

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting: Order Granting the Application of The Charles Schwab Corporation to Withdraw its Common Stock, \$.01 par value, from Listing and Registration on the New York Stock Exchange, Inc. File No. 1-09700

January 20, 2006

On December 16, 2005, The Charles Schwab Corporation, a Delaware corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$.01 par value ("Security"), from listing and registration on the New York Stock Exchange, Inc. ("NYSE"). Notice of such application requesting comments was published in the Federal Register on December 29, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

On December 9, 2005, the Board of Directors ("Board") of the Issuer unanimously approved a resolution to withdraw the Security from listing and registration on NYSE and to continue to list the Security on the Nasdaq National Market ("Nasdaq"). The Issuer stated that it has determined that Nasdaq's electronic trading platform is the preferred marketplace for investors trading the Security.

The Issuer stated that it has complied with the requirements of NYSE's rules governing an issuer's voluntary withdrawal of a security from listing and registration by obtaining approval from the Board and by providing NYSE with a copy of the Board resolution prior to filing the

¹ 15 U.S.C. 78j(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 53000 (December 22, 2005), 70 FR 77203.

application. The Issuer's application relates solely to the withdrawal of the Security from listing on NYSE and from registration under Section 12(b) of the Act,⁴ and shall not affect its obligation to be registered under Section 12(g) of the Act.⁵

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on January 23, 2006.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁶

Nancy M. Morris
Secretary

⁴ 15 U.S.C. 781(b).

⁵ 15 U.S.C. 781(g).

⁶ 17 CFR 200.30-3(a)(1).