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GENERAL ELECTRIC CO
Form 13F-HR
April 29, 2011

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2011

Check here if Amendment []; Amendment Number:

This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

General Electric Company
3135 Easton Turnpike
Fairfield, CT 06828

13F File Number: 028-01502

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert R. DeGennaro
Title: Assistant Controller
Phone: (203) 373-2535

Signature, Place, and Date of Signing:

Robert R. DeGennaro	Fairfield, CT	06828	April 29, 2011
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(Signature)	(City, State)	(Zip)	(Date)

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 411

Form 13F Information Table Value Total: \$26,359,167
(thousands)

List of Other Included Managers:

No. Form 13F File Number Name

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001 028-05827 GE Asset Management

FROM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION
TELVENT GIT SA	SHS	E90215109	8828	303279	SH	DEFINED
ALTERRA CAPITAL HOLDINGS LIM	COM	G0229R108	21018	944225	SH	DEFINED
COOPER INDUSTRIES PLC	SHS	G24140108	121093	1865845	SH	DEFINED
CREDICORP LTD	COM	G2519Y108	651	6203	SH	DEFINED
COVIDIEN PLC	SHS	G2554F105	463115	8968144	SH	DEFINED
GENPACT LIMITED	SHS	G3922B107	288838	19947364	SH	SOLE
HOLLYSYS AUTOMATION TECHNOLO	SHS	G45667105	17754	1334851	SH	DEFINED
INVESCO LTD	SHS	G491BT108	179492	7022391	SH	DEFINED
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	23955	1540497	SH	DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	5469	180009	SH	DEFINED
PARTNERRE LTD	COM	G6852T105	43543	549509	SH	DEFINED
UTI WORLDWIDE INC	ORD	G87210103	9190	455632	SH	DEFINED
ACE LTD	SHS	H0023R105	89623	1385204	SH	DEFINED
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	24326	1076359	SH	DEFINED
FOSTER WHEELER AG	COM	H27178104	1799	47818	SH	DEFINED
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	20838	456772	SH	DEFINED
TYCO INTERNATIONAL LTD	SHS	H89128104	1481	33076	SH	DEFINED
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	39261	408243	SH	DEFINED
NIELSEN HOLDINGS N V	COM	N63218106	44691	1636432	SH	DEFINED
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	15161	367439	SH	DEFINED
AFLAC INC	COM	001055102	1516	28730	SH	DEFINED
AMN HEALTHCARE SERVICES INC	COM	001744101	791	91287	SH	SOLE
ABBOTT LABS	COM	002824100	6924	141154	SH	DEFINED
AFFILIATED MANAGERS GROUP	COM	008252108	37521	343065	SH	DEFINED
AIR PRODS & CHEMS INC	COM	009158106	1363	15116	SH	DEFINED
ALBERTO CULVER CO NEW	COM	013078100	3444	92403	SH	DEFINED
ALEXION PHARMACEUTICALS INC	COM	015351109	33388	338343	SH	DEFINED
ALLEGHANY CORP DEL	COM	017175100	10803	32640	SH	DEFINED
ALLIANCE HEALTHCARE SRVCS IN	COM NEW	018606202	4951	1120160	SH	SOLE
ALLIANT TECHSYSTEMS INC	COM	018804104	26492	374875	SH	DEFINED

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ALLSTATE CORP	COM	020002101	747	23510	SH	DEFINED
ALTERA CORP	COM	021441100	743	16873	SH	DEFINED
AMAZON COM INC	COM	023135106	114412	635161	SH	DEFINED
AMERICAN APPAREL INC	COM	023850100	746	774326	SH	DEFINED
AMERICAN ELEC PWR INC	COM	025537101	8414	239447	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	52166	1154111	SH	DEFINED
AMERICAN TOWER CORP	CL A	029912201	273244	5272941	SH	DEFINED
AMERICAN WTR WKS CO INC NEW	COM	030420103	2637	94003	SH	DEFINED
AMGEN INC	COM	031162100	395530	7400004	SH	DEFINED
ANCESTRY COM INC	COM	032803108	6374	179804	SH	DEFINED
AON CORP	COM	037389103	1625	30685	SH	DEFINED
APACHE CORP	COM	037411105	208884	1595509	SH	DEFINED
APPLE INC	COM	037833100	595289	1708108	SH	DEFINED
APPLIED MATLS INC	COM	038222105	14518	929444	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	111327	3091553	SH	DEFINED
AUTOMATIC DATA PROCESSING IN	COM	053015103	14833	289091	SH	DEFINED
AVALONBAY CMNTYS INC	COM	053484101	683	5684	SH	DEFINED
AVEO PHARMACEUTICALS INC	COM	053588109	2247	168664	SH	SOLE
AVON PRODS INC	COM	054303102	9075	335602	SH	DEFINED
BAIDU INC	SPON ADR REP A	056752108	642597	4662921	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	231310	17352560	SH	DEFINED
BANK OF NEW YORK MELLON CORP	COM	064058100	82817	2772566	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	32191	620135	SH	DEFINED
BAXTER INTL INC	COM	071813109	2307	42900	SH	DEFINED
BED BATH & BEYOND INC	COM	075896100	175337	3632418	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	8773	104900	SH	DEFINED
BLACKBOARD INC	COM	091935502	14357	396154	SH	DEFINED
BOEING CO	COM	097023105	3149	42599	SH	DEFINED
BOSTON PROPERTIES INC	COM	101121101	957	10089	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	108147	4091818	SH	DEFINED
CSX CORP	COM	126408103	13454	171171	SH	DEFINED
CVS CAREMARK CORPORATION	COM	126650100	31926	930241	SH	DEFINED
CALPINE CORP	COM NEW	131347304	29312	1846983	SH	DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	108062	2817046	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	5816	52235	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	226096	2103413	SH	DEFINED
CHUBB CORP	COM	171232101	1399	22812	SH	DEFINED
CITIGROUP INC	COM	172967101	86430	19554253	SH	DEFINED
CITRIX SYS INC	COM	177376100	27178	369965	SH	DEFINED
CLOROX CO DEL	COM	189054109	105474	1505268	SH	DEFINED
COACH INC	COM	189754104	27122	521170	SH	DEFINED
COCA COLA CO	COM	191216100	9890	149080	SH	DEFINED
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	1553	19082	SH	DEFINED
CONAGRA FOODS INC	COM	205887102	30393	1279718	SH	DEFINED
CONCORD MED SVCS HLDGS LTD	SPONSORED ADR	206277105	3388	599591	SH	DEFINED
CONSTELLATION ENERGY GROUP I	COM	210371100	418	13417	SH	DEFINED
CORNING INC	COM	219350105	39927	1935364	SH	DEFINED
COVANCE INC	COM	222816100	19876	363230	SH	DEFINED
CREE INC	COM	225447101	12690	274908	SH	DEFINED
CUMMINS INC	COM	231021106	70726	645193	SH	DEFINED
CUMULUS MEDIA INC	CL A	231082108	1155	266109	SH	SOLE
CYTEC INDS INC	COM	232820100	13090	240760	SH	DEFINED
DANAHER CORP DEL	COM	235851102	2748	52942	SH	DEFINED
DARDEN RESTAURANTS INC	COM	237194105	603	12264	SH	DEFINED
DEERE & CO	COM	244199105	74248	766310	SH	DEFINED
DENBURY RES INC	COM NEW	247916208	3692	151294	SH	DEFINED
DENTSPLY INTL INC NEW	COM	249030107	2219	60000	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	84017	1949804	SH	DEFINED
DISCOVER FINL SVCS	COM	254709108	1343	55687	SH	DEFINED
DOLLAR GEN CORP NEW	COM	256677105	3437	109636	SH	DEFINED
DOVER CORP	COM	260003108	133210	2026313	SH	DEFINED
DOW CHEM CO	COM	260543103	3754	99454	SH	DEFINED

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DRESSER-RAND GROUP INC	COM	261608103	24828	463035	SH	DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	3987	72524	SH	DEFINED
E M C CORP MASS	COM	268648102	2085	78492	SH	DEFINED
EATON CORP	COM	278058102	21711	391608	SH	DEFINED
EBAY INC	COM	278642103	107845	3474401	SH	DEFINED
ECOLAB INC	COM	278865100	43403	850701	SH	DEFINED
EDISON INTL	COM	281020107	522	14254	SH	DEFINED
EMCORE CORP	COM	290846104	591	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	12240	209483	SH	DEFINED
EXPRESS SCRIPTS INC	COM	302182100	359602	6466494	SH	DEFINED
FTI CONSULTING INC	COM	302941109	5318	138752	SH	DEFINED
F5 NETWORKS INC	COM	315616102	773	7533	SH	DEFINED
FIRST SOLAR INC	COM	336433107	487	3026	SH	DEFINED
FIRSTENERGY CORP	COM	337932107	1269	34216	SH	DEFINED
FORD MTR CO DEL	COM PAR \$0.01	345370860	2129	142800	SH	DEFINED
FRANKLIN RES INC	COM	354613101	4091	32710	SH	DEFINED
GENERAL DYNAMICS CORP	COM	369550108	45046	588380	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	1893576	94442679	SH	DEFINED
GENUINE PARTS CO	COM	372460105	3720	69343	SH	DEFINED
GENZYME CORP	COM	372917104	2856	37509	SH	DEFINED
GILEAD SCIENCES INC	COM	375558103	347923	8192217	SH	DEFINED
HCC INS HLDGS INC	COM	404132102	37208	1188377	SH	DEFINED
HALLIBURTON CO	COM	406216101	134527	2699178	SH	DEFINED
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	3310	222598	SH	DEFINED
HARSCO CORP	COM	415864107	46442	1315997	SH	DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	63426	2355223	SH	DEFINED
HEWLETT PACKARD CO	COM	428236103	47312	1154790	SH	DEFINED
HEXCEL CORP NEW	COM	428291108	44433	2256624	SH	DEFINED
HOME DEPOT INC	COM	437076102	10061	271473	SH	DEFINED
HONEYWELL INTL INC	COM	438516106	295247	4944678	SH	DEFINED
HOSPIRA INC	COM	441060100	116537	2111186	SH	DEFINED
HUMAN GENOME SCIENCES INC	COM	444903108	19997	728495	SH	DEFINED
IHS INC	CL A	451734107	33718	379917	SH	DEFINED
ILLUMINA INC	COM	452327109	41441	591422	SH	DEFINED
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	18750	261500	SH	DEFINED
ING GROEP N V	SPONSORED ADR	456837103	2737	215342	SH	DEFINED
INTEL CORP	COM	458140100	152507	7557315	SH	DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	271673	1665988	SH	DEFINED
INTERNATIONAL GAME TECHNOLOG	COM	459902102	465	28625	SH	DEFINED
INTUIT	COM	461202103	51748	974363	SH	DEFINED
ISHARES INC	MSCI EMU INDEX	464286608	3681	95009	SH	DEFINED
ISHARES TR	MSCI EMERG MKT	464287234	61538	1264385	SH	DEFINED
ISHARES TR	MSCI EAFE INDEX	464287465	8044	133891	SH	DEFINED
ISIS PHARMACEUTICALS INC	COM	464330109	2066	228577	SH	DEFINED
ITC HLDGS CORP	COM	465685105	75812	1084575	SH	DEFINED
JAZZ PHARMACEUTICALS INC	COM	472147107	2562	80455	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	130914	2209515	SH	DEFINED
KLA-TENCOR CORP	COM	482480100	28512	602538	SH	DEFINED
KELLOGG CO	COM	487836108	6461	119697	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	5524	84634	SH	DEFINED
KIRBY CORP	COM	497266106	5923	103387	SH	DEFINED
KOHL'S CORP	COM	500255104	2764	52112	SH	DEFINED
LIBERTY GLOBAL INC	COM SER C	530555309	230495	5763818	SH	DEFINED
LINCARE HLDGS INC	COM	532791100	60775	2049070	SH	DEFINED
LOEWS CORP	COM	540424108	735	17047	SH	DEFINED
LORILLARD INC	COM	544147101	937	9866	SH	DEFINED
LOWES COS INC	COM	548661107	298824	11306232	SH	DEFINED
M D C HLDGS INC	COM	552676108	38090	1502557	SH	DEFINED
MSC INDL DIRECT INC	CL A	553530106	22904	334518	SH	DEFINED
MARATHON OIL CORP	COM	565849106	42449	796260	SH	DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	6153	172932	SH	DEFINED
MASIMO CORP	COM	574795100	34811	1051682	SH	DEFINED

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MCCORMICK & CO INC	COM NON VTG	579780206	18704	391052	SH	DEFINED
MCDERMOTT INTL INC	COM	580037109	15726	619376	SH	DEFINED
MCDONALDS CORP	COM	580135101	15338	201573	SH	DEFINED
MEAD JOHNSON NUTRITION CO	COM	582839106	16699	288255	SH	DEFINED
MECHEL OAO	SPONSORED ADR	583840103	58849	1911287	SH	DEFINED
MECHEL OAO	SPON ADR PFD	583840509	9364	858279	SH	DEFINED
MEDASSETS INC	COM	584045108	12360	811003	SH	DEFINED
MEDASSETS INC	COM	584045108	2178	142887	SH	SOLE
MEDTRONIC INC	COM	585055106	2458	62463	SH	DEFINED
METTLER TOLEDO INTERNATIONAL	COM	592688105	27031	157157	SH	DEFINED
MICROSOFT CORP	COM	594918104	576229	22695101	SH	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	29089	765287	SH	DEFINED
MICRON TECHNOLOGY INC	COM	595112103	772	67329	SH	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	159096	7493920	SH	DEFINED
MOLEX INC	CL A	608554200	16552	800000	SH	DEFINED
MONSTER WORLDWIDE INC	COM	611742107	3916	246307	SH	DEFINED
MORGAN STANLEY	COM NEW	617446448	44802	1639907	SH	DEFINED
MOTOROLA SOLUTIONS INC	COM NEW	620076307	269	6024	SH	DEFINED
MOTOROLA MOBILITY HLDGS INC	COM	620097105	454	18597	SH	DEFINED
NRG ENERGY INC	COM NEW	629377508	574	26669	SH	DEFINED
NATIONAL CINEMEDIA INC	COM	635309107	4235	226860	SH	DEFINED
NATIONAL OILWELL VARCO INC	COM	637071101	60228	759778	SH	DEFINED
NEWMONT MINING CORP	COM	651639106	614	11253	SH	DEFINED
NIKE INC	CL B	654106103	3055	40352	SH	DEFINED
NORTHEAST UTILS	COM	664397106	56325	1627889	SH	DEFINED
NUVASIVE INC	COM	670704105	2203	87021	SH	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	99950	956553	SH	DEFINED
OMNICARE INC	COM	681904108	74643	2488938	SH	DEFINED
OMNICOM GROUP INC	COM	681919106	264366	5388625	SH	DEFINED
ORION ENERGY SYSTEMS INC	COM	686275108	6339	1570990	SH	SOLE
PICO HLDGS INC	COM NEW	693366205	6825	227046	SH	DEFINED
POSCO	SPONSORED ADR	693483109	680	5953	SH	DEFINED
PAYCHEX INC	COM	704326107	112503	3584622	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	158365	2200735	SH	DEFINED
PENN NATL GAMING INC	COM	707569109	21337	575743	SH	DEFINED
PEOPLES UNITED FINANCIAL INC	COM	712704105	24935	1982125	SH	DEFINED
PEPSICO INC	COM	713448108	510351	7923469	SH	DEFINED
PERKINELMER INC	COM	714046109	27213	1035912	SH	DEFINED
PETROHAWK ENERGY CORP	COM	716495106	30915	1259794	SH	DEFINED
PFIZER INC	COM	717081103	130438	6422337	SH	DEFINED
PHILIP MORRIS INTL INC	COM	718172109	15113	230269	SH	DEFINED
PIONEER NAT RES CO	COM	723787107	21656	212482	SH	DEFINED
PLUM CREEK TIMBER CO INC	COM	729251108	446	10228	SH	DEFINED
PRECISION CASTPARTS CORP	COM	740189105	13857	94147	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	217859	3536666	SH	DEFINED
PROLOGIS	SH BEN INT	743410102	494	30906	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	164073	2664389	SH	DEFINED
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1480	46974	SH	DEFINED
QUALCOMM INC	COM	747525103	617948	11270255	SH	DEFINED
RADNET INC	COM	750491102	729	208333	SH	SOLE
RAYONIER INC	COM	754907103	2072	33253	SH	DEFINED
RESEARCH IN MOTION LTD	COM	760975102	1303	23045	SH	DEFINED
RESMED INC	COM	761152107	51070	1702317	SH	DEFINED
ROCKWELL COLLINS INC	COM	774341101	128223	1977841	SH	DEFINED
ROVI CORP	COM	779376102	41389	771472	SH	DEFINED
ROWAN COS INC	COM	779382100	3487	78938	SH	DEFINED
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	391	14070	SH	DEFINED
ST JUDE MED INC	COM	790849103	4561	88982	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	714270	7658911	SH	DEFINED
SEMPRA ENERGY	COM	816851109	1283	23982	SH	DEFINED
SIEMENS A G	SPONSORED ADR	826197501	20275	147623	SH	DEFINED
SIMON PTY GROUP INC NEW	COM	828806109	2010	18757	SH	DEFINED

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SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	71937	1301794	SH	DEFINED
SOUTHERN CO	COM	842587107	9114	239138	SH	DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	52934	1231878	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	28388	1044437	SH	DEFINED
STAPLES INC	COM	855030102	561	28909	SH	DEFINED
STARBUCKS CORP	COM	855244109	1949	52753	SH	DEFINED
STATE STR CORP	COM	857477103	374932	8342955	SH	DEFINED
STEEL DYNAMICS INC	COM	858119100	12135	646521	SH	DEFINED
STERICYCLE INC	COM	858912108	12157	137100	SH	DEFINED
STERLITE INDS INDIA LTD	ADS	859737207	2325	150600	SH	DEFINED
SUCCESSFACTORS INC	COM	864596101	15554	397906	SH	DEFINED
SUNCOR ENERGY INC NEW	COM	867224107	302995	6757249	SH	DEFINED
SUPERMEDIA INC	COM	868447103	2867	459495	SH	SOLE
SYCAMORE NETWORKS INC	COM NEW	871206405	4150	169886	SH	DEFINED
SYSCO CORP	COM	871829107	5788	208960	SH	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	104652	8592114	SH	DEFINED
TALECRIS BIOTHERAPEUTICS HLD	COM	874227101	8115	302783	SH	DEFINED
TELEFONICA S A	SPONSORED ADR	879382208	9121	361640	SH	DEFINED
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	59811	1192172	SH	DEFINED
TEXAS INSTRS INC	COM	882508104	92302	2670766	SH	DEFINED
TEXTRON INC	COM	883203101	828	30248	SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	139521	2511634	SH	DEFINED
THRESHOLD PHARMACEUTICAL INC	COM NEW	885807206	20	13304	SH	DEFINED
TIME WARNER INC	COM NEW	887317303	163129	4569435	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	24307	919669	SH	DEFINED
ULTRA PETROLEUM CORP	COM	903914109	9367	190193	SH	DEFINED
UNION PAC CORP	COM	907818108	140160	1425402	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	4688	63076	SH	DEFINED
UNITED STATES STL CORP NEW	COM	912909108	662	12276	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	128239	1514927	SH	DEFINED
URBAN OUTFITTERS INC	COM	917047102	19504	653848	SH	DEFINED
VCA ANTECH INC	COM	918194101	32596	1295039	SH	DEFINED
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	321	4000	SH	DEFINED
VANGUARD INDEX FDS	REIT ETF	922908553	11607	198504	SH	DEFINED
VIRTUALSCOPICS INC	COM	928269109	2510	1218467	SH	SOLE
VORNADO RLTY TR	SH BEN INT	929042109	868	9919	SH	DEFINED
WABTEC CORP	COM	929740108	2799	41266	SH	DEFINED
WAL MART STORES INC	COM	931142103	9070	174260	SH	DEFINED
WALGREEN CO	COM	931422109	2752	68549	SH	DEFINED
WATSON PHARMACEUTICALS INC	COM	942683103	1464	26139	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	199758	6299539	SH	DEFINED
WESTERN DIGITAL CORP	COM	958102105	507	13583	SH	DEFINED
WESTERN UN CO	COM	959802109	463460	22313933	SH	DEFINED
WEYERHAEUSER CO	COM	962166104	839	34094	SH	DEFINED
WILLIAMS COS INC DEL	COM	969457100	1708	54792	SH	DEFINED
YAHOO INC	COM	984332106	1004	60205	SH	DEFINED
YUM BRANDS INC	COM	988498101	20997	408654	SH	DEFINED
ZIONS BANCORPORATION	COM	989701107	11500	498680	SH	DEFINED
QUANTA SVCS INC	COM	74762E102	14764	658238	SH	DEFINED
NEWS CORP	CL A	65248E104	98739	5616533	SH	DEFINED
VALE S A	ADR	91912E105	7463	223764	SH	DEFINED
TARGET CORP	COM	87612E106	235804	4715142	SH	DEFINED
EDWARDS LIFESCIENCES CORP	COM	28176E108	653	7501	SH	DEFINED
FORTINET INC	COM	34959E109	6481	146794	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	11588	194819	SH	DEFINED
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	392	6662	SH	DEFINED
VALE S A	ADR REPSTG PFD	91912E204	140186	4748834	SH	DEFINED
AES CORP	COM	00130H105	101227	7786728	SH	DEFINED
AT&T INC	COM	00206R102	95277	3112604	SH	DEFINED
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	587	82050	SH	SOLE
ACTIVISION BLIZZARD INC	COM	00507V109	31717	2891209	SH	DEFINED
ADOBE SYS INC	COM	00724F101	1597	48166	SH	DEFINED

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AETNA INC NEW	COM	00817Y108	3277	87554	SH	DEFINED
AGILENT TECHNOLOGIES INC	COM	00846U101	855	19094	SH	DEFINED
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	374415	5528867	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	4631	177925	SH	DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	184312	3172325	SH	DEFINED
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	7969	197000	SH	DEFINED
AMERIPRISE FINL INC	COM	03076C106	105954	1734677	SH	DEFINED
A123 SYS INC	COM	03739T108	46817	7372744	SH	SOLE
AUTONAVI HLDGS LTD	SPONSORED ADR	05330F106	4307	243203	SH	DEFINED
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	10445	851970	SH	DEFINED
BANKUNITED INC	COM	06652K103	8827	307449	SH	DEFINED
BG MEDICINE INC	COM	08861T107	10421	1351629	SH	DEFINED
BG MEDICINE INC	COM	08861T107	180	23360	SH	SOLE
CB RICHARD ELLIS GROUP INC	CL A	12497T101	162833	6098630	SH	DEFINED
CBOE HLDGS INC	COM	12503M108	17247	595348	SH	DEFINED
CME GROUP INC	COM	12572Q105	363320	1204843	SH	DEFINED
CAPITAL ONE FINL CORP	COM	14040H105	74434	1432533	SH	DEFINED
CARDINAL HEALTH INC	COM	14149Y108	28346	689171	SH	DEFINED
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	39808	711745	SH	DEFINED
CHINA SEC & SURVE TECH INC	COM	16942J105	24780	5352159	SH	DEFINED
CISCO SYS INC	COM	17275R102	259370	15123629	SH	DEFINED
CLIFFS NATURAL RESOURCES INC	COM	18683K101	804	8184	SH	DEFINED
COCA COLA ENTERPRISES INC NE	COM	19122T109	21867	800998	SH	DEFINED
COMCAST CORP NEW	CL A	20030N101	2678	108314	SH	DEFINED
COMCAST CORP NEW	CL A SPL	20030N200	33669	1450000	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	40780	510647	SH	DEFINED
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	77761	3186916	SH	DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	2829	38580	SH	DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	32758	356963	SH	DEFINED
DIAGEO P L C	SPON ADR NEW	25243Q205	3331	43704	SH	DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	5833	146192	SH	DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	70826	2011533	SH	DEFINED
DIRECTV	COM CL A	25490A101	299818	6406375	SH	DEFINED
DOMINION RES INC VA NEW	COM	25746U109	87867	1965695	SH	DEFINED
DORAL FINL CORP	COM NEW	25811P886	2105	1913545	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	13354	712207	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	1622	86506	SH	SOLE
DOUGLAS DYNAMICS INC	COM	25960R105	19722	1383039	SH	DEFINED
DUKE ENERGY CORP NEW	COM	26441C105	1017	56008	SH	DEFINED
E-COMMERCE CHINA DANGDANG IN	SPN ADS COM A	26833A105	642	31128	SH	DEFINED
EL PASO CORP	COM	28336L109	87522	4862321	SH	DEFINED
ENTERGY CORP NEW	COM	29364G103	1090	16212	SH	DEFINED
EQUINIX INC	COM NEW	29444U502	87624	961849	SH	DEFINED
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1018	18039	SH	DEFINED
EXELON CORP	COM	30161N101	2128	51591	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	325644	3870723	SH	DEFINED
FEDEX CORP	COM	31428X106	52210	558094	SH	DEFINED
FEIHE INTL INC	COM	31429Y103	5759	668885	SH	DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	79230	1426284	SH	DEFINED
GEN-PROBE INC NEW	COM	36866T103	16419	247459	SH	DEFINED
GENERAL MTRS CO	COM	37045V100	1868	60190	SH	DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	409885	2584394	SH	DEFINED
GOOGLE INC	CL A	38259P508	128770	219460	SH	DEFINED
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	28929	1179315	SH	DEFINED
HCA HOLDINGS INC	COM	40412C101	32868	970405	SH	DEFINED
HCP INC	COM	40414L109	442	11657	SH	DEFINED
HEALTH CARE REIT INC	COM	42217K106	3502	66776	SH	DEFINED
HESS CORP	COM	42809H107	88949	1043877	SH	DEFINED
HISOFT TECHNOLOGY INTL LTD	SPONSORED ADR	43358R108	16389	875010	SH	SOLE
HITTITE MICROWAVE CORP	COM	43365Y104	34705	544221	SH	DEFINED
HOST HOTELS & RESORTS INC	COM	44107P104	740	42017	SH	DEFINED
ICF INTL INC	COM	44925C103	366	17795	SH	SOLE

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ICICI BK LTD	ADR	45104G104	32722	656676	SH	DEFINED
INCYTE CORP	COM	45337C102	15027	948053	SH	DEFINED
INFINERA CORPORATION	COM	45667G103	4286	510803	SH	DEFINED
INSULET CORP	COM	45784P101	4883	236825	SH	DEFINED
INTREPID POTASH INC	COM	46121Y102	14631	420189	SH	DEFINED
JPMORGAN CHASE & CO	COM	46625H100	556444	12070373	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	31971	759767	SH	DEFINED
KIMCO RLTY CORP	COM	49446R109	471	25664	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	199748	6369529	SH	DEFINED
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	6323	85830	SH	DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	29129	555678	SH	DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	183	3487	SH	SOLE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	11743	373747	SH	DEFINED
MSCI INC	CL A	55354G100	16540	449219	SH	DEFINED
MACYS INC	COM	55616P104	38622	1592008	SH	DEFINED
MASTERCARD INC	CL A	57636Q104	6642	26386	SH	DEFINED
MCKESSON CORP	COM	58155Q103	1687	21346	SH	DEFINED
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1423	25330	SH	DEFINED
MERCADOLIBRE INC	COM	58733R102	26627	326196	SH	DEFINED
MERCK & CO INC NEW	COM	58933Y105	8889	269286	SH	DEFINED
METLIFE INC	COM	59156R108	67167	1501603	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	333618	4616909	SH	DEFINED
MOSAIC CO	COM	61945A107	7902	100340	SH	DEFINED
NII HLDGS INC	CL B NEW	62913F201	209293	5022628	SH	DEFINED
NALCO HOLDING COMPANY	COM	62985Q101	12568	460207	SH	DEFINED
NEWCASTLE INVT CORP	COM	65105M108	4530	750000	SH	DEFINED
NEXTERA ENERGY INC	COM	65339F101	75258	1365350	SH	DEFINED
NOVARTIS A G	SPONSORED ADR	66987V109	55769	1026101	SH	DEFINED
NVIDIA CORP	COM	67066G104	1035	56053	SH	DEFINED
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	48933	851601	SH	DEFINED
ORACLE CORP	COM	68389X105	229927	6877261	SH	DEFINED
ORBCOMM INC	COM	68555P100	2201	666975	SH	SOLE
PG&E CORP	COM	69331C108	1151	26042	SH	DEFINED
PPL CORP	COM	69351T106	1086	42924	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	298258	8392171	SH	DEFINED
PHARMASSET INC	COM	71715N106	768	9763	SH	DEFINED
POLYPORE INTL INC	COM	73179V103	6917	120125	SH	DEFINED
POTASH CORP SASK INC	COM	73755L107	62175	1055072	SH	DEFINED
PRAXAIR INC	COM	74005P104	232611	2289479	SH	DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	1799	27087	SH	DEFINED
PRINCIPAL FINL GROUP INC	COM	74251V102	39332	1224920	SH	DEFINED
PUBLIC STORAGE	COM	74460D109	4523	40783	SH	DEFINED
RANGE RES CORP	COM	75281A109	12614	215763	SH	DEFINED
REGIONS FINANCIAL CORP NEW	COM	7591EP100	19562	2694491	SH	DEFINED
SL GREEN RLTY CORP	COM	78440X101	11185	148737	SH	DEFINED
SLM CORP	COM	78442P106	609	39777	SH	DEFINED
SPDR S&P 500 ETF TR	TR UNIT	78462F103	14778	111455	SH	DEFINED
SPDR INDEX SHS FDS	S&P CHINA ETF	78463X400	1018	12675	SH	DEFINED
SALESFORCE COM INC	COM	79466L302	729	5456	SH	DEFINED
SANDISK CORP	COM	80004C101	697	15115	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	8226	501898	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	33809	897620	SH	DEFINED
SIRIUS XM RADIO INC	COM	82967N108	15017	9101273	SH	DEFINED
SOHU COM INC	COM	83408W103	259	2900	SH	DEFINED
SOLARWINDS INC	COM	83416B109	3888	165738	SH	DEFINED
SOURCEFIRE INC	COM	83616T108	3987	144912	SH	DEFINED
SYNAPTICS INC	COM	87157D109	23410	866413	SH	DEFINED
3M CO	COM	88579Y101	3178	33984	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	8709	192670	SH	DEFINED
VENTAS INC	COM	92276F100	557	10265	SH	DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	89313	2317407	SH	DEFINED
VERTEX PHARMACEUTICALS INC	COM	92532F100	28015	584507	SH	DEFINED

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VIACOM INC NEW	CL B	92553P201	2690	57833	SH	DEFINED
VIRGIN MEDIA INC	COM	92769L101	559	20124	SH	DEFINED
VISA INC	COM CL A	92826C839	357250	4852621	SH	DEFINED
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	15669	545000	SH	DEFINED
WINDSTREAM CORP	COM	97381W104	2093	162487	SH	DEFINED
WINDSTREAM CORP	COM	97381W104	5815	451457	SH	SOLE
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	3845	155051	SH	DEFINED
XCEL ENERGY INC	COM	98389B100	2420	101313	SH	DEFINED
ZIMMER HLDGS INC	COM	98956P102	1247	20595	SH	DEFINED