

Edgar Filing: E TRADE GROUP INC - Form 424B3

E TRADE GROUP INC
Form 424B3
September 28, 2001

Filed Pursuant to Rule 424(b) (3)
Registration No. 333-35802

Prospectus Supplement No. 12 dated September 28, 2001 to
Prospectus dated May 19, 2000, as supplemented on June 21,
2000, July 20, 2000, August 1, 2000, September 21, 2000,
January 12, 2001, February 1, 2001, April 20, 2001, May 31,
2001, August 9, 2001, September 13, 2001 and September 19,
2001.

E*TRADE Group, Inc.

\$650,000,000 6% Convertible Subordinated Notes due February 1, 2007
and
27,542,373 Shares of Common Stock Issuable upon Conversion of the Notes

The information contained in the table appearing under the heading "Selling
Securityholders" on pages 43-44 of the prospectus with respect to the Selling
Securityholders named below is hereby amended to add the following information:

Name of Selling Securityholder(1) -----	Principal Amount of Notes that May Be Sold -----	Percentage of Notes Outstanding -----	Shares of Common Stock that May Be Sold(2) -----
Pacific Life Insurance Company	\$500,000	*	21,187
Other holders of notes or future transferees of such holders(3)	\$0	*	0