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GENERAL ELECTRIC CO  
Form 13F-HR/A  
July 29, 2010

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2010

Check here if Amendment [X]; Amendment Number: 2

This Amendment (Check only one.): [X] 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	July 29, 2010
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(Signature)	(City, State)	(Zip)	(Date)

Report Type (Check only one.):

- [X] 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: 422

Form 13F Information Table Value Total: \$20,573,353  
(thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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/ PRN CALL	INVESTMENT DISCRET
TELVENT GIT SA	SHS	E90215109	5606	335679	SH	DEFINED
ALTERRA CAPITAL HOLDINGS LIM	COM	G0229R108	4695	250000	SH	DEFINED
AXIS CAPITAL HOLDINGS	SHS	G0692U109	6828	229747	SH	DEFINED
COOPER INDUSTRIES PLC	SHS	G24140108	3297	74939	SH	DEFINED
COVIDIEN PLC	SHS	G2554F105	175541	4368858	SH	DEFINED
GENPACT LIMITED	SHS	G3922B107	309783	19947364	SH	SOLE
INVESCO LTD	SHS	G491BT108	36009	2139543	SH	DEFINED
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	25566	1622197	SH	DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	12476	708046	SH	DEFINED
PARTNERRE LTD	COM	G6852T105	24839	354133	SH	DEFINED
UTI WORLDWIDE INC	ORD	G87210103	4801	387787	SH	DEFINED
ACE LTD	SHS	H0023R105	107709	2092241	SH	DEFINED
WEATHERFORD INTERNATIONAL LT	REG	H27013103	27128	2064536	SH	DEFINED
FOSTER WHEELER AG	COM	H27178104	1070	50809	SH	DEFINED
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	12346	399414	SH	DEFINED
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	21880	269886	SH	DEFINED
ABB LTD	SPONSORED ADR	000375204	25766	1491100	SH	DEFINED
A D A M INC	COM	00088U108	290	91039	SH	SOLE
AFLAC INC	COM	001055102	101224	2372252	SH	DEFINED
AES CORP	COM	00130H105	578	62514	SH	DEFINED
AT&T INC	COM	00206R102	77537	3205324	SH	DEFINED
ABBOTT LABS	COM	002824100	38360	820008	SH	DEFINED
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	181	82050	SH	SOLE
ACTIVISION BLIZZARD INC	COM	00507V109	28279	2695793	SH	DEFINED
ADOBE SYS INC	COM	00724F101	612	23157	SH	DEFINED
AETNA INC NEW	COM	00817Y108	3282	124426	SH	DEFINED
AFFILIATED MANAGERS GROUP	COM	008252108	23073	379671	SH	DEFINED
AIR PRODS & CHEMS INC	COM	009158106	1598	24657	SH	DEFINED
ALBERTO CULVER CO NEW	COM	013078100	12593	464869	SH	DEFINED

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ALEXION PHARMACEUTICALS INC	COM	015351109	19059	372313	SH	DEFINED
ALLEGHANY CORP DEL	COM	017175100	11791	40201	SH	DEFINED
ALLEGHENY ENERGY INC	COM	017361106	234	11328	SH	DEFINED
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	143132	3239018	SH	DEFINED
ALLERGAN INC	COM	018490102	1366	23443	SH	DEFINED
ALLIANCE HEALTHCARE SRVCS IN	COM NEW	018606202	4525	1120160	SH	SOLE
ALLIANT TECHSYSTEMS INC	COM	018804104	33499	539790	SH	DEFINED
ALLSTATE CORP	COM	020002101	465	16193	SH	DEFINED
ALTERA CORP	COM	021441100	445	17929	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	10044	501204	SH	DEFINED
AMAZON COM INC	COM	023135106	3004	27493	SH	DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	55677	1172153	SH	DEFINED
AMERICAN APPAREL INC	COM	023850100	1578	862027	SH	DEFINED
AMERICAN DAIRY INC	COM	025334103	19150	1200633	SH	DEFINED
AMERICAN ELEC PWR INC	COM	025537101	7816	241977	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	10030	252638	SH	DEFINED
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	5026	115000	SH	DEFINED
AMERICAN TOWER CORP	CL A	029912201	271832	6108590	SH	DEFINED
AMERICAN WTR WKS CO INC NEW	COM	030420103	17407	845001	SH	DEFINED
AMERIPRISE FINL INC	COM	03076C106	58570	1621097	SH	DEFINED
AMGEN INC	COM	031162100	478773	9102151	SH	DEFINED
AMYLIN PHARMACEUTICALS INC	COM	032346108	279	14855	SH	DEFINED
ANCESTRY COM INC	COM	032803108	3527	200168	SH	DEFINED
ANCESTRY COM INC	COM	032803108	129	7345	SH	SOLE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	7976	184716	SH	DEFINED
AON CORP	COM	037389103	26298	708448	SH	DEFINED
A123 SYS INC	COM	03739T108	78015	8273021	SH	SOLE
APACHE CORP	COM	037411105	89353	1061320	SH	DEFINED
APPLE INC	COM	037833100	297319	1182043	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	97386	3771743	SH	DEFINED
ARCSIGHT INC	COM	039666102	15145	676406	SH	DEFINED
AUTOMATIC DATA PROCESSING IN	COM	053015103	10266	255000	SH	DEFINED
AVALONBAY CMNTYS INC	COM	053484101	677	7246	SH	DEFINED
AVEO PHARMACEUTICALS INC	COM	053588109	1192	168664	SH	SOLE
AVON PRODS INC	COM	054303102	18531	699267	SH	DEFINED
BAIDU INC	SPON ADR REP A	056752108	248466	3649619	SH	DEFINED
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	10247	991970	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	279968	19482817	SH	DEFINED
BANK OF NEW YORK MELLON CORP	COM	064058100	75502	3058000	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	34630	762605	SH	DEFINED
BAXTER INTL INC	COM	071813109	40855	1005300	SH	DEFINED
BECTON DICKINSON & CO	COM	075887109	51358	759502	SH	DEFINED
BED BATH & BEYOND INC	COM	075896100	205775	5549476	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	8401	105423	SH	DEFINED
BEST BUY INC	COM	086516101	315	9302	SH	DEFINED
BLACKBOARD INC	COM	091935502	13302	356337	SH	DEFINED
BLACKROCK KELSO CAPITAL CORP	COM	092533108	25465	2580000	SH	DEFINED
BOEING CO	COM	097023105	1444	23012	SH	DEFINED
BOSTON PROPERTIES INC	COM	101121101	937	13135	SH	DEFINED
BOSTON SCIENTIFIC CORP	COM	101137107	270	46599	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	113507	4551210	SH	DEFINED
BUCYRUS INTL INC NEW	COM	118759109	3996	84210	SH	DEFINED
CB RICHARD ELLIS GROUP INC	CL A	12497T101	116460	8556913	SH	DEFINED
CBOE HLDGS INC	COM	12503M108	17135	526406	SH	DEFINED
CME GROUP INC	COM	12572Q105	308210	1094689	SH	DEFINED
CMS ENERGY CORP	COM	125896100	439	29991	SH	DEFINED
CSX CORP	COM	126408103	12957	261075	SH	DEFINED
CVS CAREMARK CORPORATION	COM	126650100	9743	332288	SH	DEFINED
CALPINE CORP	COM NEW	131347304	14484	1138703	SH	DEFINED
CAMECO CORP	COM	13321L108	6133	288226	SH	DEFINED
CANADIAN NAT RES LTD	COM	136385101	1278	38454	SH	DEFINED
CAPITAL ONE FINL CORP	COM	14040H105	55095	1367112	SH	DEFINED

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CARDINAL HEALTH INC	COM	14149Y108	38780	1153822	SH	DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	92668	3064405	SH	DEFINED
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	18409	533581	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	5506	91663	SH	DEFINED
CEMEX SAB DE CV	SPON ADR NEW	151290889	101	10400	SH	DEFINED
CHESAPEAKE ENERGY CORP	COM	165167107	16135	770150	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	127647	1881030	SH	DEFINED
CHINA SEC & SURVE TECH INC	COM	16942J105	10563	2286369	SH	DEFINED
CHUBB CORP	COM	171232101	910	18199	SH	DEFINED
CISCO SYS INC	COM	17275R102	382758	17961418	SH	DEFINED
CITIGROUP INC	COM	172967101	8735	2323190	SH	DEFINED
CITRIX SYS INC	COM	177376100	17274	409053	SH	DEFINED
CLIFFS NATURAL RESOURCES INC	COM	18683K101	2867	60800	SH	DEFINED
CLOROX CO DEL	COM	189054109	105094	1690702	SH	DEFINED
COACH INC	COM	189754104	21063	576279	SH	DEFINED
COCA COLA CO	COM	191216100	5769	115109	SH	DEFINED
COCA COLA ENTERPRISES INC	COM	191219104	23549	910631	SH	DEFINED
COGENT INC	COM	19239Y108	13312	1477458	SH	DEFINED
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	32768	654580	SH	DEFINED
COMCAST CORP NEW	CL A SPL	20030N200	58123	3537633	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	19066	388382	SH	DEFINED
CORNING INC	COM	219350105	74773	4629892	SH	DEFINED
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	67356	3530163	SH	DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	2185	39849	SH	DEFINED
COVANCE INC	COM	222816100	20896	407167	SH	DEFINED
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	16687	445812	SH	DEFINED
CUMMINS INC	COM	231021106	52206	801566	SH	DEFINED
CUMULUS MEDIA INC	CL A	231082108	711	266109	SH	SOLE
DANAHER CORP DEL	COM	235851102	1936	52147	SH	DEFINED
DARDEN RESTAURANTS INC	COM	237194105	506	13031	SH	DEFINED
DAVITA INC	COM	23918K108	2401	38454	SH	DEFINED
DEERE & CO	COM	244199105	67823	1218081	SH	DEFINED
DENBURY RES INC	COM NEW	247916208	2466	168430	SH	DEFINED
DENTSPLY INTL INC NEW	COM	249030107	1795	60000	SH	DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	67337	1105328	SH	DEFINED
DIAGEO P L C	SPON ADR NEW	25243Q205	3889	61986	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	71109	2257443	SH	DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	982	27498	SH	DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	12898	417013	SH	DEFINED
DIRECTV	COM CL A	25490A101	251254	7407238	SH	DEFINED
DOLLAR GEN CORP NEW	COM	256677105	18425	668784	SH	DEFINED
DOMINION RES INC VA NEW	COM	25746U109	91260	2355714	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	11199	787521	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	1230	86506	SH	SOLE
DOUGLAS DYNAMICS INC	COM	25960R105	16896	1469254	SH	DEFINED
DOVER CORP	COM	260003108	106294	2543529	SH	DEFINED
DOW CHEM CO	COM	260543103	2438	102777	SH	DEFINED
DRESSER-RAND GROUP INC	COM	261608103	16154	511998	SH	DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	2273	65718	SH	DEFINED
DUKE ENERGY CORP NEW	COM	26441C105	952	59512	SH	DEFINED
E M C CORP MASS	COM	268648102	1018	55628	SH	DEFINED
EQT CORP	COM	26884L109	8208	227119	SH	DEFINED
EATON CORP	COM	278058102	57431	877616	SH	DEFINED
EBAY INC	COM	278642103	66411	3386577	SH	DEFINED
ECOLAB INC	COM	278865100	8423	187560	SH	DEFINED
EDISON INTL	COM	281020107	57626	1816702	SH	DEFINED
EL PASO CORP	COM	28336L109	29632	2667189	SH	DEFINED
ELECTRONIC ARTS INC	COM	285512109	3304	229461	SH	DEFINED
EMCORE CORP	COM	290846104	205	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	6386	146177	SH	DEFINED
ENCANA CORP	COM	292505104	607	20000	SH	DEFINED
ENTERGY CORP NEW	COM	29364G103	44386	619738	SH	DEFINED

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EQUINIX INC	COM NEW	29444U502	22247	273914	SH	DEFINED
EQUINIX INC	COM NEW	29444U502	2808	34567	SH	SOLE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	999	23996	SH	DEFINED
EXELON CORP	COM	30161N101	2982	78543	SH	DEFINED
EXPRESS SCRIPTS INC	COM	302182100	259019	5508688	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	297119	5206226	SH	DEFINED
FEDEX CORP	COM	31428X106	1869	26652	SH	DEFINED
FIDELITY NATL INFORMATION SV	COM	31620M106	622	23188	SH	DEFINED
FIRSTENERGY CORP	COM	337932107	662	18797	SH	DEFINED
FORD MTR CO DEL	COM PAR \$0.01	345370860	933	92561	SH	DEFINED
FORTINET INC	COM	34959E109	3130	190404	SH	DEFINED
FRANCE TELECOM	SPONSORED ADR	35177Q105	279	16100	SH	DEFINED
FRANKLIN RES INC	COM	354613101	2619	30386	SH	DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	43717	739342	SH	DEFINED
GEN-PROBE INC NEW	COM	36866T103	12428	273627	SH	DEFINED
GENERAL DYNAMICS CORP	COM	369550108	2520	43025	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	1356082	94041767	SH	DEFINED
GENUINE PARTS CO	COM	372460105	2229	56492	SH	DEFINED
GENWORTH FINL INC	COM CL A	37247D106	420	32104	SH	DEFINED
GENZYME CORP	COM	372917104	2023	39855	SH	DEFINED
GILEAD SCIENCES INC	COM	375558103	231149	6742977	SH	DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	340598	2594639	SH	DEFINED
GOODRICH CORP	COM	382388106	2426	36626	SH	DEFINED
GOOGLE INC	CL A	38259P508	93487	210106	SH	DEFINED
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	22817	1310541	SH	DEFINED
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	303	6662	SH	DEFINED
HCC INS HLDGS INC	COM	404132102	36984	1493713	SH	DEFINED
HCP INC	COM	40414L109	516	16011	SH	DEFINED
HALLIBURTON CO	COM	406216101	17044	694242	SH	DEFINED
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	35321	3341642	SH	DEFINED
HARSCO CORP	COM	415864107	22406	953458	SH	DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	1053	47604	SH	DEFINED
HESS CORP	COM	42809H107	5053	100372	SH	DEFINED
HEWLETT PACKARD CO	COM	428236103	198538	4587290	SH	DEFINED
HEXCEL CORP NEW	COM	428291108	41073	2648160	SH	DEFINED
HITTITE MICROWAVE CORP	COM	43365Y104	26969	602785	SH	DEFINED
HOLOGIC INC	COM	436440101	18440	1323769	SH	DEFINED
HOME DEPOT INC	COM	437076102	10173	362425	SH	DEFINED
HONEYWELL INTL INC	COM	438516106	142213	3643694	SH	DEFINED
HOST HOTELS & RESORTS INC	COM	44107P104	569	42232	SH	DEFINED
HUDSON VALLEY HOLDING CORP	COM	444172100	2935	126936	SH	DEFINED
HUMAN GENOME SCIENCES INC	COM	444903108	12404	547407	SH	DEFINED
ICF INTL INC	COM	44925C103	426	17795	SH	SOLE
ITT CORP NEW	COM	450911102	32176	716306	SH	DEFINED
ICICI BK LTD	ADR	45104G104	3737	103400	SH	DEFINED
IHS INC	CL A	451734107	24576	420672	SH	DEFINED
ILLUMINA INC	COM	452327109	29457	676707	SH	DEFINED
INCYTE CORP	COM	45337C102	8371	756193	SH	DEFINED
INFINERA CORPORATION	COM	45667G103	2952	459025	SH	DEFINED
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	22293	372100	SH	DEFINED
INSULET CORP	COM	45784P101	3968	263648	SH	DEFINED
INTEL CORP	COM	458140100	188843	9709143	SH	DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	240499	1947676	SH	DEFINED
INTERNATIONAL GAME TECHNOLOG	COM	459902102	648	41284	SH	DEFINED
INTL PAPER CO	COM	460146103	465	20531	SH	DEFINED
INTUIT	COM	461202103	117479	3378751	SH	DEFINED
INTREPID POTASH INC	COM	46121Y102	14468	739298	SH	DEFINED
IRON MTN INC	COM	462846106	148249	6600580	SH	DEFINED
IRONWOOD PHARMACEUTICALS INC	COM CL A	46333X108	1746	146465	SH	DEFINED
ISHARES TR INDEX	MSCI EMERG MKT	464287234	2162	57924	SH	DEFINED
ISHARES TR INDEX	MSCI EAFE IDX	464287465	9967	214307	SH	DEFINED
ISIS PHARMACEUTICALS INC	COM	464330109	2435	254466	SH	DEFINED

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ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	11658	647320	SH	DEFINED
ITC HLDGS CORP	COM	465685105	57005	1077392	SH	DEFINED
ITRON INC	COM	465741106	594	9613	SH	DEFINED
JPMORGAN CHASE & CO	COM	46625H100	304222	8309816	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	165744	2806365	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	17587	770688	SH	DEFINED
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	8064	212815	SH	DEFINED
KLA-TENCOR CORP	COM	482480100	25510	914978	SH	DEFINED
KELLOGG CO	COM	487836108	43101	856871	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	5936	97909	SH	DEFINED
KIMCO REALTY CORP	COM	49446R109	366	27269	SH	DEFINED
KIRBY CORP	COM	497266106	4090	106918	SH	DEFINED
KOHL'S CORP	COM	500255104	16833	354369	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	158808	5671723	SH	DEFINED
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	369	4897	SH	DEFINED
LIBERTY GLOBAL INC	COM SER C	530555309	204067	7851738	SH	DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	57568	1218379	SH	DEFINED
LINCARE HLDGS INC	COM	532791100	75631	2326379	SH	DEFINED
LINCOLN NATL CORP IND	COM	534187109	2054	84569	SH	DEFINED
LOWES COS INC	COM	548661107	309386	15151133	SH	DEFINED
M D C HLDGS INC	COM	552676108	27982	1038303	SH	DEFINED
MSC INDL DIRECT INC	CL A	553530106	11061	218331	SH	DEFINED
MSCI INC	CL A	55354G100	13334	486647	SH	DEFINED
MACYS INC	COM	55616P104	911	50904	SH	DEFINED
MARATHON OIL CORP	COM	565849106	90672	2916427	SH	DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	5771	192743	SH	DEFINED
MASIMO CORP	COM	574795100	27733	1164761	SH	DEFINED
MASTERCARD INC	CL A	57636Q104	5195	26035	SH	DEFINED
MCCORMICK & CO INC	COM NON VTG	579780206	56865	1498031	SH	DEFINED
MCDERMOTT INTL INC	COM	580037109	14853	685714	SH	DEFINED
MCDONALDS CORP	COM	580135101	12532	190247	SH	DEFINED
MCKESSON CORP	COM	58155Q103	25436	378730	SH	DEFINED
MEAD JOHNSON NUTRITION CO	COM	582839106	17325	345677	SH	DEFINED
MECHEL OAO	SPONSORED ADR	583840103	1079	59489	SH	DEFINED
MECHEL OAO	SPON ADR PFD	583840509	643	92790	SH	DEFINED
MEDASSETS INC	COM	584045108	8315	360259	SH	DEFINED
MEDASSETS INC	COM	584045108	3298	142887	SH	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1450	26334	SH	DEFINED
MEDTRONIC INC	COM	585055106	187190	5161021	SH	DEFINED
MERCADOLIBRE INC	COM	58733R102	23199	441456	SH	DEFINED
MERCK & CO INC NEW	COM	58933Y105	12644	361559	SH	DEFINED
METLIFE INC	COM	59156R108	15407	408036	SH	DEFINED
METTLER TOLEDO INTERNATIONAL	COM	592688105	19398	173774	SH	DEFINED
MICROSOFT CORP	COM	594918104	478896	20812530	SH	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	23960	863726	SH	DEFINED
MICRON TECHNOLOGY INC	COM	595112103	607	71541	SH	DEFINED
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	18729	596082	SH	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	144765	7555573	SH	DEFINED
MOLEX INC	CL A	608554200	15914	1030000	SH	DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	27175	641529	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	195499	4229745	SH	DEFINED
MORGAN STANLEY	COM NEW	617446448	36650	1579071	SH	DEFINED
MOSAIC CO	COM	61945A107	12817	328805	SH	DEFINED
MOTOROLA INC	COM	620076109	1005	154168	SH	DEFINED
NII HLDGS INC	CL B NEW	62913F201	188217	5787725	SH	DEFINED
NRG ENERGY INC	COM NEW	629377508	601	28337	SH	DEFINED
NATIONAL CINEMEDIA INC	COM	635309107	2950	177060	SH	DEFINED
NATIONAL OILWELL VARCO INC	COM	637071101	11715	354239	SH	DEFINED
NAVISTAR INTL CORP NEW	COM	63934E108	29050	590441	SH	DEFINED
NEWCASTLE INVT CORP	COM	65105M108	2010	750000	SH	DEFINED
NEWMONT MINING CORP	COM	651639106	2200	35632	SH	DEFINED
NEWS CORP	CL A	65248E104	24910	2082780	SH	DEFINED

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NEXTERA ENERGY INC	COM	65339F101	42632	874315	SH	DEFINED
NIKE INC	CL B	654106103	2364	34997	SH	DEFINED
NORTHEAST UTILS	COM	664397106	71471	2804970	SH	DEFINED
NORTHROP GRUMMAN CORP	COM	666807102	1413	25956	SH	DEFINED
NOVARTIS A G	SPONSORED ADR	66987V109	2119	43852	SH	DEFINED
NVIDIA CORP	COM	67066G104	5875	575454	SH	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	121326	1572594	SH	DEFINED
OMNICARE INC	COM	681904108	53672	2264657	SH	DEFINED
OMNICOM GROUP INC	COM	681919106	196740	5735861	SH	DEFINED
ORACLE CORP	COM	68389X105	88045	4102763	SH	DEFINED
ORBCOMM INC	COM	68555P100	2354	1293218	SH	SOLE
O REILLY AUTOMOTIVE INC	COM	686091109	32963	693091	SH	DEFINED
ORION ENERGY SYSTEMS INC	COM	686275108	4964	1570990	SH	SOLE
OWENS ILL INC	COM NEW	690768403	470	17754	SH	DEFINED
PG&E CORP	COM	69331C108	8737	212578	SH	DEFINED
PICO HLDGS INC	COM NEW	693366205	5432	181247	SH	DEFINED
POSCO	SPONSORED ADR	693483109	565	5985	SH	DEFINED
PACKAGING CORP AMER	COM	695156109	994	45124	SH	DEFINED
PAN AMERICAN SILVER CORP	COM	697900108	419	16593	SH	DEFINED
PAYCHEX INC	COM	704326107	85807	3304068	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	13726	350788	SH	DEFINED
PENN NATL GAMING INC	COM	707569109	14706	636622	SH	DEFINED
PEOPLES UNITED FINANCIAL INC	COM	712704105	20824	1542541	SH	DEFINED
PEPSICO INC	COM	713448108	531455	8719518	SH	DEFINED
PETROHAWK ENERGY CORP	COM	716495106	15686	924333	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	139508	4681478	SH	DEFINED
PFIZER INC	COM	717081103	68840	4827488	SH	DEFINED
PHILIP MORRIS INTL INC	COM	718172109	73041	1593381	SH	DEFINED
PIONEER NAT RES CO	COM	723787107	13968	234952	SH	DEFINED
PLUM CREEK TIMBER CO INC	COM	729251108	557	16125	SH	DEFINED
PORTLAND GEN ELEC CO	COM NEW	736508847	1334	72780	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	43272	501759	SH	DEFINED
POWERSHARES INDIA ETF TR	INDIA PORT	73935L100	18036	805520	SH	DEFINED
PRAXAIR INC	COM	74005P104	164275	2161803	SH	DEFINED
PRECISION CASTPARTS CORP	COM	740189105	13027	126574	SH	DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	795	17913	SH	DEFINED
PRINCIPAL FINL GROUP INC	COM	74251V102	47958	2045987	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	229546	3827042	SH	DEFINED
PROLOGIS	SH BEN INT	743410102	320	31632	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	111401	2076044	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	133	2481	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1166	37226	SH	DEFINED
PUBLIC STORAGE	COM	74460D109	2241	25490	SH	DEFINED
QUALCOMM INC	COM	747525103	386363	11765004	SH	DEFINED
QUEST DIAGNOSTICS INC	COM	74834L100	478	9613	SH	DEFINED
RSC HOLDINGS INC	COM	74972L102	3847	623515	SH	SOLE
RADNET INC	COM	750491102	494	208333	SH	SOLE
RAYONIER INC	COM	754907103	6898	156701	SH	DEFINED
RAYTHEON CO	COM NEW	755111507	1794	37080	SH	DEFINED
REGAL ENTMT GROUP	CL A	758766109	15878	1217673	SH	DEFINED
REGENCY ENERGY PARTNERS L P	COM UNITS L P	75885Y107	54909	2272727	SH	SOLE
REGIONS FINANCIAL CORP NEW	COM	7591EP100	47991	7293404	SH	DEFINED
RESEARCH IN MOTION LTD	COM	760975102	167623	3402830	SH	DEFINED
RESMED INC	COM	761152107	76935	1265170	SH	DEFINED
RITCHIE BROS AUCTIONEERS	COM	767744105	1676	92000	SH	DEFINED
ROCKWELL COLLINS INC	COM	774341101	39544	744289	SH	DEFINED
ROVI CORP	COM	779376102	66117	1744041	SH	DEFINED
ROWAN COS INC	COM	779382100	1928	87879	SH	DEFINED
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2260	45000	SH	DEFINED
SBA COMMUNICATIONS CORP	COM	78388J106	1249	36715	SH	DEFINED
SL GREEN RLTY CORP	COM	78440X101	9052	164466	SH	DEFINED
SPDR S&P 500 ETF TR	UNIT SER 1 S&P	78462F103	3827	37077	SH	DEFINED

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SAFEWAY INC	COM NEW	786514208	19898	1012086	SH	DEFINED
ST JUDE MED INC	COM	790849103	496	13746	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	418559	7563408	SH	DEFINED
SCHWAB CHARLES CORP NEW	COM	808513105	33361	2352682	SH	DEFINED
SCHWEITZER-MAUDUIT INTL INC	COM	808541106	985	19529	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	6186	447946	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	24367	888342	SH	DEFINED
SEMPRA ENERGY	COM	816851109	762	16291	SH	DEFINED
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	24757	624079	SH	DEFINED
SIEMENS A G	SPONSORED ADR	826197501	16758	187178	SH	DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	1804	22344	SH	DEFINED
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	95390	2925162	SH	DEFINED
SOLARWINDS INC	COM	83416B109	1203	75000	SH	DEFINED
SOUTHERN CO	COM	842587107	5101	153270	SH	DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	132023	3416742	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	1127	56166	SH	DEFINED
SPRINT NEXTEL CORP	COM SER 1	852061100	1376	324570	SH	DEFINED
STAPLES INC	COM	855030102	1492	78317	SH	DEFINED
STARBUCKS CORP	COM	855244109	1069	43976	SH	DEFINED
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	306	7391	SH	DEFINED
STATE STR CORP	COM	857477103	307914	9104500	SH	DEFINED
STEEL DYNAMICS INC	COM	858119100	11800	894637	SH	DEFINED
STERICYCLE INC	COM	858912108	17603	268427	SH	DEFINED
STERLITE INDS INDIA LTD	ADS	859737207	6784	476400	SH	DEFINED
SUCCESSFACTORS INC	COM	864596101	8985	432179	SH	DEFINED
SUNCOR ENERGY INC NEW	COM	867224107	153136	5201642	SH	DEFINED
SUNTRUST BKS INC	COM	867914103	12463	534872	SH	DEFINED
SUPERMEDIA INC	COM	868447103	8404	459495	SH	SOLE
SYNAPTICS INC	COM	87157D109	25568	929760	SH	DEFINED
SYNIVERSE HLDGS INC	COM	87163F106	14301	699308	SH	DEFINED
SYSCO CORP	COM	871829107	25296	885413	SH	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	132308	13556143	SH	DEFINED
TARGET CORP	COM	87612E106	114932	2337445	SH	DEFINED
TENET HEALTHCARE CORP	COM	88033G100	125	28865	SH	DEFINED
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	808	15537	SH	DEFINED
TEXAS INSTRS INC	COM	882508104	77405	3324969	SH	DEFINED
TEXTRON INC	COM	883203101	513	30248	SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	87373	1781295	SH	DEFINED
3M CO	COM	88579Y101	8194	103740	SH	DEFINED
THRESHOLD PHARMACEUTICAL INC	COM NEW	885807206	17	13304	SH	DEFINED
TIME WARNER INC	COM NEW	887317303	149592	5174399	SH	DEFINED
TIME WARNER CABLE INC	COM	88732J207	2617	50243	SH	DEFINED
TOWN SPORTS INTL HLDGS INC	COM	89214A102	53	22947	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	7269	147594	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	40439	1809348	SH	DEFINED
UNION PAC CORP	COM	907818108	133425	1919503	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	6244	109762	SH	DEFINED
UNITED STATES STL CORP NEW	COM	912909108	1398	36258	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	58027	893961	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	7998	281622	SH	DEFINED
UNUM GROUP	COM	91529Y106	7401	341078	SH	DEFINED
URBAN OUTFITTERS INC	COM	917047102	12466	362484	SH	DEFINED
VCA ANTECH INC	COM	918194101	40419	1632449	SH	DEFINED
VALE S A	ADR	91912E105	8249	338765	SH	DEFINED
VALE S A	ADR REPSTG PFD	91912E204	99149	4716898	SH	DEFINED
VALMONT INDS INC	COM	920253101	1397	19227	SH	DEFINED
VALUEVISION MEDIA INC	CL A	92047K107	11420	6452194	SH	SOLE
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	324	4000	SH	DEFINED
VENTAS INC	COM	92276F100	512	10907	SH	DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	49749	1775464	SH	DEFINED
VERISK ANALYTICS INC	CL A	92345Y106	2975	99490	SH	DEFINED
VERTEX PHARMACEUTICALS INC	COM	92532F100	19844	603173	SH	DEFINED



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VIACOM INC NEW	CL B	92553P201	2844	90666	SH	DEFINED
VIMPELCOM LTD	SPONSORED ADR	92719A106	371	22900	SH	DEFINED
VIRTUALSCOPICS INC	COM	928269109	1377	1218467	SH	SOLE
VISA INC	COM CL A	92826C839	287117	4058195	SH	DEFINED
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	13375	647068	SH	DEFINED
VORNADO RLTY TR	SH BEN INT	929042109	945	12954	SH	DEFINED
WAL MART STORES INC	COM	931142103	9716	202129	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	50145	1958789	SH	DEFINED
WESTERN DIGITAL CORP	COM	958102105	435	14432	SH	DEFINED
WESTERN UN CO	COM	959802109	319284	21414094	SH	DEFINED
WEYERHAEUSER CO	COM	962166104	15586	442783	SH	DEFINED
WILLIAMS COS INC DEL	COM	969457100	1064	58220	SH	DEFINED
WINDSTREAM CORP	COM	97381W104	803	76056	SH	DEFINED
WISCONSIN ENERGY CORP	COM	976657106	768	15130	SH	DEFINED
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	12285	540000	SH	DEFINED
XCEL ENERGY INC	COM	98389B100	2960	143603	SH	DEFINED
YAHOO INC	COM	984332106	3015	217830	SH	DEFINED
YUM BRANDS INC	COM	988498101	16289	417227	SH	DEFINED
ZIMMER HLDGS INC	COM	98956P102	4356	80590	SH	DEFINED
ZIONS BANCORPORATION	COM	989701107	5045	233911	SH	DEFINED
ZIPREALTY INC	COM	98974V107	73	27977	SH	SOLE