Global Structured Products



November 2005 **Closing Information** E*TRADE ABS CDO IV

THE OFFERING:

\$299.9 million Collateralized Debt Obligation ("CDO") Notes and Preference Shares issued by E*TRADE ABS CDO IV, Ltd.

E TRADE

INVESTMENT ADVISOR:

E*TRADE Global Asset Management, Inc. ("ETGAM")

| | CLASS A1A NOTES ⁽¹⁾ | CLASS A1B1 NOTES (1) | CLASS A1B2 NOTES (1) | CLASS A2 NOTES (1) | CLASS B NOTES (1) | CLASS C NOTES ⁽¹⁾ | CLASS D NOTES ⁽¹⁾ | PREFERENCE SHARES (1) |
|-----------------------------|-----------------------------------|-------------------------|-------------------------|-----------------------|----------------------|---------------------------------|---------------------------------|--------------------------|
| Principal | \$7,000,000 | \$152,800,000 | \$38,200,000 | \$21,000,000 | \$52,000,000 | \$17,000,000 | \$5,000,000 | \$6,900,000 |
| Percentage | 2.3% | 51.0% | 12.7% | 7.0% | 17.3% | 5.7% | 1.7% | 2.3% |
| Coupon Type | Floating | Floating | Floating | Floating | Floating | Floating | Floating | Floating |
| Expected Rating | Aaa/AAA/AAA | Aaa/AAA/AAA | Aaa/AAA/AAA | Aaa/AAA/AAA | Aa2/AA/AA | Baa2/BBB/BBB | Ba1/BB+/BB+ | NR |
| Rating Agency | Moody's/S&P/Fitch | Moody's/S&P/Fitch | Moody's/S&P/Fitch | Moody's/S&P/Fitch | Moody's/S&P/Fitch | Moody's/S&P/Fitch | Moody's/S&P/Fitch | NR |
| Average Life ⁽²⁾ | 5.4 yrs. | 5.4 yrs. | 5.4 yrs. | 5.9 yrs. | 5.9 yrs. | 5.9 yrs. | 5.9 yrs. | NA |
| Stated Maturity | 2042 | 2042 | 2042 | 2042 | 2042 | 2042 | 2042 | 2042 |
| Denomination ⁽³⁾ | \$250,000minimum | \$250,000minimum | \$250,000minimum | \$250,000minimum | \$250,000minimum | \$250,000minimum | \$250,000minimum | \$250,000minimum |
| | \$1,000 increments | \$1,000 increments | \$1,000 increments | \$1,000 increments | \$1,000 increments | \$1,000 increments | \$1,000 increments | \$1,000 increments |

Payments on the Notes and Preferred Shares will be made quarterly.

Based on a 8 year auction call.

With some exceptions (yet to be determined)

STRUCTURE

E*TRADE ABS CDO IV, Ltd. Issuer:

Investment Advisor: E*TRADE Global Asset Management, Inc.

Anticipated Closing Date: December 1, 2005

Ramp Up Period At least 75% of the portfolio will be purchased or identified by closing; 120 day ramp up period

Coupon Payment Dates: Quarterly, beginning in March 5, 2006

Ramp-Up Period: 120 days Non-Call Period: 3 years

Mandatory Auction Call: 8 years - Equity IRR for successful auction call: 9% in year 8; 8% in year 9; 6% in

year 10; 6% in year 11; and 4% in year 12 and on

Substitution Period: 2 years: manager may substitute up to 15% of the collateral to improve portfolio.

Principal amortization will be used to pay down the Notes on a prorata basis until 50% of the **Deleveraging Structure:**

collateral has amortized.

COVERAGE TESTS(1)

| | O/C Tests | Initial O/C | I/C Tests | Initial I/C |
|-------------------------------|-----------|-------------|-----------|-------------|
| Class A/B | 106.7% | 110.7% | 113.3% | 131.1% |
| Class C | 102.3% | 104.2% | 102.0% | 119.3% |
| Class D Interest Diversion | 101.4% | 102.4% | | |

Assumes an Expected spread of 1.77%

FEES AND EXPENSES (1)

Senior Management Fee 25.0 bps per annum Subordinated Management Fee: 20.0 bps per annum Trustee Fees: 2.5 bps per annum Administrative Expenses: 6.0 bps per annum

(1) Includes certain up-front closing fees associated with this transaction, including Merrill Lynch structuring and placement fees, legal, agency, and other fees

COLLATERAL CHARACTERISTICS

| • | Minimum Weighted Average Coupon | 5.45% | • | Minimum Weighted Average Spread ⁽⁵⁾ | 1.74% |
|---|--|-------|---|--|--------|
| • | Maximum WARF ^{(2) (3)} | 450 | • | Maximum Single Issuer Concentration | 1.75% |
| • | Maximum Moody's Correlation Level ⁽³⁾ | 17% | • | Maximum Fixed Collateral | 25.0% |
| • | Maximum Single Servicer Concentration (4) | 7.50% | • | Minimum Public Rating at Initial Purchase | Ba2/BB |
| • | Maximum below Baa3 | 0.75% | • | Maximun PIKable CDOs and Below | 400/ |
| | Maximum CDOs | 10.0% | | Investment Grade Bucket | 10% |

- For purposes of calculating the Moody's rating factor, any Collateral Obligation that has been placed and remains on positive/negative credit watch will be deemed to have a Moody's rating of the next higher/lower rating subcategory respectively.

 Weighted Average Rating Factor and portfolio Correlation limits will be based on a WARF Correlation Matrix.

 With some exceptions (See E*Trade ABS CDO IV Offering Circular).

| Global Structured Products | CDO Marketing/Global Structure | ABS Trading and Syndicate | | |
|--------------------------------------|-------------------------------------|-----------------------------------|------------------------------|--|
| | Institution Clients | Global Private Clients | | |
| Christopher Ricciardi (212) 449-9638 | US: Doug Mallach (212) 449-6190 | Cliff Lanier (212) 449-5383 | Andy Phelps (212) 449-3600 | |
| Lars Norell (212) 449-9822 | Canada: Barry Dennis (212) 449-0394 | Marie Walsh (212) 449-5383 | Matt Sawatsky (212) 449-3600 | |
| Cecilia Pan (212) 449-0867 | Europe: Bill Berry 44-20-7995-4678 | Jason Lamin (212) 449-5383 | | |
| Julie Cutler (212) 449-0196 | Asia: Taro Masuyama 81-3-3213-7473 | Marco Pavoncelli +44-207-996-3743 | | |
| Prabu Soundararajan (212) 449-5937 | | Institutional Advisory Division | | |
| Josh Laurito (212) 449-9316 | | Mike Foggia (212) 449-6190 | | |

This term sheet may only be distributed along with the Confidential Discussion Materials to pre-qualified Merrill Lynch clients who are Qualified Purchasers within the meaning of Investment Company Act of 1940.

Merrill Lynch

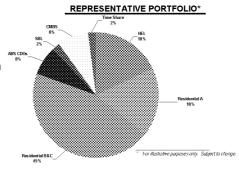
Global Structured Products

Why Invest in Structured Finance Securities?

Structured Finance Securities (including ABS, RMBS and CMBS) have historically exhibited lower default rates and better rating stability than comparably rated corporate bonds. Consequently, CDOs consisting of Structured Finance Securities have outperformed other CDO types.

According to a recent Moody's study, the long-term historical average

- (1983–2004) of unchanged ratings of Structured Finance Securities and CDOs was 92.3%, which compares favorably to the 77.6% average of unchanged ratings of corporate bonds for the same period. (4)
- Historical default rates for Baa-Rated Structured Finance Securities have been less than .2%. $^{(5)}$
- Moody's estimates that the recovery rate for Baa-Rated RMBS/HEL Securities is 65%, which is more than 1.5 times the historical recovery rates of Baa-rated corporate bonds. $^{(5)}$ $^{(6)}$
 - Moody's Investors Service, "Structured Finance Rating Transitions: 1983-2004", February 2005. Moody's Investors Service, "Default & Loss Rates of Structured Finance Securities: 1993-2004", July 2005. Moody's Investors Service, "Default & Recovery Rates of Corporate Bond", January 2005.



About E*TRADE Global Asset Management, Inc.(1)

- Incorporated in 1996 and headquartered in New York, E*TRADE Financial (NYSE: ET) is a diversified financial services holding company with two main businesses:
 - $\Diamond~~1)~E^{\star}TRADE$ Securities LLC a leading online brokerage company;
 - \$\delta\$ 2) ETB Holdings, Inc.- incorporates E*TRADE Bank, the 9th largest Federally-Chartered savings bank in the U.S., and E*TRADE Global Asset Management ("ETGAM"), an exclusive asset manager for E*TRADE Bank with \$28 billion assets under management.

 E*TRADE Financial offers value to its customers by using technology to provide brokerage, banking and lending products primarily

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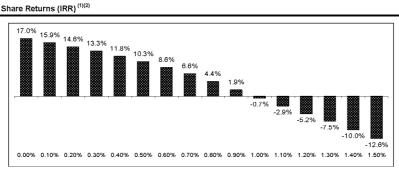
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 **TRADE Financial Offers value to its customers by using technology to provide brokerage, but the products primarily by the products primarily by the primarily
- through electronic delivery channels.
- Provider of financial services to retail, corporate and institutional customers.
 - \[
 \leftarrow \text{EETAIL: Provide integrated and personalized suite of investing, banking, lending, planning and advice services primarily through online channels, under "E*TRADE Financial" brand.
 \]
 - $\lozenge \ \ \, \underline{\text{INSTITUTIONAL}} \text{.} \text{ Broad range of brokerage products and services, including cross-border trading and third party independent} \\$
 - ♦ <u>CORPORATE</u>: Employee stock plan administration, as well as market-making and clearing services to brokerage firms. (1) Source E*TRADE Global Asset Management, Inc. Information as of June 30, 2005.

Preference Share Returns (IRR) (1)(2)



Annual Defaults

| BREAKEVEN DEFAULT RATES (1)(2) | Based on a B | reak in Yield | Based on 0% Yield | | |
|--|---------------------|------------------------------|---------------------|------------------------------|--|
| Class Description (Moody's/S&P/Fitch) | Annual Default Rate | Cumulative Gross Defaults | Annual Default Rate | Cumulative Gross Defaults | |
| Class A1 First Priority Senior Floating Rate Notes Aaa/AAA/AAA | 25.2% | 72.6% | 42.5% | 86.7% | |
| Class A2 Second Priority Senior Floating Rate Notes Aaa/AAA/AAA | 17.4% | 60.2% | 21.1% | 66.7% | |
| Class B Third Priority Senior Floating Rate Notes Aa2/AA/AA | 6.5% | 30.0% | 10.9% | 44.8% | |
| Class C Forth Priority Mezzanine Floating Rate Notes Baa2/BBB/BBB | 2.9% | 15.1% | 4.2% | 20.9% | |
| Class D Fifth Priority Mezzanine Floating Rate Notes Ba1/BB+/BB+ | 2.1% | 11.1% | 2.5% | 12.9% | |

- Assumes an Expected spread of 1.77%. Assumes no default lag, 60% immediate recoveries and forward LIBOR.
 All information shown in these materials is for illustrative purposes only. The actual structure of the final transaction, including the composition of the collateral to be acquired, will be determined at or around the time of pricing of the Notes based upon market conditions and other factors applicable at that time. Consequently the actual structure of the final transaction including the composition of the collateral may vary from those illustrated and the variation may be material. See Important Notice below.

Important Notice:

BINS SUMMARY OF THE CONFIDENTIAL DISCUSSION MATERIAL—CPTRAGE WAS COOL TO. THE "MATERIAL" AND SHOULD BE READ IN COMMENT ON THE REPORT OF THE MATERIAL AND SHOULD BE READ IN COMMENT OF THE REPORT OF THE MATERIAL AND SHOULD BE READ IN COMMENT OF THE REPORT OF THE MATERIAL AND SHOULD BE READ IN COMMENT OF THE REPORT OF THE MATERIAL AND SHOULD BE READ IN COMMENT OF THE REPORT OF THE MATERIAL AND SHOULD BE READ IN COMMENT OF THE REPORT OF THE MATERIAL AND SHOULD BE READ IN COMMENT OF