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August 12, 2002

**VIA FACSIMILE ((202) 942-9651)**  
**AND FEDERAL EXPRESS**

Jonathan G. Katz  
Secretary  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: **E\*TRADE Group, Inc. CEO and CFO Statement Under Oath Pursuant to  
Commission Order No. 4-460**

Dear Mr. Katz:

Enclosed please find the Statements Under Oath of E\*TRADE Group, Inc.'s Chief Executive Officer, Christos M. Cotsakos, and Chief Financial Officer, Leonard C. Purkis, as required by Commission Order No. 4-460, Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934.

Sincerely,

  
Russel S. Elmer

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Enclosures

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Human Resources Officer  
  
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**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER  
REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE  
ACT FILINGS**

I, Christos M. Cotsakos, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of E\*TRADE Group, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

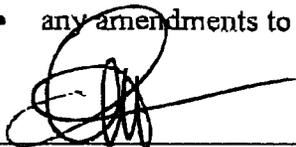
(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of E\*TRADE Group, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of E\*TRADE Group, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

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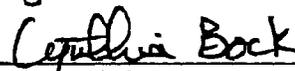
AUG 12 2002



Christos M. Cotsakos, Ph.D

Dated: August 12, 2002

Subscribed and sworn to  
before me this 12<sup>th</sup> day  
of August, 2002.



Notary Public

My Commission Expires: 1/20/2006

