

SCHWAB CHARLES CORP  
Form 8-K  
December 15, 2005

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

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 9, 2005**

**The Charles Schwab Corporation**

(Exact name of registrant as specified in its charter)

**Commission File Number: 1-9700**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**94-3025021**  
(IRS Employer  
Identification No.)

**120 Kearny Street, San Francisco, CA 94108**  
(Address of principal executive offices, including zip code)

**(415) 627-7000**  
(Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Information to be included in the report

**Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing**

(d) On December 9, 2005, the Board of Directors of The Charles Schwab Corporation (the Company), an issuer that is dually listed on the New York Stock Exchange (NYSE) and Nasdaq Stock Market (Nasdaq), authorized the Company to withdraw the listing of its common stock from the NYSE. The Company notified the NYSE that its common stock will be listed solely on Nasdaq under the symbol SCHW beginning December 20, 2005. A copy of the press release is attached as Exhibit 99.1 to this report.

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**Signature(s)**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Charles Schwab Corporation

Date: December 15, 2005

By: /s/ Christopher V. Dodds

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Christopher V. Dodds  
Executive Vice President and Chief Financial Officer

**Exhibit Index**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>                                                                                                                                      |
|---------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| EX-99.1                   | Press Release dated December 15, 2005 ("The Charles Schwab Corporation to list solely on NASDAQ - Trading under new symbol "SCHW" to begin December 20, 2005") |