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GENERAL ELECTRIC CO
Form 13F-HR
November 10, 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: September 30, 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	November 10, 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: 416

Form 13F Information Table Value Total: \$20,843,106
(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	
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMEN DISCRETIO
-----	-----	-----	-----	-----	-----	-----
ALTERRA CAPITAL HOLDINGS LIM	COM	G0229R108	17912	944225	SH	DEFINED
ARCOS DORADOS HOLDINGS INC	SHS CLASS -A -	G0457F107	58299	2513968	SH	DEFINED
COOPER INDUSTRIES PLC	SHS	G24140108	101382	2198222	SH	DEFINED
CREDICORP LTD	COM	G2519Y108	45991	498821	SH	DEFINED
COVIDIEN PLC	SHS	G2554F113	377989	8571170	SH	DEFINED
GENPACT LIMITED	SHS	G3922B107	287043	19947364	SH	SOLE
HOLLYSYS AUTOMATION TECHNOLO	SHS	G45667105	7340	1256802	SH	DEFINED
INVESCO LTD	SHS	G491BT108	81930	5282407	SH	DEFINED
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	21945	1511917	SH	DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	2207	180009	SH	DEFINED
PARTNERRE LTD	COM	G6852T105	32784	627200	SH	DEFINED
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	21337	334432	SH	DEFINED
UTI WORLDWIDE INC	ORD	G87210103	5808	445408	SH	DEFINED
ACE LTD	SHS	H0023R105	217428	3587926	SH	DEFINED
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	13200	1081049	SH	DEFINED
FOSTER WHEELER AG	COM	H27178104	787	44215	SH	DEFINED
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	15606	531732	SH	DEFINED
NIELSEN HOLDINGS N V	COM	N63218106	23062	884267	SH	DEFINED
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	10377	479520	SH	DEFINED
AFLAC INC	COM	001055102	1002	28664	SH	DEFINED
AES CORP	COM	00130H105	106092	10870114	SH	DEFINED
AMN HEALTHCARE SERVICES INC	COM	001744101	362	90365	SH	SOLE
AT&T INC	COM	00206R102	86204	3022579	SH	DEFINED
ABBOTT LABS	COM	002824100	3108	60783	SH	DEFINED
ACME PACKET INC	COM	004764106	203	4771	SH	DEFINED
ACTIVISION BLIZZARD INC	COM	00507V109	33888	2847739	SH	DEFINED
ADOBE SYS INC	COM	00724F101	454	18795	SH	DEFINED
AETNA INC NEW	COM	00817Y108	3174	87346	SH	DEFINED
AFFILIATED MANAGERS GROUP	COM	008252108	26561	340309	SH	DEFINED
AGILENT TECHNOLOGIES INC	COM	00846U101	503	16103	SH	DEFINED

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AIR PRODS & CHEMS INC	COM	009158106	1351	17692	SH	DEFINED
ALBEMARLE CORP	COM	012653101	2429	60132	SH	DEFINED
ALEXION PHARMACEUTICALS INC	COM	015351109	36976	577212	SH	DEFINED
ALLEGHANY CORP DEL	COM	017175100	8655	30000	SH	DEFINED
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	199506	5393522	SH	DEFINED
ALLIANCE HEALTHCARE SRVCS IN	COM NEW	018606202	1277	1120160	SH	SOLE
ALLIANT TECHSYSTEMS INC	COM	018804104	20060	368015	SH	DEFINED
ALPHA NATURAL RESOURCES INC	COM	02076X102	3155	178331	SH	DEFINED
ALTERA CORP	COM	021441100	20451	648629	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	4759	177515	SH	DEFINED
AMAZON COM INC	COM	023135106	135232	625406	SH	DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	138407	6268448	SH	DEFINED
AMERICAN APPAREL INC	COM	023850100	612	774326	SH	DEFINED
AMERICAN ELEC PWR INC	COM	025537101	9100	239353	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	113511	2528078	SH	DEFINED
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	7038	207000	SH	DEFINED
AMERICAN TOWER CORP	CL A	029912201	330902	6150594	SH	DEFINED
AMERICAN WTR WKS CO INC NEW	COM	030420103	3519	116598	SH	DEFINED
AMERIPRISE FINL INC	COM	03076C106	69807	1773543	SH	DEFINED
AMGEN INC	COM	031162100	374703	6817737	SH	DEFINED
ANADARKO PETE CORP	COM	032511107	178376	2829122	SH	DEFINED
ANCESTRY COM INC	COM	032803108	4460	189804	SH	DEFINED
ANCESTRY COM INC	COM	032803108	78	3305	SH	SOLE
A123 SYS INC	COM	03739T108	25362	7372744	SH	SOLE
APACHE CORP	COM	037411105	76501	953402	SH	DEFINED
APPLE INC	COM	037833100	727408	1907606	SH	DEFINED
APPLIED MATLS INC	COM	038222105	540	52164	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	66572	2683273	SH	DEFINED
AUTOMATIC DATA PROCESSING IN	COM	053015103	14357	304498	SH	DEFINED
AUTONAVI HLDGS LTD	SPONSORED ADR	05330F106	1822	133804	SH	DEFINED
AVALONBAY CMNTYS INC	COM	053484101	776	6804	SH	DEFINED
AVON PRODS INC	COM	054303102	12420	633667	SH	DEFINED
BAIDU INC	SPON ADR REP A	056752108	530330	4960525	SH	DEFINED
BAKER HUGHES INC	COM	057224107	1690	36628	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	89950	14697657	SH	DEFINED
BANKUNITED INC	COM	06652K103	12928	622740	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	1916	41074	SH	DEFINED
BAXTER INTL INC	COM	071813109	35365	629941	SH	DEFINED
BED BATH & BEYOND INC	COM	075896100	143951	2511790	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	7274	102390	SH	DEFINED
BG MEDICINE INC	COM	08861T107	4798	1351629	SH	DEFINED
BG MEDICINE INC	COM	08861T107	50	14015	SH	SOLE
BLACKROCK INC	COM	09247X101	705	4763	SH	DEFINED
BOEING CO	COM	097023105	2383	39389	SH	DEFINED
BOSTON PROPERTIES INC	COM	101121101	897	10065	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	127147	4051859	SH	DEFINED
BROADCOM CORP	CL A	111320107	831	24948	SH	DEFINED
CB RICHARD ELLIS GROUP INC	CL A	12497T101	45605	3388205	SH	DEFINED
CBOE HLDGS INC	COM	12503M108	13824	564934	SH	DEFINED
CF INDS HLDGS INC	COM	125269100	415	3364	SH	DEFINED
CME GROUP INC	COM	12572Q105	294196	1193979	SH	DEFINED
CSX CORP	COM	126408103	1385	74173	SH	DEFINED
CVS CAREMARK CORPORATION	COM	126650100	57763	1719645	SH	DEFINED
CALPINE CORP	COM NEW	131347304	35195	2499678	SH	DEFINED
CAPITAL ONE FINL CORP	COM	14040H105	887	22376	SH	DEFINED
CARDINAL HEALTH INC	COM	14149Y108	12953	309279	SH	DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	82790	2732344	SH	DEFINED
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	40610	703929	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	4130	55938	SH	DEFINED
CELANESE CORP DEL	COM SER A	150870103	8943	274924	SH	DEFINED
CEMEX SAB DE CV	SPON ADR NEW	151290889	111	35000	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	212432	2294330	SH	DEFINED

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CHIPOTLE MEXICAN GRILL INC	COM	169656105	584	1928	SH	DEFINED
CHUBB CORP	COM	171232101	56940	949153	SH	DEFINED
CINEMARK HOLDINGS INC	COM	17243V102	195	10319	SH	SOLE
CISCO SYS INC	COM	17275R102	308134	19879601	SH	DEFINED
CITIGROUP INC	COM NEW	172967424	22629	883439	SH	DEFINED
CITRIX SYS INC	COM	177376100	19719	361616	SH	DEFINED
CLEAN DIESEL TECHNOLOGIES IN	COM PAR \$.01	18449C401	36	15313	SH	SOLE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	800	15640	SH	DEFINED
CLOROX CO DEL	COM	189054109	30240	455901	SH	DEFINED
COACH INC	COM	189754104	26398	509310	SH	DEFINED
COCA COLA CO	COM	191216100	9813	145243	SH	DEFINED
COCA COLA ENTERPRISES INC NE	COM	19122T109	19806	796053	SH	DEFINED
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	2701	43080	SH	DEFINED
COMCAST CORP NEW	CL A	20030N101	2364	112991	SH	DEFINED
COMCAST CORP NEW	CL A SPL	20030N200	25900	1250000	SH	DEFINED
COMERICA INC	COM	200340107	19519	849739	SH	DEFINED
CONAGRA FOODS INC	COM	205887102	66661	2752318	SH	DEFINED
CONCORD MED SVCS HLDGS LTD	SPONSORED ADR	206277105	1792	567176	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	29851	471435	SH	DEFINED
CONSOL ENERGY INC	COM	20854P109	231	6813	SH	DEFINED
CONSTELLATION ENERGY GROUP I	COM	210371100	511	13417	SH	DEFINED
CORNING INC	COM	219350105	6018	486865	SH	DEFINED
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	76444	3369065	SH	DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	3162	38494	SH	DEFINED
COVANCE INC	COM	222816100	16358	359921	SH	DEFINED
CREE INC	COM	225447101	5817	223895	SH	DEFINED
CUMMINS INC	COM	231021106	35765	437976	SH	DEFINED
CUMULUS MEDIA INC	CL A	231082108	756	266109	SH	SOLE
CYTEC INDS INC	COM	232820100	9506	270521	SH	DEFINED
DANAHER CORP DEL	COM	235851102	2562	61085	SH	DEFINED
DARDEN RESTAURANTS INC	COM	237194105	523	12236	SH	DEFINED
DEERE & CO	COM	244199105	34071	527655	SH	DEFINED
DENBURY RES INC	COM NEW	247916208	2200	191300	SH	DEFINED
DENTSPLY INTL INC NEW	COM	249030107	1841	60000	SH	DEFINED
DIAGEO P L C	SPON ADR NEW	25243Q205	4116	54210	SH	DEFINED
DICKS SPORTING GOODS INC	COM	253393102	50811	1518551	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	67206	2228313	SH	DEFINED
DISCOVER FINL SVCS	COM	254709108	20268	883514	SH	DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	5376	142894	SH	DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	70814	2014616	SH	DEFINED
DIRECTV	COM CL A	25490A101	241711	5718261	SH	DEFINED
DOLLAR GEN CORP NEW	COM	256677105	4140	109636	SH	DEFINED
DOMINION RES INC VA NEW	COM	25746U109	91050	1793381	SH	DEFINED
DORAL FINL CORP	COM NEW	25811P886	2086	1913545	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	11904	696139	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	1479	86506	SH	SOLE
DOUGLAS DYNAMICS INC	COM	25960R105	5958	466188	SH	DEFINED
DOVER CORP	COM	260003108	84336	1809793	SH	DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	6790	169866	SH	DEFINED
DUKE ENERGY CORP NEW	COM	26441C105	1117	55879	SH	DEFINED
E M C CORP MASS	COM	268648102	1574	74979	SH	DEFINED
EATON CORP	COM	278058102	12572	354145	SH	DEFINED
EBAY INC	COM	278642103	119212	4042466	SH	DEFINED
EDISON INTL	COM	281020107	544	14218	SH	DEFINED
EDUCATION MGMT CORP NEW	COM	28140M103	26556	1789480	SH	DEFINED
EL PASO CORP	COM	28336L109	68356	3910508	SH	DEFINED
EMCORE CORP	COM	290846104	228	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	19237	465677	SH	DEFINED
ENTERGY CORP NEW	COM	29364G103	505	7614	SH	DEFINED
EQUINIX INC	COM NEW	29444U502	111742	1257927	SH	DEFINED
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1051	20263	SH	DEFINED
EXELON CORP	COM	30161N101	2193	51473	SH	DEFINED

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EXPRESS SCRIPTS INC	COM	302182100	283560	7649324	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	231091	3181758	SH	DEFINED
FTI CONSULTING INC	COM	302941109	10782	292911	SH	DEFINED
FEDEX CORP	COM	31428X106	57614	851269	SH	DEFINED
FINANCIAL ENGINES INC	COM	317485100	1358	75000	SH	DEFINED
FIRSTENERGY CORP	COM	337932107	39760	885317	SH	DEFINED
FLUIDIGM CORP DEL	COM	34385P108	2157	154814	SH	SOLE
FORD MTR CO DEL	COM PAR \$0.01	345370860	1937	200311	SH	DEFINED
FOREST OIL CORP	COM PAR \$0.01	346091705	9053	628690	SH	DEFINED
FORTINET INC	COM	34959E109	5522	328688	SH	DEFINED
FRANKLIN RES INC	COM	354613101	1286	13450	SH	DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	49718	1632774	SH	DEFINED
GEN-PROBE INC NEW	COM	36866T103	8794	153602	SH	DEFINED
GENERAL DYNAMICS CORP	COM	369550108	2013	35381	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	1437039	94417784	SH	DEFINED
GENERAL MTRS CO	COM	37045V100	1212	60060	SH	DEFINED
GENUINE PARTS CO	COM	372460105	4369	86012	SH	DEFINED
GILEAD SCIENCES INC	COM	375558103	355207	9154807	SH	DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	238003	2517217	SH	DEFINED
GOOGLE INC	CL A	38259P508	211675	410987	SH	DEFINED
GREENHILL & CO INC	COM	395259104	3002	105000	SH	DEFINED
GRIFOLS S A	SPONSORED ADR	398438309	127	19913	SH	DEFINED
GRUPO FINANCIERO GALICIA S A	SP ADR 10 SH B	399909100	134	16230	SH	DEFINED
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	331	6662	SH	DEFINED
HCA HOLDINGS INC	COM	40412C101	25560	1267878	SH	DEFINED
HCC INS HLDGS INC	COM	404132102	31415	1161365	SH	DEFINED
HCP INC	COM	40414L109	409	11657	SH	DEFINED
HALLIBURTON CO	COM	406216101	64525	2114194	SH	DEFINED
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	8619	734811	SH	DEFINED
HARSCO CORP	COM	415864107	25047	1291762	SH	DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	41793	2589425	SH	DEFINED
HEALTH CARE REIT INC	COM	42217K106	425	9072	SH	DEFINED
HESS CORP	COM	42809H107	62732	1195806	SH	DEFINED
HEWLETT PACKARD CO	COM	428236103	21699	966553	SH	DEFINED
HEXCEL CORP NEW	COM	428291108	40292	1818232	SH	DEFINED
HISOFT TECHNOLOGY INTL LTD	SPONSORED ADR	43358R108	7691	875010	SH	SOLE
HITTITE MICROWAVE CORP	COM	43365Y104	26054	534993	SH	DEFINED
HOME DEPOT INC	COM	437076102	66136	2012058	SH	DEFINED
HOMEAWAY INC	COM	43739Q100	1380	41044	SH	DEFINED
HONEYWELL INTL INC	COM	438516106	219846	5006743	SH	DEFINED
HOSPIRA INC	COM	441060100	39105	1056880	SH	DEFINED
HOST HOTELS & RESORTS INC	COM	44107P104	459	41922	SH	DEFINED
HUMAN GENOME SCIENCES INC	COM	444903108	9082	715695	SH	DEFINED
ICF INTL INC	COM	44925C103	335	17795	SH	SOLE
ICICI BK LTD	ADR	45104G104	34504	993784	SH	DEFINED
IHS INC	CL A	451734107	27924	373272	SH	DEFINED
ILLUMINA INC	COM	452327109	22979	561556	SH	DEFINED
INCYTE CORP	COM	45337C102	13060	934861	SH	DEFINED
INFINERA CORPORATION	COM	45667G103	4329	560803	SH	DEFINED
INFOSYS LTD	SPONSORED ADR	456788108	13917	272500	SH	DEFINED
ING GROEP N V	SPONSORED ADR	456837103	5239	743104	SH	DEFINED
INSULET CORP	COM	45784P101	3614	236825	SH	DEFINED
INTEL CORP	COM	458140100	56176	2633046	SH	DEFINED
INTERMUNE INC	COM	45884X103	3658	181087	SH	DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	284842	1628876	SH	DEFINED
INTUIT	COM	461202103	38602	813701	SH	DEFINED
INTREPID POTASH INC	COM	46121Y102	8390	337356	SH	DEFINED
ISHARES INC	MSCI EMU INDEX	464286608	3164	115812	SH	DEFINED
ISHARES TR	MSCI EMERG MKT	464287234	31438	895809	SH	DEFINED
ISHARES TR	MSCI EAFE INDEX	464287465	8239	172441	SH	DEFINED
ISIS PHARMACEUTICALS INC	COM	464330109	1550	228577	SH	DEFINED
ITC HLDGS CORP	COM	465685105	82759	1068819	SH	DEFINED

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JPMORGAN CHASE & CO	COM	46625H100	338464	11237192	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	170568	2678098	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	11759	681259	SH	DEFINED
KLA-TENCOR CORP	COM	482480100	2232	58299	SH	DEFINED
KELLOGG CO	COM	487836108	8266	155397	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	7454	104977	SH	DEFINED
KIMCO RLTY CORP	COM	49446R109	385	25605	SH	DEFINED
KIRBY CORP	COM	497266106	4154	78915	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	215785	6426012	SH	DEFINED
LAS VEGAS SANDS CORP	COM	517834107	40085	1045518	SH	DEFINED
LIBERTY GLOBAL INC	COM SER C	530555309	165394	4778779	SH	DEFINED
LINCARE HLDGS INC	COM	532791100	36776	1634501	SH	DEFINED
LOEWS CORP	COM	540424108	588	17010	SH	DEFINED
LORILLARD INC	COM	544147101	1090	9844	SH	DEFINED
LOWES COS INC	COM	548661107	102337	5291493	SH	DEFINED
M D C HLDGS INC	COM	552676108	25480	1504149	SH	DEFINED
MSC INDL DIRECT INC	CL A	553530106	18266	323526	SH	DEFINED
MSCI INC	CL A	55354G100	13717	452259	SH	DEFINED
MACYS INC	COM	55616P104	45969	1746553	SH	DEFINED
MACYS INC	COM	55616P104	4	158	SH	SOLE
MARATHON PETE CORP	COM	56585A102	19526	721599	SH	DEFINED
MARSH & MCLENNAN COS INC	COM	571748102	1204	45360	SH	DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	822	30187	SH	DEFINED
MASIMO CORP	COM	574795100	22356	1033555	SH	DEFINED
MASTERCARD INC	CL A	57636Q104	7671	24186	SH	DEFINED
MCCORMICK & CO INC	COM NON VTG	579780206	14603	316348	SH	DEFINED
MCDERMOTT INTL INC	COM	580037109	13875	1289525	SH	DEFINED
MCDONALDS CORP	COM	580135101	20666	235325	SH	DEFINED
MCGRAW HILL COS INC	COM	580645109	465	11340	SH	DEFINED
MCKESSON CORP	COM	58155Q103	1025	14096	SH	DEFINED
MEAD JOHNSON NUTRITION CO	COM	582839106	19489	283147	SH	DEFINED
MECHEL OAO	SPONSORED ADR	583840103	19191	1883335	SH	DEFINED
MECHEL OAO	SPON ADR PFD	583840509	4041	1010247	SH	DEFINED
MEDASSETS INC	COM	584045108	7618	792706	SH	DEFINED
MEDASSETS INC	COM	584045108	1373	142887	SH	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1185	25271	SH	DEFINED
MEDTRONIC INC	COM	585055106	1830	55060	SH	DEFINED
MERCADOLIBRE INC	COM	58733R102	17603	327494	SH	DEFINED
MERCK & CO INC NEW	COM	58933Y105	12328	377014	SH	DEFINED
METLIFE INC	COM	59156R108	42713	1524920	SH	DEFINED
METTLER TOLEDO INTERNATIONAL	COM	592688105	21499	153611	SH	DEFINED
MICROSOFT CORP	COM	594918104	346335	13914624	SH	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	27566	886066	SH	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	52701	4284639	SH	DEFINED
MOLEX INC	CL A	608554200	13166	780000	SH	DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	53570	1352425	SH	DEFINED
MOLYCORP INC DEL	COM	608753109	5762	175286	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	258835	4311046	SH	DEFINED
MONSTER WORLDWIDE INC	COM	611742107	9600	1337114	SH	DEFINED
MOSAIC CO NEW	COM	61945C103	2786	56884	SH	DEFINED
MOTOROLA SOLUTIONS INC	COM NEW	620076307	648	15458	SH	DEFINED
NII HLDGS INC	CL B NEW	62913F201	121631	4513228	SH	DEFINED
NRG ENERGY INC	COM NEW	629377508	564	26607	SH	DEFINED
NALCO HOLDING COMPANY	COM	62985Q101	15737	449878	SH	DEFINED
NATIONAL CINEMEDIA INC	COM	635309107	3292	226860	SH	DEFINED
NATIONAL OILWELL VARCO INC	COM	637071101	32600	636478	SH	DEFINED
NETAPP INC	COM	64110D104	781	23017	SH	DEFINED
NETFLIX INC	COM	64110L106	2492	22000	SH	DEFINED
NEWCASTLE INVT CORP	COM	65105M108	3053	750000	SH	DEFINED
NEWMONT MINING CORP	COM	651639106	2042	32437	SH	DEFINED
NEWS CORP	CL A	65248E104	19143	1236649	SH	DEFINED
NEXTERA ENERGY INC	COM	65339F101	72802	1347684	SH	DEFINED

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NIKE INC	CL B	654106103	3443	40260	SH	DEFINED
NORTHEAST UTILS	COM	664397106	828	24619	SH	DEFINED
NOVARTIS A G	SPONSORED ADR	66987V109	61054	1094751	SH	DEFINED
NVIDIA CORP	COM	67066G104	1011	80811	SH	DEFINED
NUVASIVE INC	COM	670704105	1463	85734	SH	DEFINED
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	76354	1145938	SH	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	89601	1253162	SH	DEFINED
OMNICARE INC	COM	681904108	44203	1738217	SH	DEFINED
OMNICOM GROUP INC	COM	681919106	180774	4906990	SH	DEFINED
ORACLE CORP	COM	68389X105	240931	8383109	SH	DEFINED
ORION ENERGY SYSTEMS INC	COM	686275108	4163	1570990	SH	SOLE
PG&E CORP	COM	69331C108	1099	25981	SH	DEFINED
PICO HLDGS INC	COM NEW	693366205	4964	242046	SH	DEFINED
PPL CORP	COM	69351T106	1222	42830	SH	DEFINED
PAYCHEX INC	COM	704326107	102461	3885507	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	19249	568162	SH	DEFINED
PENN NATL GAMING INC	COM	707569109	18734	562753	SH	DEFINED
PEOPLES UNITED FINANCIAL INC	COM	712704105	20132	1765944	SH	DEFINED
PEPSICO INC	COM	713448108	470501	7600987	SH	DEFINED
PERKINELMER INC	COM	714046109	58983	3070440	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	172317	8316451	SH	DEFINED
PFIZER INC	COM	717081103	170942	9668639	SH	DEFINED
PHARMASSET INC	COM	71715N106	1560	18938	SH	DEFINED
PHILIP MORRIS INTL INC	COM	718172109	16298	261276	SH	DEFINED
PIONEER NAT RES CO	COM	723787107	13660	207688	SH	DEFINED
PLUM CREEK TIMBER CO INC	COM	729251108	276	7956	SH	DEFINED
POLYPORE INTL INC	COM	73179V103	283	5000	SH	DEFINED
POTASH CORP SASK INC	COM	73755L107	20546	475383	SH	DEFINED
PRAXAIR INC	COM	74005P104	206635	2210472	SH	DEFINED
PRECISION CASTPARTS CORP	COM	740189105	12582	80934	SH	DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	1018	21310	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	153409	2428125	SH	DEFINED
PROLOGIS INC	COM	74340W103	629	25957	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	107732	2299012	SH	DEFINED
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	14584	437052	SH	DEFINED
PUBLIC STORAGE	COM	74460D109	5397	48465	SH	DEFINED
QLIK TECHNOLOGIES INC	COM	74733T105	2487	115000	SH	DEFINED
QUALCOMM INC	COM	747525103	519520	10683110	SH	DEFINED
QUANTA SVCS INC	COM	74762E102	15676	834272	SH	DEFINED
QUICKSILVER RESOURCES INC	COM	74837R104	11460	1511897	SH	DEFINED
RLJ LODGING TR	COM	74965L101	92692	7258558	SH	DEFINED
RLJ LODGING TR	COM	74965L101	35331	2766703	SH	SOLE
RADNET INC	COM	750491102	508	208333	SH	SOLE
RANGE RES CORP	COM	75281A109	689	11794	SH	DEFINED
RAYONIER INC	COM	754907103	2276	61869	SH	DEFINED
REGIONS FINANCIAL CORP NEW	COM	7591EP100	1182	354969	SH	DEFINED
RESMED INC	COM	761152107	43352	1505813	SH	DEFINED
ROCKWELL COLLINS INC	COM	774341101	75044	1422369	SH	DEFINED
ROVI CORP	COM	779376102	35284	820940	SH	DEFINED
ROWAN COS INC	COM	779382100	2383	78938	SH	DEFINED
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	362	14070	SH	DEFINED
SL GREEN RLTY CORP	COM	78440X101	8454	145384	SH	DEFINED
SLM CORP	COM	78442P106	692	55566	SH	DEFINED
SPDR S&P 500 ETF TR	TR UNIT	78462F103	4184	36974	SH	DEFINED
SPDR INDEX SHS FDS	S&P CHINA ETF	78463X400	849	15205	SH	DEFINED
ST JUDE MED INC	COM	790849103	830	22932	SH	DEFINED
SALESFORCE COM INC	COM	79466L302	1983	17350	SH	DEFINED
SANDISK CORP	COM	80004C101	628	15574	SH	DEFINED
SANOFI	RIGHT 12/31/2020	80105N113	40	37509	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	417867	6995931	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	6137	519672	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	26237	897923	SH	DEFINED

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SEMPRA ENERGY	COM	816851109	1105	21451	SH	DEFINED
SIEMENS A G	SPONSORED ADR	826197501	20682	230332	SH	DEFINED
SIGMA ALDRICH CORP	COM	826552101	1352	21887	SH	DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	6117	55620	SH	DEFINED
SIRIUS XM RADIO INC	COM	82967N108	8166	5408083	SH	DEFINED
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	70580	1476258	SH	DEFINED
SOUTHERN CO	COM	842587107	13644	322024	SH	DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	44945	1348494	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	26012	1060408	SH	DEFINED
SPRINT NEXTEL CORP	COM SER 1	852061100	690	226905	SH	DEFINED
STARBUCKS CORP	COM	855244109	1963	52631	SH	DEFINED
STATE STR CORP	COM	857477103	242615	7544012	SH	DEFINED
STEEL DYNAMICS INC	COM	858119100	4786	482459	SH	DEFINED
STERICYCLE INC	COM	858912108	11742	145472	SH	DEFINED
STILLWATER MNG CO	COM	86074Q102	2661	313050	SH	DEFINED
SUCCESSFACTORS INC	COM	864596101	33809	1470601	SH	DEFINED
SUNCOR ENERGY INC NEW	COM	867224107	110556	4345773	SH	DEFINED
SUPERMEDIA INC	COM	868447103	712	459495	SH	SOLE
SYCAMORE NETWORKS INC	COM NEW	871206405	3066	169886	SH	DEFINED
SYNAPTICS INC	COM	87157D109	17576	735417	SH	DEFINED
SYSCO CORP	COM	871829107	2745	105998	SH	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	52324	4577799	SH	DEFINED
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	2226	175000	SH	DEFINED
TARGET CORP	COM	87612E106	268193	5468863	SH	DEFINED
TELEFONICA S A	SPONSORED ADR	879382208	3952	206696	SH	DEFINED
TENET HEALTHCARE CORP	COM	88033G100	2306	560990	SH	DEFINED
TERADATA CORP DEL	COM	88076W103	862	16102	SH	DEFINED
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	42209	1134054	SH	DEFINED
TEXAS INSTRS INC	COM	882508104	87351	3277696	SH	DEFINED
TEXTRON INC	COM	883203101	534	30248	SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	112044	2212569	SH	DEFINED
3M CO	COM	88579Y101	936	13042	SH	DEFINED
THRESHOLD PHARMACEUTICAL INC	COM NEW	885807206	19	13304	SH	DEFINED
TIME WARNER INC	COM NEW	887317303	133869	4466769	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	9094	186616	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	2206	93698	SH	DEFINED
ULTRA PETROLEUM CORP	COM	903914109	5153	185886	SH	DEFINED
UNION PAC CORP	COM	907818108	24776	303368	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	96030	1520659	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	95351	1355185	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	13882	301005	SH	DEFINED
URBAN OUTFITTERS INC	COM	917047102	10549	472818	SH	DEFINED
VCA ANTECH INC	COM	918194101	719	45000	SH	DEFINED
VALE S A	ADR	91912E105	3474	152364	SH	DEFINED
VALE S A	ADR REPSTG PFD	91912E204	64572	3074855	SH	DEFINED
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	326	4000	SH	DEFINED
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	2430	67819	SH	DEFINED
VENTAS INC	COM	92276F100	786	15911	SH	DEFINED
VANGUARD INDEX FDS	REIT ETF	922908553	9655	189804	SH	DEFINED
VERA BRADLEY INC	COM	92335C106	4506	125000	SH	DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	74223	2016927	SH	DEFINED
VERTEX PHARMACEUTICALS INC	COM	92532F100	30043	675736	SH	DEFINED
VIACOM INC NEW	CL B	92553P201	2198	56726	SH	DEFINED
VIRGIN MEDIA INC	COM	92769L101	648	26617	SH	DEFINED
VIRTUALSCOPICS INC	COM	928269109	1218	1218467	SH	SOLE
VISA INC	COM CL A	92826C839	409482	4776969	SH	DEFINED
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	19061	742840	SH	DEFINED
VORNADO RLTY TR	SH BEN INT	929042109	823	11029	SH	DEFINED
VULCAN MATLS CO	COM	929160109	245	8895	SH	DEFINED
WABTEC CORP	COM	929740108	2717	51392	SH	DEFINED
WAL MART STORES INC	COM	931142103	9432	181737	SH	DEFINED
WALGREEN CO	COM	931422109	1974	60011	SH	DEFINED

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WATSON PHARMACEUTICALS INC	COM	942683103	1780	26082	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	74416	3085251	SH	DEFINED
WESTERN DIGITAL CORP	COM	958102105	334	12974	SH	DEFINED
WESTERN UN CO	COM	959802109	251320	16436919	SH	DEFINED
WEYERHAEUSER CO	COM	962166104	268	17216	SH	DEFINED
WILLIAMS COS INC DEL	COM	969457100	1331	54666	SH	DEFINED
WINDSTREAM CORP	COM	97381W104	2348	201542	SH	DEFINED
WINDSTREAM CORP	COM	97381W104	5259	451457	SH	SOLE
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	2952	162664	SH	DEFINED
XCEL ENERGY INC	COM	98389B100	3103	125665	SH	DEFINED
YAHOO INC	COM	984332106	215	16330	SH	DEFINED
YUM BRANDS INC	COM	988498101	22682	459238	SH	DEFINED
ZIMMER HLDGS INC	COM	98956P102	1099	20547	SH	DEFINED
ZIONS BANCORPORATION	COM	989701107	6863	487430	SH	DEFINED