055	12,431,958	shares	450,910,853
	BlackRock LifePath 2030	8,615,676	shares	319,808,728
	Prudential Core Plus Bond Fund	1,570,573	shares	306,403,048
	BlackRock LifePath 2025	6,226,083	shares	208,712,011
	BlackRock U.S. Debt Index	6,893,765	shares	112,897,128
	BlackRock Russell 2500 Index Fund	4,821,003	shares	225,396,087
	BlackRock LifePath 2060	11,171,139	shares	230,596,888
	BlackRock LifePath Retirement	4,595,706	shares	119,965,838
	BlackRock LifePath 2065	1,757,780	shares	25,859,402
	BlackRock Strategic Completion	1,162,410	shares	17,003,727
	Self-managed funds:			
*		Various RIC, CIT, and		
**	U.S. Large Cap Equity Fund	common stocks		1,108,895,465
*		Various RIC, CIT, and		
**	U.S. Small/Mid Cap Equity Fund	common stocks		733,792,720
**	International Equity Fund	Various RIC and CIT		479,758,035
*	Participant-directed brokerage accounts:			
	Fidelity BrokerageLink	Various mutual funds and common stocks		135,849,714
	Fully benefit-responsive investment contracts (synthetic):			
	IGT Invesco Short Term Bond Fund			258,184,147
	IGT Jennison Intermediate Fund			56,621,211
	IGT Invesco Intermediate Fund			56,494,402
*	IGT Dodge & Cox Core Fixed Income Fund			28,525,561
	IGT Invesco Core Fixed Income Fund			28,464,409
	IGT Pimco Core Fixed Income Fund			28,482,156
	IGT Loomis Sayles Core Fixed Income Fund			28,278,823
	IGT Loomis Sayles Intermediate Fund			28,237,212
	IGT Pimco Intermediate Fund			28,068,374
	Wrapped holdings	530,861,343	shares	541,356,295
	Cash & equivalents	11,786,307	par	11,786,307
	Capital One Stable Value Fund (Invesco)			553,142,602
*	Capital One Stock Fund:			
	Corporate common stock	2,859,692	shares	414,912,712
	Cash & equivalents	15,624,801	par	15,624,801
	Capital One Stock Fund			430,537,513
	Total investments			9,340,956,592
*	Notes receivable from participants, maturing through 2032	3.25% - 8.5% interest rates		136,143,884
	Total as of December 31, 2021			\$ 9,477,100,476

* Indicates a party-in-interest to the Plan.

** Detailed holding listing follows this supplemental schedule

Note: Column (d) is not applicable as all investments are participant-directed.

Capital One Financial Corporation Associate Savings Plan
Appendix to Schedule H, Line 4i

Account Name	Total Value of Holdings	Security Identifier	Security Description	Shares/Par	Total Value
U.S. Large Cap Equity Fund	1,107,744,271	21M99A952	SSGA S&P 500 NL SER A (CMM3)	395,163	39,523,829
		FGD194000	Capital One LSV LCV SMA	16,727,772	281,862,961
		FGD196000	Capital One Macquarie LCV	19,789,733	304,465,042
		FGD200000	Capital One Polen LCG SMA	12,896,212	234,388,650
		FGD205000	Capital One T Rowe LC Gr	13,641,945	247,505,812
U.S. Large Cap Equity Fund Total					1,107,746,294
CAPITAL ONE LSV LCV SMA	281,762,141	CASH	(CASH)	74,663	74,663
		1055102	AFLAC INC	35,700	2,084,523
		1084102	AGCO CORP	18,500	2,146,370
		00206R102	AT&T INC	165,600	4,073,760
		00287Y109	ABBVIE INC	16,200	2,193,480
		00508Y102	ACUITY BRANDS INC	7,270	1,539,204
		01973R101	ALLISON TRANSMISSION HLDGS INC	18,800	683,380
		20002101	ALLSTATE CORPORATION	21,800	2,582,428
		25932104	AMERICAN FINL GROUP INC OHIO	16,400	2,252,048
		26874784	AMERICAN INTERNATIONAL GROUP	30,400	1,728,544
		03076C106	AMERIPRISE FINANCIAL INC	13,800	4,162,908
		31162100	AMGEN INC	10,600	2,384,682
		31652100	AMKOR TECHNOLOGY INC	80,200	1,988,158
		35710409	ANNALY CAPITAL MGMT INC REIT	106,400	855,456
		38222105	APPLIED MATERIALS INC	17,200	2,706,592
		42735100	ARROW ELECTRONICS INC	13,300	1,785,791
		45487105	ASSOCIATED BANC CORP	73,300	1,655,847
		47649108	ATKORE INC	20,100	2,234,919
		60505104	BANK OF AMERICA CORPORATION	69,800	3,105,402
		08579W103	BERRY GLOBAL GROUP INC	20,900	1,542,002
		86516101	BEST BUY CO INC	13,000	1,329,900
		09062X103	BIOGEN INC	2,120	508,630
		09739D100	BOISE CASCADE CO	18,400	1,310,080
		99724106	BORGWARNER INC	31,000	1,397,170
		105368203	BRANDYWINE REALTY TRUST	81,200	1,089,704
		110122108	BRISTOL-MYERS SQUIBB CO	53,700	3,348,195
		125523100	CIGNA CORP	7,600	1,745,188
		126117100	C N A FINANCIAL CORP	28,900	1,273,912
		126650100	CVS HEALTH CORP	34,600	3,569,336
		14040H105	CAPITAL ONE FINANCIAL CORP	14,300	2,074,787
		14149Y108	CARDINAL HEALTH INC	22,900	1,190,360
		146229109	CARTERS INC	8,500	860,370
		150870103	CELANESE CORP	11,900	1,999,914
		153527205	CENTRAL GARDEN & PET CO CL A	16,600	794,310
		17275R102	CISCO SYSTEMS INC	40,900	2,591,833
		172967424	CITIGROUP INC	64,700	3,907,233

Capital One Financial Corporation Associate Savings Plan

		174610105	CITIZENS FINANCIAL GROUP INC	58,600	2,768,850
		20030N101	COMCAST CORP CL A	52,300	2,632,259
		205887102	CONAGRA BRANDS INC	49,900	1,704,085
		20848V105	CONSENSUS CLOUD SOLUTION	3,699	214,061
		224399105	CRANE CO	14,600	1,485,258
		2256908	AMDOCS LTD	30,500	2,293,600
		228368106	CROWN HOLDINGS INC	7,700	851,774
		231021106	CUMMINS INC	10,000	2,181,400
		231561101	CURTISS WRIGHT CORPORATION	7,100	984,557
		23918K108	DAVITA INC	15,000	1,706,400
		24703L202	DELL TECHNOLOGIES INC CL C	29,310	1,646,343
		247361702	DELTA AIR INC	28,800	1,125,504
		253393102	DICKS SPORTING GOODS INC	20,100	2,311,299
		254543101	DIODES INC	14,300	1,570,283
		254709108	DISCOVER FIN SVCS	22,100	2,553,876
		2556868	EVEREST REINSURANCE GROUP LTD	4,600	1,260,032
		277432100	EASTMAN CHEMICAL CO	15,800	1,922,386
		278642103	EBAY INC	41,500	2,759,750
		2788713	BUNGE LIMITED	16,600	1,549,776
		29272W109	ENERGIZER HLDGS INC	17,900	717,790
		30231G102	EXXON MOBIL CORP	20,800	1,272,752
		302520101	FNB CORP PA	110,400	1,339,152
		31428X106	FEDEX CORP	7,900	2,043,256
		31847R102	FIRST AMERICAN FINANCIAL CORP	22,400	1,752,352
		320517105	FIRST HORIZON CORP	80,600	1,328,288
		35137L105	FOX CORP CL A	63,150	2,330,235
		36162J106	GEO GROUP INC	56,600	438,650
		369550108	GENERAL DYNAMICS CORPORATION	7,400	1,542,678
		370334104	GENERAL MILLS INC	25,100	1,691,238
		37045V100	GENERAL MOTORS CO	55,600	3,259,828
		375558103	GILEAD SCIENCES INC	34,100	2,476,001
		38141G104	GOLDMAN SACHS GROUP INC	8,000	3,060,400
		397624107	GREIF INC CL A	27,300	1,660,659
		40412C101	HCA HEALTHCARE INC	9,700	2,492,124
		40434L105	HP INC	90,700	3,439,344
		42824C109	HEWLETT PACKARD ENTERPRISE CO	82,600	1,312,514
		431571108	HILLENBRAND INC	26,800	1,393,332
		44107P104	HOST HOTELS & RESORTS INC	30,100	523,439
		446413106	HUNTINGTON INGALLS INDUSTRIES INC	7,200	1,344,528
		456237106	INDUSTRIAL LOGISTICS PROPERTIES TR	36,300	909,315
		457187102	INGREDION INC	13,500	1,313,415
		458140100	INTEL CORP	120,200	6,190,300
		459200101	INTL BUS MACH CORP	19,300	2,579,638
		477143101	JETBLUE AIRWAYS CORP	69,500	989,680
		48123V102	ZIFF DAVIS INC	8,420	933,441
		493267108	KEYCORP	71,900	1,663,047
		500754106	KRAFT HEINZ CO	53,500	1,920,650
		501044101	KROGER CO	73,200	3,313,032

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		50155Q100	KYNDRYL HOLDINGS INC	3,860	69,866
		502431109	L3HARRIS TECHNOLOGIES INC	5,000	1,066,200
		505336107	LA Z BOY INC	21,400	777,034
		521865204	LEAR CORP NEW	7,800	1,427,010
		526057104	LENNAR CORP CL A	22,500	2,613,600
		534187109	LINCOLN NATIONAL CORP	29,900	2,040,974
		539830109	LOCKHEED MARTIN CORP	4,200	1,492,722
		546347105	LOUISIANA PACIFIC CORP	32,700	2,562,045
		552690109	MDU RESOURCES GROUP INC	46,600	1,447,280
		56418H100	MANPOWERGROUP INC	11,600	1,129,028
		56585A102	MARATHON PETROLEUM CORP	29,600	1,894,104
		576323109	MASTEC INC	2,100	193,788
		58155Q103	MCKESSON CORP	8,100	2,017,224
		58463J304	MEDICAL PPTY TR INC	36,100	863,151
		58933Y105	MERCK & CO INC NEW	87,000	6,727,710
		59156R108	METLIFE INC	33,300	2,080,917
		60871R209	MOLSON COORS BEVERAGE CO B	48,400	2,243,340
		615394202	MOOG INC CL A	17,300	1,400,781
		617446448	MORGAN STANLEY	41,600	4,083,456
		62886E112	NCR CORP	35,900	1,443,180
		629377508	NRG ENERGY INC	47,400	2,041,992
		63938C108	NAVIENT CORP	68,400	1,451,448
		64110D104	NETAPP INC	17,200	1,582,228
		65336K103	NEXSTAR MEDIA GROUP INC A	9,411	1,420,873
		666807102	NORTHROP GRUMMAN CORP	4,300	1,664,401
		67623C109	OFFICE PROPERTIES INCOME TRUST	21,100	524,124
		68389X105	ORACLE CORP	44,000	3,837,240
		68622V106	ORGANON & CO	4,550	138,548
		688239201	OSHKOSH CORP	14,900	1,679,379
		690742101	OWENS CORNING INC	17,700	1,601,850
		70959W103	PENSKE AUTOMOTIVE GROUP INC	21,400	2,294,508
		717081103	PFIZER INC	129,000	7,617,450
		718172109	PHILIP MORRIS INTL INC	15,500	1,491,875
		718546104	PHILLIPS 66	15,900	1,152,114
		72147K108	PILGRIM'S PRIDE CORP NEW	19,158	540,256
		744320102	PRUDENTIAL FINANCIAL INC	15,400	1,666,896
		74736K101	QORVO INC	7,500	1,172,925
		750236101	RADIAN GROUP INC	35,200	743,776
		75886F107	REGENERON PHARMACEUTICALS INC	1,900	1,199,888
		7591EP100	REGIONS FINANCIAL CORP	125,500	2,757,235
		759509102	RELiance STEEL & ALUMINUM CO	9,300	1,508,646
		76009N100	RENT A CTR INC	20,600	996,628
		783549108	RYDER SYSTEM INC	10,400	857,272
		78573L106	SABRA HEALTHCARE REIT INC	36,800	498,272
		828806109	SIMON PPTY GROUP INC - REIT	6,200	990,574

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		83012A109	SIXTH STREET SPECIALTY LENDING INC	30,600	728,280
		832696405	JM SMUCKER CO/THE	14,700	1,996,554
		833034101	SNAP-ON INCORPORATED	4,500	969,210
		85208M102	SPROUTS FMRS MKT INC	43,500	1,291,080
		857477103	STATE STREET CORP	29,400	2,750,958
		858119100	STEEL DYNAMICS INC	23,200	1,446,056
		87165B103	SYNCHRONY FINANCIAL	22,100	1,025,219
		87612E110	TARGET CORP	12,800	2,962,432
		883203101	TEXTRON INC	6,600	509,652
		902494103	TYSON FOODS INC CL A	21,100	1,839,076
		911363109	UNITED RENTALS INC	2,000	664,580
		91325V108	UNITI GROUP INC	41,580	588,773
		913903100	UNIVERSAL HEALTH SVCS INC CL B	8,900	1,153,974
		91913Y100	VALERO ENERGY CORP	19,500	1,464,645
		92047W101	VALVOLINE INC	36,100	1,346,169
		92343V104	VERIZON COMMUNICATIONS INC	88,300	4,588,068
		92556H206	PARAMOUNT GLOBAL CL B	36,500	1,110,330
		92556V106	VIATRIS INC	11,440	154,783
		92840M102	VISTRA CORP	60,000	1,366,200
		928563402	VMWARE INC CL A	8,592	995,641
		931427108	WALGREENS BOOTS ALLIANCE INC	23,000	1,199,680
		959802109	WESTERN UNION CO	38,100	679,704
		96145D105	WESTROCK CO	25,800	1,144,488
		963320106	WHIRLPOOL CORP	10,900	2,557,794
		989701107	ZIONS BANCORP	25,100	1,585,316
		B3SPXZ3	LYONDELLBASELL INDS CLASS A	22,900	2,112,067
		B4Q5ZN4	JAZZ PHARMA PLC	6,800	866,320
		BKVD2N4	SEAGATE TECHNOLOGY HOLDINGS PLC	31,700	3,603,656
		262006208	Dreyfus Government Cash Mgmt Instl	718,590	718,590
CAPITAL ONE LSV LCV SMA Total					281,946,753
CAPITAL ONE MACQUARIE LCV	304,519,761	CASH	(CASH)	63,141	63,141
		26874784	AMERICAN INTERNATIONAL GROUP	156,200	8,881,532
		39483102	ARCHER DANIELS MIDLAND CO	142,747	9,648,270
		71813109	BAXTER INTL INC	104,300	8,982,316
		11135F101	BROADCOM INC	15,400	10,247,314
		125523100	CIGNA CORP	38,600	8,863,718
		126650100	CVS HEALTH CORP	102,800	10,604,848
		17275R102	CISCO SYSTEMS INC	171,800	10,886,966
		192446102	COGNIZANT TECH SOLUTIONS CL A	110,526	9,805,867
		20030N101	COMCAST CORP CL A	163,400	8,223,922
		205887102	CONAGRA BRANDS INC	254,900	8,704,835
		20825C104	CONOCOPHILLIPS	138,643	10,034,980
		254687106	DISNEY (WALT) CO	59,800	9,262,422
		254709108	DISCOVER FIN SVCS	76,399	8,828,668
		256677105	DOLLAR GENERAL CORP	38,672	9,120,018
		256746108	DOLLAR TREE INC	71,700	10,075,284
		260003108	DOVER CORP	48,094	8,733,870

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		26614N102	DUPONT DE NEMOURS INC	109,100	8,813,098
		281020107	EDISON INTL	121,400	8,370,530
		29476L107	EQUITY RESIDENTIAL REIT	110,700	10,085,047
		31620M106	FIDELITY NATL INFORM SVCS INC	71,607	7,815,904
		438516106	HONEYWELL INTL INC	40,723	8,491,153
		478160104	JOHNSON & JOHNSON	49,200	8,416,644
		58933Y105	MERCK & CO INC NEW	110,600	8,552,698
		59156R108	METLIFE INC	141,147	8,820,276
		620076307	MOTOROLA SOLUTIONS INC	40,400	11,008,596
		666807102	NORTHROP GRUMMAN CORP	24,500	9,483,215
		68389X105	ORACLE CORP	103,300	9,008,793
		75513E105	RAYTHEON TECHNOLOGIES CORP	108,800	9,363,328
		872540109	TJX COMPANIES INC NEW	121,000	9,186,320
		89832Q109	TRUIST FINL CORP	154,800	9,063,540
		902973304	US BANCORP DEL	148,300	8,398,229
		92343V104	VERIZON COMMUNICATIONS INC	147,400	7,658,904
		92556V106	VIATRIS INC	596,494	8,070,564
		09248U874	BLACKROCK LIQUID FEDERAL TRUST INSTL	1	1
		262006208	Dreyfus Government Cash Mgmt Instl	3,105,324	3,105,324
CAPITAL ONE MACQUARIE LCV Total					304,680,134
CAPITAL ONE POLEN LCG SMA	234,388,804	2824100	ABBOTT LABORATORIES	91,170	12,831,266
		00724F101	ADOBE INC	20,033	11,359,913
		9066101	AIRBNB INC CLASS A	40,227	6,697,393
		16255101	ALIGN TECHNOLOGY INC	6,499	4,271,013
		02079K107	ALPHABET INC CL C	6,453	18,672,336
		02079K305	ALPHABET INC CL A	2,320	6,721,133
		23135106	AMAZON.COM INC	6,079	20,269,453
		52769106	AUTODESK INC	27,061	7,609,283
		256163106	DOCUSIGN INC	23,078	3,515,010
		30303M102	META PLATFORMS INC CL A	42,496	14,293,530
		366651107	GARTNER INC	21,002	7,021,389
		452327109	ILLUMINA INC	11,244	4,277,667
		46120E602	INTUITIVE SURGICAL INC	14,526	5,219,192
		55354G100	MSCI INC	6,160	3,774,170
		57636Q104	MASTERCARD INC CL A	32,264	11,593,100
		594918104	MICROSOFT CORP	39,542	13,298,765
		64110L106	NETFLIX INC	10,847	6,534,667
		654106103	NIKE INC CL B	31,101	5,183,604
		70450Y103	PAYPAL HLDGS INC	27,614	5,207,448
		79466L302	SALESFORCE INC	42,973	10,920,728
		81762P102	SERVICENOW INC	13,391	8,692,232
		855244109	STARBUCKS CORP	51,615	6,037,407
		91324P102	UNITEDHEALTH GROUP INC	16,051	8,059,849
		92826C839	VISA INC CL A	42,040	9,110,488
		98978V103	ZOETIS INC CL A	41,563	10,142,619
		B4BNMY3	ACCENTURE PLC CL A	25,140	10,421,787
		262006208	Dreyfus Government Cash Mgmt Instl	2,818,735	2,818,735

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CAPITAL ONE POLEN LCG SMA Total					234,554,178
CAPITAL ONE T ROWE LC GR	248,204,542	CASH	(CASH)	28,207	28,207
		7903107	ADVANCED MICRO DEVICES INC	14,085	2,026,832
		02079K107	ALPHABET INC CL C	2,674	7,737,460
		02079K305	ALPHABET INC CL A	6,989	20,247,413
		23135106	AMAZON.COM INC	6,254	20,852,962
		32095101	AMPHENOL CORPORATION CL A	34,500	3,024,270
		36752103	ANTHEM INC	2,827	1,310,428
		37833100	APPLE INC	80,871	14,360,263
		05352A100	AVANTOR INC	59,175	2,493,635
		75887109	BECTON DICKINSON & CO	6,097	1,533,274
		09857L108	THE BOOKING HOLDINGS INC	1,007	2,416,025
		125523100	CIGNA CORP	21,714	4,986,186
		146869102	CARVANA CO CL A	6,485	1,503,158
		15135B101	CENTENE CORP	1,616	133,158
		169656105	CHIPOTLE MEXICAN GRILL INC	882	1,541,957
		22160N109	COSTAR GROUP INC	338	26,712
		22266T109	COUPANG INC A	32,741	961,931
		256677105	DOLLAR GENERAL CORP	12,528	2,954,478
		25809K105	DOORDASH INC	2,176	324,006
		26142R104	DRAFTKINGS INC CL A	20,898	574,068
		30303M102	META PLATFORMS INC CL A	41,130	13,834,076
		30744W107	FARFETCH LTD CL A	19,317	645,767
		337738108	FISERV INC	32,000	3,321,280
		34959E113	FORTINET INC	11,005	3,955,197
		37940X102	GLOBAL PAYMENTS INC	25,456	3,441,142
		40412C101	HCA HEALTHCARE INC	10,513	2,701,000
		418100103	HASHICORP INC	2,006	182,626
		444859102	HUMANA INC	4,282	1,989,246
		44891N208	IAC/INTERACTIVECORP	8,965	1,171,815
		45687V106	INGERSOLL RAND INC	40,421	2,500,847
		461202103	INTUIT INC	14,420	9,275,232
		46120E602	INTUITIVE SURGICAL INC	14,120	5,073,316
		538034109	LIVE NATION ENTERTAINMENT INC	12,928	1,547,352
		550021109	LULULEMON ATHLETICA INC	4,496	1,759,959
		57060D108	MARKETAXESS HLDGS INC	937	385,360
		57636Q104	MASTERCARD INC CL A	8,390	3,014,695
		57667L107	MATCH GROUP INC	14,750	1,950,688
		594918104	MICROSOFT CORP	82,295	27,677,454
		60937P106	MONGODB INC CL A	3,901	2,064,994
		64110L106	NETFLIX INC	7,543	4,544,205
		654106103	NIKE INC CL B	9,982	1,663,700
		67066G104	NVIDIA CORP	13,400	3,941,074
		70450Y103	PAYPAL HLDGS INC	9,474	1,786,607
		70614W100	PELOTON INTERACTIVE INC CL A	16,181	578,633
		76954A103	RIVIAN AUTOMOTIVE INC	17,918	1,857,917
		778296103	ROSS STORES INC	33,391	3,815,923
		78409V104	S&P GLOBAL INC	3,574	1,686,678

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		79466L302	SALESFORCE INC	20,419	5,189,080
		808513105	SCHWAB CHARLES CORP	12,653	1,064,117
		81730H109	SENTINELONE INC	21,600	1,090,584
		81762P102	SERVICENOW INC	5,855	3,800,539
		83304A106	SNAP INC - A	72,789	3,423,267
		833445109	SNOWFLAKE INC CL A	709	240,174
		848637104	SPLUNK INC	11,898	1,376,837
		852234103	BLOCK INC CL A	3,800	613,738
		863667101	STRYKER CORP	17,176	4,605,143
		871607107	SYNOPSYS INC	7,007	2,582,080
		88160R101	TESLA INC	1,070	1,130,755
		90364P105	UIPATH INC A	20,511	884,639
		91324P102	UNITEDHEALTH GROUP INC	13,243	6,649,840
		92532F100	VERTEX PHARMACEUTICALS INC	7,875	1,729,350
		92826C839	VISA INC CL A	20,699	4,485,680
		934550203	WARNER MUSIC GRP CORP CL A	12,119	523,298
		98138H101	WORKDAY INC CL A	2,600	710,268
		98980L101	ZOOM VIDEO COMMUNICATIONS INC CL A	4,937	907,964
		B783TY6	APTIV PLC	8,059	1,329,332
		B908F01	ASML HLDG NV (NY REG SHS) NEW YORK REGISTERED SHAR	5,530	4,402,654
		BFZ1K46	SPOTIFY TECHNOLOGY SA	13,431	3,143,257
		BXDZ9Z0	SHOPIFY INC CL A	561	772,716
		09248U874	BLACKROCK LIQUID FEDERAL TRUST INSTL	—	—
		262006208	Dreyfus Government Cash Mgmt Instl	578,419	578,419
		76105Y109	T ROWE PRICE GOVERNMENT RESERVE INVESTMENT FUND	2,308,525	2,308,675
CAPITAL ONE T ROWE LC GR Total					248,945,612
U.S. Small / Mid Cap Equity Fund	733,431,582	64234933	BLACKROCK RUSS 2500 INDEX FD	597,309	27,925,949
		FGD189000	Capital One Jackson SMID	7,156,507	119,470,732
		FGD190000	Capital One River Rd SMID	6,429,722	116,455,127
		FGD192000	Capital One William SMID	11,658,187	196,288,898
		ICB482000	VICTORY CAPITAL SMID	27,258,607	273,294,797
U.S. Small / Mid Cap Equity Fund Total					733,435,502
CAPITAL ONE JACKSON SMID	119,571,040	CASH	(CASH)	(63,335)	(63,335)
		3654100	ABIOMED INC	8,990	3,228,938
		01675A109	ALLBIRDS INC A	65,401	986,247
		09073M104	BIO TECHNE CORP	12,278	6,351,901
		114340102	AZENTA INC	5,788	596,801
		22266L106	COUPA SOFTWARE INC	18,716	2,958,064
		25659T107	DOLBY LABORATORIES INC CL A	65,872	6,272,332
		30744W107	FARFETCH LTD CL A	118,949	3,976,465
		384109104	GRACO INC	45,145	3,639,590
		39874R101	GROCERY OUTLET HOLDING CORP	212,605	6,012,469
		52603A208	LENDINGCLUB CORP	147,274	3,561,085
		530307305	LIBERTY BROADBAND CORP C	35,968	5,794,445
		55087P104	LYFT INC	181,444	7,753,102

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		64157F103	NEVRO CORPORATION	48,503	3,932,138
		650111107	NEW YORK TIMES CO CL A	176,689	8,534,079
		68213N109	OMNICELL INC	15,111	2,726,629
		69404D108	PACIFIC BIOSCIENES OF CALI INC	290,143	5,936,326
		698813102	PAPA JOHNS INTL INC	21,098	2,815,950
		78781P105	SAILPOINT TECHNOLOGIES HOLDING INC	61,358	2,966,046
		860897107	STITCH FIX	139,119	2,632,131
		875372203	TANDEM DIABETES CARE INC	50,958	7,670,198
		90184D100	TWIST BIOSCIENCE CORP	35,553	2,751,447
		91688F104	UPWORK INC	124,052	4,237,616
		92719V100	VIMEO INC	154,482	2,774,497
		92918V109	VROOM INC	134,362	1,449,766
		98311A105	WYNDHAM HOTELS & RESORTS INC	52,824	4,735,672
		BFXCLC6	ELASTIC NV	44,036	5,420,391
		BFZCHN7	WIX.COM LTD	31,778	5,014,251
		262006208	Dreyfus Government Cash Mgmt Instl	5,074,067	5,074,067
CAPITAL ONE JACKSON SMID Total					119,739,307
CAPITAL ONE RIVER RD SMID	116,341,959	CASH	(CASH)	455,960	455,960
		4498101	ACI WORLDWIDE INC	75,640	2,624,708
		00751Y106	ADVANCE AUTO PARTS INC	17,493	4,213,714
		00922R105	AIR TRANSPORT SERVICES GROUP	167,373	4,917,419
		01626W101	ALIGHT INC CL A	182,052	1,967,982
		25676206	AMERICAN EQY INVT LIFE HLD CO	81,107	3,156,684
		401E112	ARGAN INC	42,480	1,643,551
		04247X102	ARMSTRONG WORLD INDUSTRIES INC	24,981	2,900,794
		47649108	ATKORE INC	18,225	2,026,438
		05351X101	AVAYA HOLDINGS CORP	143,080	2,832,984
		05550J101	BJS WHSL CLUB HLDGS INC	43,017	2,880,848
		12508E105	CDK GLOBAL INC	39,960	1,667,930
		126117100	C N A FINANCIAL CORP	28,209	1,243,453
		127190304	CACI INTERNATIONAL INC	7,682	2,068,071
		13765N107	CANNAE HOLDINGS INC	118,658	4,170,829
		15136A102	CENTENNIAL RESOURCE DEVELOPMENT INC CL A	126,149	754,371
		165167735	CHESAPEAKE ENERGY CORP	8,934	576,422
		194014106	ENOVIS CORP	16,362	752,161
		199908104	COMFORT SYSTEMS USA INC	30,155	2,983,536
		21871N101	CORECIVIC INC	177,305	1,767,731
		231561101	CURTISS WRIGHT CORPORATION	14,076	1,951,919
		23355L106	DXC TECHNOLOGY CO	47,650	1,533,854
		2339252	WHITE MOUNTAINS INS GROUP LTD	4,086	4,142,795
		26484T106	DUN & BRADSTREET HOLDINGS IN	145,403	2,979,307
		2677606	AXIS CAPITAL HOLDINGS LTD	30,432	1,670,717

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		28238P109	EHEALTH INC	6,895	175,823
		294268107	EPLUS INC	41,004	2,209,296
		302635206	FS KKR CAP CORP	27,614	595,358
		31620R303	FIDELITY NATIONAL FINL INC	50,582	2,639,369
		37247D106	GENWORTH FINANCIAL INC A	360,772	1,461,127
		38046W105	GOHEALTH INC	64,718	245,281
		384313508	GRAFTECH INTERNATIONAL LTD	168,784	1,996,715
		405024100	HAEMONETICS CORP MASS	15,879	842,222
		415864107	HARSCO CORP	63,921	1,068,120
		436106108	HOLLYFRONTIER CORP	46,178	1,513,715
		44109J106	HOSTESS BRANDS INC CL A	146,537	2,992,286
		446413106	HUNTINGTON INGALLS INDUSTRIES INC	9,558	1,784,861
		457030104	INGLES MARKETS INC- CL A	13,146	1,135,026
		501889208	LKQ CORP	92,096	5,528,523
		58502B106	MEDNAX INC	24,702	672,141
		60871R209	MOLSON COORS BEVERAGE CO B	39,653	1,837,917
		626755102	MURPHY USA INC	17,556	3,497,857
		62886E112	NCR CORP	85,567	3,439,793
		65158N102	NEWMARK GROUP INC CL A	40,929	765,372
		670837103	OGE ENERGY CORP	35,653	1,368,362
		67401P108	OAKTREE SPECIALTY LENDING CORP	117,460	876,252
		703395103	PATTERSON COMPANIES INC	36,281	1,064,847
		74051N102	PREMIER INC	97,119	3,998,389
		78454L100	SM ENERGY CO	26,769	789,150
		896215209	TRIMAS CORP	11,231	415,547
		904708104	UNIFIRST CORP	15,417	3,248,362
		91336L107	UNIVAR INC	34,553	979,578
		92552R406	VIAD CORP	10,632	454,943
		92840M102	VISTRA CORP	90,126	2,052,169
		981475106	WORLD FUEL SERVICES CORP	28,440	756,220
		BD9Q3P5	LIBERTY LATIN AMERICA LTD CL A	66,470	775,040
		BD9Q3Q6	LIBERTY LATIN AMERICA LTD CL C	115,590	1,317,726
		BSFWCF5	AXALTA COATING SYSTEMS LTD	73,091	2,420,774
		262006208	Dreyfus Government Cash Mgmt Instl	3,658,026	3,658,026
CAPITAL ONE RIVER RD SMID Total					116,460,362
CAPITAL ONE WILLIAM SMID	196,330,155	CASH	(CASH)	12,849	12,849
		3654100	ABIOMED INC	9,790	3,516,274
		00404A109	ACADIA HEALTHCARE CO INC	44,353	2,692,227
		11642105	ALARM.COM HOLDINGS INC	30,841	2,615,625
		23436108	AMEDISYS INC	10,012	1,620,743
		03990B101	ARES MANAGEMENT CORP CL A	35,673	2,899,145
		05338G106	AVALARA INC	19,632	2,534,688
		05464C101	AXON ENTERPRISE INC	21,769	3,417,733
		05605H100	BWX TECHNOLOGIES INC	73,273	3,508,311

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		09073M104	BIO TECHNE CORP	7,529	3,895,053
		09627Y109	BLUEPRINT MEDICINES CORP	20,140	2,157,195
		109194100	BRIGHT HORIZONS FAMILY SOLUTIONS INC	22,882	2,880,386
		109696104	BRINKS CO	51,253	3,360,659
		114340102	AZENTA INC	39,595	4,082,640
		12008R107	BUILDERS FIRSTSOURCE	77,489	6,641,582
		122017106	BURLINGTON STORES INC	11,800	3,439,818
		12685J105	CABLE ONE INC	1,310	2,310,120
		15118V207	CELSIUS HOLDINGS INC	19,960	1,488,417
		15687V109	CERTARA INC	51,927	1,475,765
		159864107	CHARLES RIVER LABS INTL INC	11,042	4,160,405
		16115Q308	CHART INDUSTRIES INC	8,055	1,284,692
		16359R103	CHEMED CORP	5,210	2,756,298
		2158684	CAMECO CORP	137,711	3,003,477
		2202729	RITCHIE BROS AUCTIONEERS	36,787	2,251,732
		228368106	CROWN HOLDINGS INC	40,570	4,487,853
		2419530	HELEN OF TROY LTD	6,078	1,485,889
		24790A101	DENBURY INC	35,874	2,747,590
		268150109	DYNATRACE INC	67,504	4,073,866
		29362U104	ENTEGRIS INC	19,102	2,647,155
		298736109	EURONET WORLDWIDE INC	30,176	3,596,074
		35138V102	FOX FACTORY HOLDING CORP	19,237	3,272,214
		40171V100	GUIDEWIRE SOFTWARE INC	21,492	2,439,987
		40637H109	HALOZYME THERAPEUTICS INC	58,631	2,357,553
		42226A107	HEALTH EQUITY INC	41,972	1,856,841
		422806208	HEICO CORP CL A	12,002	1,542,497
		457669307	INSMED INC	54,086	1,473,303
		457730109	INSPIRE MEDICAL SYSTEMS INC	10,012	2,303,361
		527064109	LESLIE'S INC	135,098	3,196,419
		53220K504	LIGAND PHARMACEUTICALS	14,095	2,177,114
		533900106	LINCOLN ELECTRIC HLDGS INC	11,704	1,638,911
		538034109	LIVE NATION ENTERTAINMENT INC	17,445	2,087,992
		55306N104	MKS INSTRUMENTS INC	8,070	1,405,552
		573284106	MARTIN MARIETTA MATERIALS INC	8,363	3,684,069
		589378108	MERCURY SYSTEMS INC	38,041	2,094,537
		589889104	MERIT MEDICAL SYSTEMS INC	30,501	1,900,212
		636518102	NATIONAL INSTRUMENT CORP	55,573	2,426,873
		63845R107	NATIONAL VISION HOLDINGS INC	50,417	2,419,512
		644393100	NEW FORTRESS ENERGY INC	47,851	1,155,123
		653656108	NICE LTD SPON ADR	12,873	3,908,243
		67000B104	NOVANTA INC	11,991	2,114,373
		690370101	OVERSTOCK.COM INC DEL	29,802	1,758,616
		69404D108	PACIFIC BIOSCIENCES OF CALI INC	61,718	1,262,750
		705573103	PEGASYS SYSTEMS INC	14,668	1,640,616
		70975L107	PENUMBRA INC	13,534	3,888,589

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		71377A103	PERFORMANCE FOOD GROUP CO	58,643	2,691,127
		74624M102	PURE STORAGE INC CL A	151,141	4,919,640
		76156B107	REVOLVE GROUP INC	42,253	2,367,858
		83417M104	SOLAREDGE TECHNOLOGIES INC	10,721	3,007,991
		85859N102	STEM INC	53,838	1,021,307
		88025U109	10X GENOMICS INC	13,688	2,038,964
		88331L108	BEAUTY HEALTH CO/ THE	58,178	1,405,580
		89531P105	TREX CO INC	38,172	5,154,365
		90184D100	TWIST BIOSCIENCE CORP	18,641	1,442,627
		922280102	VARONIS SYSTEMS INC	40,861	1,993,200
		92337F107	VERACYTE INC	45,856	1,889,267
		928254101	VIRTU FINANCIAL INC- CL A	114,503	3,301,121
		957638109	WESTERN ALLIANCE BANCORP	26,939	2,899,983
		977852102	WOLFSPEED INC	13,547	1,514,148
		98139A105	WORKIVA INC	17,279	2,254,737
		98311A105	WYNDHAM HOTELS & RESORTS INC	47,904	4,294,594
		98986T108	ZYNGA INC	337,612	2,160,717
		BJQ0C55	FIRSTSERVICE CORP	11,253	2,212,931
		BQPVQZ6	HORIZON THERAPEUTICS PLC	26,015	2,803,376
		BWFRFD7	KORNIT DIGITAL LTD	9,463	1,440,742
		262006208	Dreyfus Government Cash Mgmt Instl	4,733,968	4,733,968
CAPITAL ONE WILLIAM SMID Total					196,597,762
CAPITAL ONE VIC CAP SMID	273,283,688	CASH	(CASH)	(51)	(51)
		1084102	AGCO CORP	14,051	1,630,197
		11659109	ALASKA AIR GROUP INC	16,191	843,551
		13872106	ALCOA CORP	50,997	3,038,401
		18522300	ALLETE INC	34,164	2,266,781
		02208R106	ALTRA INDUSTRIAL MOTION CORP	28,387	1,466,189
		25932104	AMERICAN FINL GROUP INC OHIO	16,547	2,272,234
		03750L109	APARTMENT INCOME REIT CORP CL A	51,782	2,830,922
		03852U106	ARAMARK	63,265	2,331,315
		03966V107	ARCONIC CORP	40,584	1,339,678
		04316A108	ARTISAN PARTNERS ASSET MANAGEMENT INC A	41,868	1,994,592
		43436104	ASBURY AUTOMOTIVE GROUP INC	8,330	1,438,841
		04621X108	ASSURANT INC	13,552	2,112,215
		47649108	ATKORE INC	20,684	2,299,854
		04911A107	ATLANTIC UN BANKSHARES CORP	53,355	1,989,608
		77454106	BELDEN INC	37,517	2,467,868
		09257W100	BLACKSTONE MORTGAGE TR CL A	60,697	1,896,174
		94235108	BLOOMIN BRANDS INC	69,256	1,452,991
		117043109	BRUNSWICK CORP	21,825	2,198,432
		12008R107	BUILDERS FIRSTSOURCE	32,410	2,777,861
		125269100	CF INDUSTRIES HOLDINGS INC	38,658	2,736,213
		127097103	COTERRA ENERGY INC	121,395	2,306,505

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		127203107	CACTUS INC CL A	53,422	2,036,981
		12769G100	CAESARS ENTERTAINMENT INC	17,617	1,647,718
		142339100	CARLISLE COS INC	10,770	2,672,252
		171779309	CIENA CORP	33,957	2,613,670
		17243V102	CINEMARK HOLDINGS INC	93,708	1,510,573
		184496107	CLEAN HARBORS INC	18,330	1,828,784
		185899101	CLEVELAND-CLIFFS INC	127,100	2,766,967
		200340107	COMERICA INC	31,668	2,776,650
		206787103	CONDUENT INC	196,785	1,050,832
		20854L108	CONSOL ENERGY INC - W/I	63,336	1,438,361
		222070203	COTY INC CL A	228,631	2,400,626
		224399105	CRANE CO	18,901	1,922,799
		2353058	FLEX LTD	116,687	2,138,873
		25179M103	DEVON ENERGY CORP	63,479	2,796,250
		252784301	DIAMONDROCK HOSPITALITY CO	211,504	2,032,553
		25278X109	DIAMONDBACK ENERGY INC	24,536	2,646,208
		27579R104	EAST WEST BANCORP INC	30,598	2,407,451
		28035Q102	EDGEWELL PERSONAL CARE CO	29,584	1,355,954
		29084Q100	EMCOR GROUP INC	16,904	2,153,401
		29261A100	ENCOMPASS HEALTH CORP	32,453	2,126,970
		29355X107	ENPRO INDUSTRIES INC	15,192	1,672,183
		298736109	EURONET WORLDWIDE INC	18,544	2,209,888
		32054K103	FIRST INDUSTRIAL REALTY TRUST	36,447	2,422,632
		346375108	FORMFACTOR INC	36,715	1,678,610
		36467J108	GAMING AND LEISURE PROPRTI INC	48,358	2,364,706
		364760108	GAP INC	78,300	1,381,995
		387328107	GRANITE CONSTRUCTION INC	52,780	2,049,447
		393222104	GREEN PLAINS INC	70,897	2,464,380
		410120109	HANCOCK WHITNEY CORP	64,192	3,210,884
		410867105	HANOVER INSURANCE GROUP INC	12,054	1,579,797
		431284108	HIGHWOODS PROPERTIES INC	52,495	2,340,752
		443201108	HOWMET AEROSPACE INC	65,904	2,097,724
		444097109	HUDSON PACIFIC PROPERTIES INC	73,964	1,827,650
		45073V108	ITT INC	22,467	2,295,903
		45667G103	INFINERA CORP	152,920	1,466,503
		466313103	JABIL INC	27,175	1,911,761
		49714P108	KINSALE CAPITAL GROUP INC	7,132	1,696,631
		497266106	KIRBY CORP	25,106	1,491,799
		499049104	KNIGHT-SWIFT TRANSPORTATION HOLDINGS INC	34,949	2,129,792
		500643200	KORN FERRY	22,467	1,704,122
		50212V100	LPL FINL HLDGS INC	16,048	2,569,124
		521865204	LEAR CORP NEW	8,416	1,539,707
		534187109	LINCOLN NATIONAL CORP	21,000	1,433,460

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		535919500	LIONS GATE ENTERTAINMENT CORP B	103,777	1,597,128
		552848103	MGIC INVESTMENT CORP	120,396	1,736,110
		55303J106	MGP INGREDIENTS INC	16,717	1,420,778
		55306N104	MKS INSTRUMENTS INC	9,344	1,627,444
		554489104	VERIS RESIDENTIAL INC	88,800	1,632,144
		55616P104	MACYS INC	62,694	1,650,733
		556269108	STEVEN MADDEN LTD	43,722	2,031,761
		56418H100	MANPOWERGROUP INC	16,619	1,617,527
		58463J304	MEDICAL PTY TR INC	111,980	2,677,442
		59001K100	MERITOR INC	62,266	1,542,951
		600544100	MILLERKNOLL INC	40,869	1,609,319
		60871R209	MOLSON COORS BEVERAGE CO B	27,531	1,276,062
		61945C103	MOSAIC CO NEW	70,540	2,771,517
		62886E112	NCR CORP	44,561	1,791,352
		651229106	NEWELL BRANDS INC	73,536	1,606,026
		65336K103	NEXSTAR MEDIA GROUP INC A	14,693	2,218,349
		680665205	OLIN CORP	53,137	3,056,440
		682189105	ON SEMICONDUCTOR CORP	39,858	2,707,155
		68622V106	ORGANON & CO	72,680	2,213,106
		688239201	OSHKOSH CORP	15,834	1,784,650
		69327R101	PDC ENERGY INC	51,710	2,522,414
		695263103	PACWEST BANCORP	67,116	3,031,630
		712704105	PEOPLES UNITED FINANCIAL INC	113,121	2,015,816
		71377A103	PERFORMANCE FOOD GROUP CO	39,371	1,806,735
		74164M108	PRIMERICA INC	11,055	1,694,400
		745867101	PULTEGROUP INC	30,131	1,726,808
		74762E102	QUANTA SVCS INC	19,776	2,267,516
		751212101	RALPH LAUREN CORP	19,900	2,378,995
		758750103	REGAL REXNORD CORP	11,983	2,043,221
		759351604	REINSURANCE GROUP OF AMERICA	14,907	1,632,167
		783549108	RYDER SYSTEM INC	21,825	1,799,035
		78709Y105	SAIA INC	7,846	2,644,337
		81619Q105	SELECT MEDICAL HLDGS CORP	53,422	1,570,607
		82981J109	SITE CENTERS CORP	135,303	2,158,083
		830879102	SKYWEST INC	31,240	1,227,732
		840441109	SOUTHSTATE CORP	33,879	2,714,047
		848574109	SPIRIT AEROSYSTEM HLD INC CL A	43,151	1,859,808
		84857L101	SPIRE INC	37,731	2,486,662
		860630102	STIFEL FINANCIAL CORP	31,026	2,184,851
		862121100	STORE CAPITAL CORP	47,074	1,637,469
		86614U100	SUMMIT MATERIALS INC CL A	59,342	2,381,988
		87161C501	SYNOVUS FINANCIAL CORP.	60,983	2,939,381
		87901J105	TEGNA INC	74,592	1,390,858
		883203101	TEXTRON INC	30,812	2,379,303
		894164102	TRAVEL+LEISURE CO	37,231	2,057,757
		896522109	TRINITY INDUSTRIES INC	47,930	1,447,486
		902681105	UGI CORP NEW	46,718	2,160,941
		91336L107	UNIVAR INC	81,167	2,301,084
		92343X100	VERINT SYSTEMS INC	38,801	2,037,441

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		925652109	VICI PPTYS INC	93,721	2,855,679
		926400102	VICTORIA'S SECRET & CO	29,500	1,638,430
		92839U206	VISTEON CORP	14,836	1,648,873
		92840M102	VISTRA CORP	104,776	2,385,750
		929089100	VOYA FINANCIAL INC	31,668	2,099,905
		929740108	WESTINGHOUSE AIR BRAKE TECH CORP	19,115	1,760,683
		960413102	WESTLAKE CORP	21,397	2,078,291
		966387508	WHITING PETROLEUM CORP NEW	37,445	2,421,943
		97650W108	WINTRUST FINANCIAL CORP	26,319	2,390,292
		978097103	WOLVERINE WORLD WIDE INC	65,838	1,903,377
		98983L108	ZURN WATER SOLUTIONS CORP	33,023	1,202,037
		98986T108	ZYNGA INC	208,736	1,335,910
		B00V7H8	ASSURED GUARANTY LTD	27,603	1,385,671
		B28XP76	INVESCO LTD	91,224	2,099,976
		B4Q5ZN4	JAZZ PHARMA PLC	13,266	1,690,088
		B9CGTC3	NORWEGIAN CRUISE LINE HLDGS LTD	90,158	1,869,877
		BDVJJQ5	NVENT ELECTRIC PLC	52,138	1,981,244
		BGH1M56	PERRIGO CO PLC	50,569	1,967,134
		BJ1N1M9	CAPRI HOLDINGS LTD	27,959	1,814,819
		HHD822000	BNY COLLECTIVE US GOVT STIF 15 BPS	3,752,747	3,752,747
CAPITAL ONE VIC CAP SMID Total					270,902,987
International Equity Fund	479,611,023	02509D541	AMERN CENTY NON U S CONCENTRATED GROWTH TR CL M	4,842,749	86,522,006
		04281W762	ARROWSTR INTL EQ EAFE CIT CL M	897,008	150,228,620
		49N99X671	INVESTEC EM LLC	535,975	93,988,560
		80808J609	SCHRODER COLLECTIVE INVT TR CL M	8,377,872	123,573,610
		316146315	GLOBAL EX US INDEX	1,664,175	25,445,240
International Equity Fund Total					479,758,035

SIGNATURE

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

CAPITAL ONE FINANCIAL CORPORATION ASSOCIATE SAVINGS PLAN

Date: June 17, 2022

By: /s/ PAMELA VENTURA

Pamela Ventura

on behalf of the Benefits Committee, as Plan
Administrator