

E TRADE FINANCIAL Corp  
Form 8-K  
August 15, 2016

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

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**FORM 8-K**

**CURRENT REPORT**

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

**Date of report: August 15, 2016**  
(Date of earliest event reported)

**E\*TRADE Financial Corporation**  
(Exact name of Registrant as Specified in its Charter)

|   |                                 |  |
|---|---------------------------------|--|
| <b>Delaware</b>   | <b>1-11921</b>                  | <b>94-2844166</b>                                  |
| <b>(State or other jurisdiction<br/>of incorporation or organization)</b> | <b>(Commission File Number)</b> | <b>(I.R.S. Employer<br/>Identification Number)</b> |
| <b>1271 Avenue of the Americas, 14th Floor, New York, New York 10020</b>  |                                 |  |
| <b>(Address of Principal Executive Offices and Zip Code)</b>              |                                 |  |
| <b>(646) 521-4300</b>   |                                 |  |
| <b>(Registrant's Telephone Number, including Area Code)</b>               |                                 |  |

**Not Applicable**  
(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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**Item 7.01 Regulation FD Disclosure**

On August 15, 2016 the Company filed a prospectus supplement relating to an offering of up to \$400 million of fixed-to-floating rate non-cumulative perpetual preferred stock, with a liquidation preference of \$1,000 per share. A copy of the Company's press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Investors should note that the Company announces material financial information in SEC filings, press releases and public conference calls. Based on guidance from the SEC, the Company may also use the Investor Relations section of its corporate website, [about.etrade.com](http://about.etrade.com), to communicate with investors about the Company. It is possible that the financial and other information posted there could be deemed to be material information. The information on the Company's corporate website is not part of this document.

The information appearing in this Item 7.01 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange act of 1934, or otherwise subject to the liabilities of that section.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Press release dated August 15, 2016

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SIGNATURES

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.

**E\*TRADE FINANCIAL  
CORPORATION**

Date: August 15, 2016 By: /s/ Karl A. Roessner

Name: Karl A. Roessner

Title: Corporate Secretary