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GENERAL ELECTRIC CO  
Form 13F-HR  
July 31, 2009

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, 2009

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	July 31, 2009
-----	-----	-----	-----
(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: 413

Form 13F Information Table Value Total: \$20,039,480  
(thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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01	028-05827	GE Asset Management

### FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTM DISCRET
-----	-----	-----	-----	-----	---	-----	-----
ARCH CAP GROUP LTD	ORD	G0450A105	15155	258700	SH		DEFIN
AXIS CAPITAL HOLDINGS	SHS	G0692U109	46142	1762500	SH		DEFIN
ACCENTURE LTD BERMUDA	CL A	G1150G111	2426	72498	SH		DEFIN
COVIDIEN PLC	SHS	G2554F105	169598	4529855	SH		DEFIN
GENPACT LIMITED	SHS	G3922B107	469382	39947364	SH		SOLE
INVESCO LTD	SHS	G491BT108	9290	521323	SH		DEFIN
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	21249	1825497	SH		DEFIN
NABORS INDUSTRIES LTD	SHS	G6359F103	7241	464734	SH		DEFIN
PARTNERRE LTD	COM	G6852T105	17753	273332	SH		DEFIN
ACE LTD	SHS	H0023R105	132023	2984930	SH		DEFIN
WEATHERFORD INTERNATIONAL LT	REG	H27013103	15507	792775	SH		DEFIN
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	8917	294788	SH		DEFIN
TRANSOCEAN LTD	REG SHS	H8817H100	420919	5665891	SH		DEFIN
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	10068	178951	SH		DEFIN
ABB LTD	SPONSORED ADR	000375204	66902	4239682	SH		DEFIN
A D A M INC	COM	00088U108	565	196103	SH		SOLE
AFLAC INC	COM	001055102	108057	3475627	SH		DEFIN
AES CORP	COM	00130H105	1083	93312	SH		DEFIN
AT&T INC	COM	00206R102	102507	4126678	SH		DEFIN
ABBOTT LABS	COM	002824100	81228	1726796	SH		DEFIN
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	131	82050	SH		SOLE
ACTIVISION BLIZZARD INC	COM	00507V109	35604	2818968	SH		DEFIN
ADOBE SYS INC	COM	00724F101	1014	35844	SH		DEFIN
AETNA INC NEW	COM	00817Y108	23202	926215	SH		DEFIN
AFFILIATED COMPUTER SERVICES	CL A	008190100	80269	1807043	SH		DEFIN
AFFILIATED MANAGERS GROUP	COM	008252108	23233	399259	SH		DEFIN
AIR PRODS & CHEMS INC	COM	009158106	3758	58184	SH		DEFIN
ALBERTO CULVER CO NEW	COM	013078100	54948	2160752	SH		DEFIN
ALEXION PHARMACEUTICALS INC	COM	015351109	2652	64500	SH		DEFIN
ALLEGHANY CORP DEL	COM	017175100	10681	39413	SH		DEFIN
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	81891	2344424	SH		DEFIN

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ALLIANT TECHSYSTEMS INC	COM	018804104	26633	323376	SH	DEFIN
ALLSTATE CORP	COM	020002101	879	36034	SH	DEFIN
ALTERA CORP	COM	021441100	441	27078	SH	DEFIN
ALTRIA GROUP INC	COM	02209S103	12131	740128	SH	DEFIN
ALTUS PHARMACEUTICALS INC	COM	02216N105	17	40957	SH	SOLE
AMAZON COM INC	COM	023135106	5284	63161	SH	DEFIN
AMBASSADORS GROUP INC	COM	023177108	5508	400000	SH	DEFIN
AMBASSADORS INTL INC	COM	023178106	60	200000	SH	DEFIN
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	81752	2111369	SH	DEFIN
AMERICAN APPAREL INC	COM	023850100	3214	882834	SH	DEFIN
AMERICAN ELEC PWR INC	COM	025537101	21310	737642	SH	DEFIN
AMERICAN EXPRESS CO	COM	025816109	5997	258036	SH	DEFIN
AMERICAN TOWER CORP	CL A	029912201	203254	6446363	SH	DEFIN
AMERICAN WTR WKS CO INC NEW	COM	030420103	14630	765560	SH	DEFIN
AMERIPRISE FINL INC	COM	03076C106	50975	2100321	SH	DEFIN
AMGEN INC	COM	031162100	494210	9335286	SH	DEFIN
AMYLIN PHARMACEUTICALS INC	COM	032346108	13110	971124	SH	DEFIN
ANGLO AMERN PLC	ADR NEW	03485P201	3538	241838	SH	DEFIN
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	6766	184716	SH	DEFIN
AON CORP	COM	037389103	35287	931787	SH	DEFIN
APACHE CORP	COM	037411105	66169	917101	SH	DEFIN
APPLE INC	COM	037833100	19434	136449	SH	DEFIN
ARCHER DANIELS MIDLAND CO	COM	039483102	13757	513890	SH	DEFIN
AUTOMATIC DATA PROCESSING IN	COM	053015103	22608	637926	SH	DEFIN
AVON PRODS INC	COM	054303102	11164	433064	SH	DEFIN
BAIDU INC	SPON ADR REP A	056752108	136210	452390	SH	DEFIN
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	15389	329599	SH	DEFIN
BANK OF AMERICA CORPORATION	COM	060505104	135610	10273504	SH	DEFIN
BANK OF NEW YORK MELLON CORP	COM	064058100	89906	3067416	SH	DEFIN
BARRICK GOLD CORP	COM	067901108	29529	880161	SH	DEFIN
BAXTER INTL INC	COM	071813109	14412	272137	SH	DEFIN
BECTON DICKINSON & CO	COM	075887109	25314	354992	SH	DEFIN
BED BATH & BEYOND INC	COM	075896100	287139	9337845	SH	DEFIN
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	31853	11000	SH	DEFIN
BEST BUY INC	COM	086516101	1238	36967	SH	DEFIN
BLACKBOARD INC	COM	091935502	9443	327212	SH	DEFIN
BLACKROCK KELSO CAPITAL CORP	COM	092533108	38372	6159270	SH	DEFIN
BOEING CO	COM	097023105	822	19338	SH	DEFIN
BOSTON PROPERTIES INC	COM	101121101	1408	29519	SH	DEFIN
BOSTON SCIENTIFIC CORP	COM	101137107	59822	5899653	SH	DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	138527	6820625	SH	DEFIN
BURLINGTON NORTHN SANTA FE C	COM	12189T104	4880	66353	SH	DEFIN
CAE INC	COM	124765108	61	10242	SH	DEFIN
CB RICHARD ELLIS GROUP INC	CL A	12497T101	90129	9629183	SH	DEFIN
CME GROUP INC	COM	12572Q105	307206	987421	SH	DEFIN
CMS ENERGY CORP	COM	125896100	418	34590	SH	DEFIN
CSX CORP	COM	126408103	2102	60692	SH	DEFIN
CAMECO CORP	COM	13321L108	7379	288226	SH	DEFIN
CAMERON INTERNATIONAL CORP	COM	13342B105	1912	67554	SH	DEFIN
CANADIAN NATL RY CO	COM	136375102	859	20000	SH	DEFIN
CANADIAN NAT RES LTD	COM	136385101	940	17900	SH	DEFIN
CARDINAL HEALTH INC	COM	14149Y108	72476	2372374	SH	DEFIN
CARNIVAL CORP	PAIRED CTF	143658300	115840	4495146	SH	DEFIN
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	13483	540621	SH	DEFIN
CELGENE CORP	COM	151020104	2978	62248	SH	DEFIN
CEMEX SAB DE CV	SPON ADR NEW	151290889	8589	919605	SH	DEFIN
CHEESECAKE FACTORY INC	COM	163072101	11050	638734	SH	DEFIN
CHESAPEAKE ENERGY CORP	COM	165167107	3995	201458	SH	DEFIN
CHEVRON CORP NEW	COM	166764100	107971	1629751	SH	DEFIN
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	376	5384	SH	DEFIN
CHUBB CORP	COM	171232101	11527	289037	SH	DEFIN
CISCO SYS INC	COM	17275R102	378731	20307316	SH	DEFIN

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CITRIX SYS INC	COM	177376100	19333	606245	SH	DEFIN
CLOROX CO DEL	COM	189054109	21968	393482	SH	DEFIN
COACH INC	COM	189754104	15012	558488	SH	DEFIN
COCA COLA CO	COM	191216100	6972	145282	SH	DEFIN
COGENT INC	COM	19239Y108	15761	1468838	SH	DEFIN
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	44196	1655299	SH	DEFIN
COMCAST CORP NEW	CL A	20030N101	11279	780000	SH	DEFIN
COMCAST CORP NEW	CL A SPL	20030N200	256519	18192813	SH	DEFIN
CONOCOPHILLIPS	COM	20825C104	4515	107343	SH	DEFIN
CONSTANT CONTACT INC	COM	210313102	203	10240	SH	SOLE
CORNING INC	COM	219350105	126479	7875379	SH	DEFIN
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	60696	3572437	SH	DEFIN
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	1100	64765	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	1770	38674	SH	DEFIN
COVANCE INC	COM	222816100	20293	412454	SH	DEFIN
CUMULUS MEDIA INC	CL A	231082108	247	266109	SH	SOLE
CYBERSOURCE CORP	COM	23251J106	5168	337764	SH	DEFIN
DST SYS INC DEL	COM	233326107	5877	159055	SH	DEFIN
DTE ENERGY CO	COM	233331107	5452	170371	SH	DEFIN
DANAHER CORP DEL	COM	235851102	556	9000	SH	DEFIN
DARDEN RESTAURANTS INC	COM	237194105	803	24345	SH	DEFIN
DAVITA INC	COM	23918K108	2473	50000	SH	DEFIN
DEERE & CO	COM	244199105	56482	1413820	SH	DEFIN
DELTA AIR LINES INC DEL	COM NEW	247361702	257	44432	SH	SOLE
DENTSPLY INTL INC NEW	COM	249030107	9952	325549	SH	DEFIN
DEVON ENERGY CORP NEW	COM	25179M103	79849	1465111	SH	DEFIN
DIAGEO P L C	SPON ADR NEW	25243Q205	3736	65257	SH	DEFIN
DIRECTV GROUP INC	COM	25459L106	1844	74616	SH	DEFIN
DISNEY WALT CO	COM DISNEY	254687106	33989	1456891	SH	DEFIN
DISCOVER FINL SVCS	COM	254709108	904	88069	SH	DEFIN
DOMINION RES INC VA NEW	COM	25746U109	92603	2770889	SH	DEFIN
DOUGLAS EMMETT INC	COM	25960P109	5019	558271	SH	DEFIN
DOUGLAS EMMETT INC	COM	25960P109	778	86506	SH	SOLE
DOVER CORP	COM	260003108	111446	3367976	SH	DEFIN
DOW CHEM CO	COM	260543103	972	60226	SH	DEFIN
DRESSER-RAND GROUP INC	COM	261608103	13501	517285	SH	DEFIN
DU PONT E I DE NEMOURS & CO	COM	263534109	3882	151538	SH	DEFIN
DUKE ENERGY CORP NEW	COM	26441C105	3007	206131	SH	DEFIN
E M C CORP MASS	COM	268648102	788	60129	SH	DEFIN
EQT CORP	COM	26884L109	9724	278545	SH	DEFIN
EATON CORP	COM	278058102	41231	924261	SH	DEFIN
EATON VANCE FLTING RATE INC	COM	278279104	7915	748138	SH	SOLE
EBAY INC	COM	278642103	55373	3232503	SH	DEFIN
ECOLAB INC	COM	278865100	10798	276934	SH	DEFIN
EDISON INTL	COM	281020107	69439	2207211	SH	DEFIN
EL PASO CORP	COM	28336L109	1547	167640	SH	DEFIN
EMCORE CORP	COM	290846104	290	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	40589	1252749	SH	DEFIN
ENTERGY CORP NEW	COM	29364G103	20590	265609	SH	DEFIN
EQUINIX INC	COM NEW	29444U502	28253	388409	SH	DEFIN
EQUINIX INC	COM NEW	29444U502	458	6302	SH	SOLE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	632	28435	SH	DEFIN
EXELON CORP	COM	30161N101	6858	133915	SH	DEFIN
EXPRESS SCRIPTS INC	COM	302182100	140351	2041464	SH	DEFIN
EXXON MOBIL CORP	COM	30231G102	325061	4649712	SH	DEFIN
FPL GROUP INC	COM	302571104	58045	1020849	SH	DEFIN
FIDELITY NATL INFORMATION SV	COM	31620M106	8210	411314	SH	DEFIN
FIRST TR/FOUR CRNRS SR FLOAT	COM	33733U108	3791	386013	SH	SOLE
FIRSTENERGY CORP	COM	337932107	1420	36638	SH	DEFIN
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	3357	416549	SH	DEFIN
FORTUNE BRANDS INC	COM	349631101	397	11417	SH	DEFIN
FRANCE TELECOM	SPONSORED ADR	35177Q105	367	16100	SH	DEFIN

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FRANKLIN RES INC	COM	354613101	5778	80238	SH	DEFIN
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	124663	2487786	SH	DEFIN
GEN-PROBE INC NEW	COM	36866T103	11890	276451	SH	DEFIN
GENERAL ELECTRIC CO	COM	369604103	1105295	94308424	SH	DEFIN
GENERAL MLS INC	COM	370334104	3368	60119	SH	DEFIN
GENESIS LEASE LTD	ADR	37183T107	17100	3967500	SH	SOLE
GENOPTIX INC	COM	37243V100	355	11095	SH	SOLE
GENUINE PARTS CO	COM	372460105	720	21458	SH	DEFIN
GILEAD SCIENCES INC	COM	375558103	223392	4769264	SH	DEFIN
GOLDMAN SACHS GROUP INC	COM	38141G104	385463	2614373	SH	DEFIN
GOOGLE INC	CL A	38259P508	116463	276247	SH	DEFIN
GREENHILL & CO INC	COM	395259104	7649	105930	SH	DEFIN
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	260	6662	SH	DEFIN
H & E EQUIPMENT SERVICES INC	COM	404030108	886	94759	SH	SOLE
HCC INS HLDGS INC	COM	404132102	36294	1511611	SH	DEFIN
HALLIBURTON CO	COM	406216101	59487	2873792	SH	DEFIN
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	14857	1439590	SH	DEFIN
HARRIS CORP DEL	COM	413875105	4273	150665	SH	DEFIN
HARRIS STRATEX NTRKS INC	CL A	41457P106	243	37521	SH	DEFIN
HARSCO CORP	COM	415864107	21409	756509	SH	DEFIN
HEALTH CARE REIT INC	COM	42217K106	716	21007	SH	DEFIN
HESS CORP	COM	42809H107	13069	243148	SH	DEFIN
HEWLETT PACKARD CO	COM	428236103	186981	4837798	SH	DEFIN
HEXCEL CORP NEW	COM	428291108	28055	2943900	SH	DEFIN
HITTITE MICROWAVE CORP	COM	43365Y104	25375	730211	SH	DEFIN
HOLOGIC INC	COM	436440101	36177	2538746	SH	DEFIN
HOME DEPOT INC	COM	437076102	5382	227744	SH	DEFIN
HONEYWELL INTL INC	COM	438516106	54618	1739420	SH	DEFIN
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	7065	488600	SH	DEFIN
ING PRIME RATE TR	SH BEN INT	44977W106	21164	5099656	SH	SOLE
IMS HEALTH INC	COM	449934108	340	26744	SH	DEFIN
ITT CORP NEW	COM	450911102	90297	2029137	SH	DEFIN
ICICI BK LTD	ADR	45104G104	11259	381660	SH	DEFIN
IHS INC	CL A	451734107	19504	391096	SH	DEFIN
ILLUMINA INC	COM	452327109	23377	600335	SH	DEFIN
INFINERA CORPORATION	COM	45667G103	2923	320105	SH	DEFIN
INSULET CORP	COM	45784P101	2079	270012	SH	DEFIN
INTEL CORP	COM	458140100	233401	14102752	SH	DEFIN
INTERNATIONAL BUSINESS MACHS	COM	459200101	123959	1187120	SH	DEFIN
INTERNATIONAL GAME TECHNOLOG	COM	459902102	650	40891	SH	DEFIN
INTUIT	COM	461202103	261558	9278380	SH	DEFIN
INTREPID POTASH INC	COM	46121Y102	21331	759642	SH	DEFIN
IRON MTN INC	COM	462846106	154550	5375642	SH	DEFIN
ISHARES TR	MSCI EMERG MKT	464287234	625	19381	SH	DEFIN
ISHARES TR	MSCI EAFE IDX	464287465	1088	23750	SH	DEFIN
ISIS PHARMACEUTICALS INC	COM	464330109	3475	210608	SH	DEFIN
ITAU UNIBANCO BANCO MULTIPL	SPONS ADR	465562106	7598	480000	SH	DEFIN
ITC HLDGS CORP	COM	465685105	45974	1013543	SH	DEFIN
ITRON INC	COM	465741106	496	9000	SH	DEFIN
JPMORGAN CHASE & CO	COM	46625H100	365604	10718380	SH	DEFIN
JOHNSON & JOHNSON	COM	478160104	62786	1105395	SH	DEFIN
JUNIPER NETWORKS INC	COM	48203R104	22509	953777	SH	DEFIN
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	7020	210746	SH	DEFIN
KLA-TENCOR CORP	COM	482480100	22268	881882	SH	DEFIN
KELLOGG CO	COM	487836108	699	15000	SH	DEFIN
KIMBERLY CLARK CORP	COM	494368103	38201	728601	SH	DEFIN
KIMCO REALTY CORP	COM	49446R109	688	68472	SH	DEFIN
KINROSS GOLD CORP	COM NO PAR	496902404	1503	82832	SH	DEFIN
KOHL'S CORP	COM	500255104	33726	788902	SH	DEFIN
KRAFT FOODS INC	CL A	50075N104	87510	3453417	SH	DEFIN
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2467	36389	SH	DEFIN
LAM RESEARCH CORP	COM	512807108	26909	1034971	SH	DEFIN

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LAS VEGAS SANDS CORP	COM	517834107	319	40532	SH	DEFIN
LAUDER ESTEE COS INC	CL A	518439104	7585	232160	SH	DEFIN
LEGGETT & PLATT INC	COM	524660107	225	14775	SH	DEFIN
LIBERTY GLOBAL INC	COM SER C	530555309	113712	7192440	SH	DEFIN
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	262548	9833255	SH	DEFIN
LIFE TIME FITNESS INC	COM	53217R207	7633	381440	SH	DEFIN
LIFE TECHNOLOGIES CORP	COM	53217V109	46187	1107064	SH	DEFIN
LINCARE HLDGS INC	COM	532791100	52984	2252736	SH	DEFIN
LINCOLN NATL CORP IND	COM	534187109	643	37348	SH	DEFIN
LOCKHEED MARTIN CORP	COM	539830109	1477	18310	SH	DEFIN
LOEWS CORP	COM	540424108	697	25420	SH	DEFIN
LOWES COS INC	COM	548661107	192203	9902266	SH	DEFIN
M D C HLDGS INC	COM	552676108	14561	483608	SH	DEFIN
MEMC ELECTR MATLS INC	COM	552715104	4797	269342	SH	DEFIN
MSC INDL DIRECT INC	CL A	553530106	508	14317	SH	DEFIN
MSCI INC	CL A	55354G100	3399	139080	SH	DEFIN
MACROVISION SOLUTIONS CORP	COM	55611C108	45976	2108033	SH	DEFIN
MARATHON OIL CORP	COM	565849106	220560	7320267	SH	DEFIN
MARRIOTT INTL INC NEW	CL A	571903202	830	37605	SH	DEFIN
MARTIN MARIETTA MATLS INC	COM	573284106	7522	95357	SH	DEFIN
MASIMO CORP	COM	574795100	28464	1180598	SH	DEFIN
MASTERCARD INC	CL A	57636Q104	3457	20663	SH	DEFIN
MCCORMICK & CO INC	COM NON VTG	579780206	145112	4460872	SH	DEFIN
MCDERMOTT INTL INC	COM	580037109	9513	468405	SH	DEFIN
MCDONALDS CORP	COM	580135101	14113	245480	SH	DEFIN
MCGRAW HILL COS INC	COM	580645109	1652	54871	SH	DEFIN
MCKESSON CORP	COM	58155Q103	22056	501276	SH	DEFIN
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	15083	474757	SH	DEFIN
MEADWESTVACO CORP	COM	583334107	807	49200	SH	DEFIN
MEDASSETS INC	COM	584045108	2779	142887	SH	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	2352	51563	SH	DEFIN
MEDTRONIC INC	COM	585055106	143415	4110478	SH	DEFIN
MERCADOLIBRE INC	COM	58733R102	24989	929640	SH	DEFIN
MERCK & CO INC	COM	589331107	22852	817294	SH	DEFIN
METAVANTE TECHNOLOGIES INC	COM	591407101	13052	504728	SH	DEFIN
METLIFE INC	COM	59156R108	77217	2573031	SH	DEFIN
METTLER TOLEDO INTERNATIONAL	COM	592688105	13615	176474	SH	DEFIN
MICROSOFT CORP	COM	594918104	565087	23773099	SH	DEFIN
MICROCHIP TECHNOLOGY INC	COM	595017104	26991	1196926	SH	DEFIN
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	2271	81353	SH	DEFIN
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	17151	464410	SH	DEFIN
MOLEX INC	CL A	608554200	54223	3770748	SH	DEFIN
MOLSON COORS BREWING CO	CL B	60871R209	28209	666402	SH	DEFIN
MONSANTO CO NEW	COM	61166W101	297018	3995403	SH	DEFIN
MONSTER WORLDWIDE INC	COM	611742107	13592	1150884	SH	DEFIN
MORGAN STANLEY	COM NEW	617446448	46190	1620147	SH	DEFIN
MOSAIC CO	COM	61945A107	13491	304538	SH	DEFIN
NII HLDGS INC	CL B NEW	62913F201	120396	6313384	SH	DEFIN
NATIONAL CINEMEDIA INC	COM	635309107	2496	181360	SH	DEFIN
NATIONAL OILWELL VARCO INC	COM	637071101	21203	649189	SH	DEFIN
NAVISTAR INTL CORP NEW	COM	63934E108	373	8560	SH	DEFIN
NEWCASTLE INVT CORP	COM	65105M108	495	750000	SH	DEFIN
NEWELL RUBBERMAID INC	COM	651229106	208	19991	SH	DEFIN
NEWMONT MINING CORP	COM	651639106	2111	51658	SH	DEFIN
NEWS CORP	CL A	65248E104	1688	185315	SH	DEFIN
NORTHEAST UTILS	COM	664397106	32280	1446883	SH	DEFIN
NORTHROP GRUMMAN CORP	COM	666807102	818	17900	SH	DEFIN
NOVARTIS A G	SPONSORED ADR	66987V109	1895	46466	SH	DEFIN
NUCOR CORP	COM	670346105	13950	313969	SH	DEFIN
NVIDIA CORP	COM	67066G104	980	86813	SH	DEFIN
OCCIDENTAL PETE CORP DEL	COM	674599105	135853	2064319	SH	DEFIN
OMNICARE INC	COM	681904108	626	24309	SH	DEFIN

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OMNICOM GROUP INC	COM	681919106	173051	5479763	SH	DEFIN
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	207	17600	SH	DEFIN
ORACLE CORP	COM	68389X105	67289	3141407	SH	DEFIN
ORBCOMM INC	COM	68555P100	3520	2000001	SH	SOLE
O REILLY AUTOMOTIVE INC	COM	686091109	54507	1431378	SH	DEFIN
ORION ENERGY SYSTEMS INC	COM	686275108	6656	1774832	SH	SOLE
OWENS ILL INC	COM NEW	690768403	455	16247	SH	DEFIN
PG&E CORP	COM	69331C108	10671	277612	SH	DEFIN
PICO HLDGS INC	COM NEW	693366205	4753	165622	SH	DEFIN
POSCO	SPONSORED ADR	693483109	504	6097	SH	DEFIN
PACKAGING CORP AMER	COM	695156109	520	32124	SH	DEFIN
PAN AMERICAN SILVER CORP	COM	697900108	328	17900	SH	DEFIN
PAYCHEX INC	COM	704326107	114741	4553234	SH	DEFIN
PEABODY ENERGY CORP	COM	704549104	9765	323777	SH	DEFIN
PENN NATL GAMING INC	COM	707569109	11390	391286	SH	DEFIN
PEOPLES UNITED FINANCIAL INC	COM	712704105	8538	566564	SH	DEFIN
PEPSI BOTTLING GROUP INC	COM	713409100	102938	3041906	SH	DEFIN
PEPSICO INC	COM	713448108	508012	9243297	SH	DEFIN
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	225273	6752777	SH	DEFIN
PETSMART INC	COM	716768106	417	19453	SH	DEFIN
PFIZER INC	COM	717081103	28279	1885296	SH	DEFIN
PHARMERICA CORP	COM	71714F104	3185	162233	SH	DEFIN
PHILIP MORRIS INTL INC	COM	718172109	128697	2950424	SH	DEFIN
PLUM CREEK TIMBER CO INC	COM	729251108	1147	38525	SH	DEFIN
PORTLAND GEN ELEC CO	COM NEW	736508847	1418	72780	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	39710	426763	SH	DEFIN
PRAXAIR INC	COM	74005P104	62491	879295	SH	DEFIN
PRECISION CASTPARTS CORP	COM	740189105	10335	141522	SH	DEFIN
PRICE T ROWE GROUP INC	COM	74144T108	756	18139	SH	DEFIN
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	5257	279028	SH	DEFIN
PROCTER & GAMBLE CO	COM	742718109	60671	1187292	SH	DEFIN
PROGRESS ENERGY INC	COM	743263105	2405	63582	SH	DEFIN
PROGRESSIVE CORP OHIO	COM	743315103	888	58762	SH	DEFIN
PRUDENTIAL FINL INC	COM	744320102	52732	1416767	SH	DEFIN
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	8120	357072	SH	DEFIN
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1813	55565	SH	DEFIN
PUBLIC STORAGE	COM	74460D109	1277	19496	SH	DEFIN
QUALCOMM INC	COM	747525103	492336	10892386	SH	DEFIN
QUANTA SVCS INC	COM	74762E102	12532	541796	SH	DEFIN
QUEST DIAGNOSTICS INC	COM	74834L100	2257	40000	SH	DEFIN
RADNET INC	COM	750491102	469	208333	SH	SOLE
RAYONIER INC	COM	754907103	7243	199265	SH	DEFIN
RAYTHEON CO	COM NEW	755111507	6460	145402	SH	DEFIN
REGAL ENTMT GROUP	CL A	758766109	16580	1247568	SH	DEFIN
REGENT COMMUNICATIONS INC DE	COM	758865109	275	1099998	SH	SOLE
RESEARCH IN MOTION LTD	COM	760975102	201005	2827476	SH	DEFIN
RESMED INC	COM	761152107	56958	1398438	SH	DEFIN
ROCKWELL COLLINS INC	COM	774341101	33821	810470	SH	DEFIN
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2259	45000	SH	DEFIN
SBA COMMUNICATIONS CORP	COM	78388J106	2595	105734	SH	SOLE
SL GREEN RLTY CORP	COM	78440X101	829	36130	SH	DEFIN
SPDR TR	UNIT SER 1	78462F103	2783	30263	SH	DEFIN
SPDR GOLD TRUST	GOLD SHS	78463V107	1682	18447	SH	DEFIN
ST JUDE MED INC	COM	790849103	1845	44896	SH	DEFIN
SANOFI AVENTIS	SPONSORED ADR	80105N105	590	20000	SH	DEFIN
SCANA CORP NEW	COM	80589M102	11292	347754	SH	DEFIN
SCHERING PLOUGH CORP	COM	806605101	2216	88212	SH	DEFIN
SCHLUMBERGER LTD	COM	806857108	373832	6908741	SH	DEFIN
SCHWAB CHARLES CORP NEW	COM	808513105	101038	5760440	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	5899	493674	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	21271	968620	SH	DEFIN
SEMPRA ENERGY	COM	816851109	1207	24316	SH	DEFIN

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SIMON PPTY GROUP INC NEW	COM	828806109	2253	43810	SH	DEFIN
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	70465	1947093	SH	DEFIN
SOHU COM INC	COM	83408W103	7246	115322	SH	DEFIN
SOUTHERN CO	COM	842587107	2338	75035	SH	DEFIN
SOUTHWESTERN ENERGY CO	COM	845467109	118428	3048343	SH	DEFIN
SPECTRA ENERGY CORP	COM	847560109	1419	83837	SH	DEFIN
SPRINT NEXTEL CORP	COM SER 1	852061100	915	190135	SH	DEFIN
STANLEY WKS	COM	854616109	224	6612	SH	DEFIN
STAPLES INC	COM	855030102	54203	2685996	SH	DEFIN
STARBUCKS CORP	COM	855244109	947	68193	SH	DEFIN
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	253	11401	SH	DEFIN
STATE STR CORP	COM	857477103	510734	10820643	SH	DEFIN
STERICYCLE INC	COM	858912108	7029	136414	SH	DEFIN
STERLITE INDS INDIA LTD	ADS	859737207	4123	331400	SH	DEFIN
SUCCESSFACTORS INC	COM	864596101	4706	512611	SH	DEFIN
SUNCOR ENERGY INC	COM	867229106	56352	1857364	SH	DEFIN
SUNTRUST BKS INC	COM	867914103	45856	2787580	SH	DEFIN
SYNIVERSE HLDGS INC	COM	87163F106	11326	706524	SH	DEFIN
TECO ENERGY INC	COM	872375100	385	32307	SH	DEFIN
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	44072	4683521	SH	DEFIN
TARGET CORP	COM	87612E106	82146	2081226	SH	DEFIN
TESCO CORP	COM	88157K101	6942	874303	SH	DEFIN
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	19082	386746	SH	DEFIN
TEXAS INSTRS INC	COM	882508104	29098	1366103	SH	DEFIN
TEXTRON INC	COM	883203101	36106	3737690	SH	DEFIN
THERMO FISHER SCIENTIFIC INC	COM	883556102	69555	1706029	SH	DEFIN
THOMAS WEISEL PARTNERS GRP I	COM	884481102	227	37661	SH	DEFIN
3M CO	COM	88579Y101	1403	23343	SH	DEFIN
THRESHOLD PHARMACEUTICAL INC	COM NEW	885807206	20	13304	SH	DEFIN
TIME WARNER INC	COM NEW	887317303	141340	5610952	SH	DEFIN
TIME WARNER CABLE INC	COM	88732J207	5676	179238	SH	DEFIN
TOWN SPORTS INTL HLDGS INC	COM	89214A102	177	47069	SH	SOLE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	8460	112007	SH	DEFIN
TRAVELERS COMPANIES INC	COM	89417E109	45192	1101177	SH	DEFIN
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	15506	1118788	SH	DEFIN
US BANCORP DEL	COM NEW	902973304	37696	2103567	SH	DEFIN
UNION PAC CORP	COM	907818108	76085	1461491	SH	DEFIN
UNITED PARCEL SERVICE INC	CL B	911312106	4077	81560	SH	DEFIN
UNITED STATES STL CORP NEW	COM	912909108	2421	67741	SH	DEFIN
UNITED TECHNOLOGIES CORP	COM	913017109	44738	861013	SH	DEFIN
UNITEDHEALTH GROUP INC	COM	91324P102	74515	2982982	SH	DEFIN
URBAN OUTFITTERS INC	COM	917047102	7926	379412	SH	DEFIN
VCA ANTECH INC	COM	918194101	39636	1484484	SH	DEFIN
VALE S A	ADR REPSTG PFD	91912E204	115140	7500999	SH	DEFIN
VALMONT INDS INC	COM	920253101	2162	30000	SH	DEFIN
VALUEVISION MEDIA INC	CL A	92047K107	12582	6452194	SH	SOLE
VAN KAMPEN SENIOR INCOME TR	COM	920961109	15065	4707883	SH	SOLE
VASOGEN INC	COM NEW	92232F202	12	55555	SH	DEFIN
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	502	17000	SH	DEFIN
VERIZON COMMUNICATIONS INC	COM	92343V104	82301	2678185	SH	DEFIN
VERTEX PHARMACEUTICALS INC	COM	92532F100	22000	611622	SH	DEFIN
VIACOM INC NEW	CL B	92553P201	12248	539576	SH	DEFIN
VIRTUALSCOPICS INC	COM	928269109	1182	1218467	SH	SOLE
VISA INC	COM CL A	92826C839	99811	1603126	SH	DEFIN
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	19496	1000319	SH	DEFIN
VORNADO RLTY TR	SH BEN INT	929042109	1368	30381	SH	DEFIN
VULCAN MATLS CO	COM	929160109	1056	24510	SH	DEFIN
WUXI PHARMATECH CAYMAN INC	SPONS ADR SHS	929352102	129	13700	SH	DEFIN
WAL MART STORES INC	COM	931142103	59217	1222482	SH	DEFIN
WELLPOINT INC	COM	94973V107	2243	44085	SH	DEFIN
WELLS FARGO & CO NEW	COM	949746101	53030	2185905	SH	DEFIN
WESTERN UN CO	COM	959802109	351287	21419956	SH	DEFIN



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WEYERHAEUSER CO	COM	962166104	17555	576902	SH	DEFIN
WHIRLPOOL CORP	COM	963320106	243	5703	SH	DEFIN
WILLIAMS COS INC DEL	COM	969457100	1092	69934	SH	DEFIN
WINDSTREAM CORP	COM	97381W104	636	76056	SH	DEFIN
WISCONSIN ENERGY CORP	COM	976657106	919	22585	SH	DEFIN
WYETH	COM	983024100	95966	2114249	SH	DEFIN
XCEL ENERGY INC	COM	98389B100	3274	177825	SH	DEFIN
YAHOO INC	COM	984332106	3721	237628	SH	DEFIN
YUM BRANDS INC	COM	988498101	794	23828	SH	DEFIN
ZIONS BANCORPORATION	COM	989701107	2056	177836	SH	DEFIN