

GRIFFIN KENNETH C

Form 4

November 02, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CITADEL ADVISORS LLC

2. Issuer Name and Ticker or Trading Symbol  
E TRADE FINANCIAL Corp  
[ETFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
10/27/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O CITADEL LLC, 131 S. DEARBORN STREET, 32ND FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

CHICAGO, IL 60603

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock					4,784	D	(1)
Common Stock					27,394,448	D	(2)
Common Stock	10/27/2011		P		\$ 11.32 25,954	D	(3)
Common Stock	10/27/2011		S		\$ 11.41 24,754	D	(3)
	10/28/2011		P		\$ 11.6 27,254	D	(3)

Common  
Stock

Common Stock	10/28/2011	S	2,500	D	\$ 11.63	24,754	D <sup>(3)</sup>
Common Stock	10/31/2011	P	4,500	A	\$ 10.85	29,254	D <sup>(3)</sup>
Common Stock	10/31/2011	S	4,500	D	\$ 10.88	24,754	D <sup>(3)</sup>
Common Stock	11/02/2011	P	5,200	A	\$ 10.22	29,954	D <sup>(3)</sup>
Common Stock	11/02/2011	S	5,200	D	\$ 10.33	24,754	D <sup>(3)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CITADEL ADVISORS LLC C/O CITADEL LLC 131 S. DEARBORN STREET, 32ND FLOOR CHICAGO, IL 60603	X			
	X			

CITADEL HOLDINGS I LP C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 DEARBORN ST., 32ND FLOOR CHICAGO, IL 60603	
CITADEL HOLDINGS II LP C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 DEARBORN ST., 32ND FLOOR CHICAGO, IL 60603	X
CITADEL SECURITIES LLC C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 SOUTH DEARBORN STREET CHICAGO, IL 60603	X
CITADEL DERIVATIVES TRADING LTD C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 S DEARBORN STREET 32ND FLOOR CHICAGO, IL 60603	X
CITADEL INVESTMENT GROUP II, L.L.C. C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 S DEARBORN STREET 32ND FLOOR CHICAGO, IL 60603	X
CITADEL EQUITY FUND LTD C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 S DEARBORN STREET 32ND FLOOR CHICAGO, IL 60603	X
GRIFFIN KENNETH C C/O CITADEL INVESTMENT GROUP II, L.L.C. 131 S DEARBORN STREET 32ND FLOOR CHICAGO, IL 60603	X

## Signatures

/s/ John C. Nagel, Authorized Signatory 11/02/2011

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This security is owned by Citadel Derivatives Trading Ltd.
- (2) This security is owned by Citadel Equity Fund Ltd.
- (3) This security is owned by Citadel Securities LLC. The trades reported in this Form 4 were executed inadvertently. The Reporting Persons notified the issuer that they intend to reimburse the issuer for any short swing profits with respect to the trades reported herein.

### Remarks:

Each of the Reporting Persons expressly disclaims beneficial ownership of the securities described herein except to the extent  
 Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

## Edgar Filing: GRIFFIN KENNETH C - Form 4

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