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GENERAL ELECTRIC CO
Form 13F-HR
January 27, 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: December 31, 2008

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	January 27, 2008
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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: 398

Form 13F Information Table Value Total: \$18,923,966
(thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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	INVESTMENT DISCRET
ARCH CAP GROUP LTD	ORD	G0450A105	20939	298700	SH		DEFIN
AXIS CAPITAL HOLDINGS	SHS	G0692U109	51324	1762500	SH		DEFIN
ACCENTURE LTD BERMUDA	CL A	G1150G111	751	22900	SH		DEFIN
COVIDIEN LTD	COM	G2552X108	93454	2578765	SH		DEFIN
GENPACT LIMITED	SHS	G3922B107	328367	39947363	SH		SOLE
INVESCO LTD	SHS	G491BT108	1199	83025	SH		DEFIN
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	13429	2013397	SH		DEFIN
NABORS INDUSTRIES LTD	SHS	G6359F103	11700	977459	SH		DEFIN
WEATHERFORD INTERNATIONAL LT	COM	G95089101	9683	894938	SH		DEFIN
ACE LTD	SHS	H0023R105	161376	3049437	SH		DEFIN
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	6544	145715	SH		DEFIN
ABB LTD	SPONSORED ADR	000375204	62656	4174252	SH		DEFIN
A D A M INC	COM	00088U108	784	196103	SH		SOLE
AFLAC INC	COM	001055102	78093	1703607	SH		DEFIN
AES CORP	COM	00130H105	542	65743	SH		DEFIN
AT&T INC	COM	00206R102	70942	2489195	SH		DEFIN
ABBOTT LABS	COM	002824100	149769	2806236	SH		DEFIN
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	56	82050	SH		SOLE
ACTIVISION BLIZZARD INC	COM	00507V109	27274	3156716	SH		DEFIN
ADOBE SYS INC	COM	00724F101	1602	75244	SH		DEFIN
ADVANCE AUTO PARTS INC	COM	00751Y106	412	12255	SH		DEFIN
AETNA INC NEW	COM	00817Y108	41472	1455175	SH		DEFIN
AFFILIATED COMPUTER SERVICES	CL A	008190100	59906	1303730	SH		DEFIN
AFFILIATED MANAGERS GROUP	COM	008252108	15478	369227	SH		DEFIN
AIR PRODS & CHEMS INC	COM	009158106	656	13050	SH		DEFIN
ALBERTO CULVER CO NEW	COM	013078100	97489	3977513	SH		DEFIN
ALLEGHANY CORP DEL	COM	017175100	10897	38641	SH		DEFIN
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	99476	3896437	SH		DEFIN
ALLIANCE IMAGING INC	COM NEW	018606202	8928	1120160	SH		SOLE
ALLIANT TECHSYSTEMS INC	COM	018804104	33855	394766	SH		DEFIN
ALLSTATE CORP	COM	020002101	831	25364	SH		DEFIN

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ALTERA CORP	COM	021441100	491	29358	SH	DEFIN
ALTRIA GROUP INC	COM	02209S103	29783	1977623	SH	DEFIN
ALTUS PHARMACEUTICALS INC	COM	02216N105	22	40957	SH	SOLE
AMAZON COM INC	COM	023135106	4130	80533	SH	DEFIN
AMBASSADORS GROUP INC	COM	023177108	3680	400000	SH	DEFIN
AMBASSADORS INTL INC	COM	023178106	130	200000	SH	DEFIN
AMEREN CORP	COM	023608102	1317	39595	SH	DEFIN
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	74345	2398999	SH	DEFIN
AMERICAN APPAREL INC	COM	023850100	1976	993110	SH	DEFIN
AMERICAN ELEC PWR INC	COM	025537101	86333	2594128	SH	DEFIN
AMERICAN EXPRESS CO	COM	025816109	3440	185431	SH	DEFIN
AMERICAN TOWER CORP	CL A	029912201	170344	5809827	SH	DEFIN
AMERICAN WTR WKS CO INC NEW	COM	030420103	17526	839387	SH	DEFIN
AMERIPRISE FINL INC	COM	03076C106	49537	2120591	SH	DEFIN
AMGEN INC	COM	031162100	499360	8646927	SH	DEFIN
AMYLIN PHARMACEUTICALS INC	COM	032346108	11620	1071011	SH	DEFIN
ANALOG DEVICES INC	COM	032654105	15808	831137	SH	DEFIN
ANGLO AMERN PLC	ADR NEW	03485P201	2810	241838	SH	DEFIN
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3068	110716	SH	DEFIN
AON CORP	COM	037389103	50045	1095558	SH	DEFIN
APACHE CORP	COM	037411105	38320	514149	SH	DEFIN
APPLE INC	COM	037833100	12812	150115	SH	DEFIN
ARCHER DANIELS MIDLAND CO	COM	039483102	13383	464191	SH	DEFIN
AUTOMATIC DATA PROCESSING IN	COM	053015103	26751	680000	SH	DEFIN
BAIDU COM INC	SPON ADR REP A	056752108	33787	258763	SH	DEFIN
BANCO ITAU HLDG FINANCIERA S	SP ADR 500 PFD	059602201	3004	259000	SH	DEFIN
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	16780	479019	SH	DEFIN
BANK OF AMERICA CORPORATION	COM	060505104	77379	5495680	SH	DEFIN
BANK OF NEW YORK MELLON CORP	COM	064058100	85428	3015461	SH	DEFIN
BARE ESCENTUALS INC	COM	067511105	108	20668	SH	SOLE
BARRICK GOLD CORP	COM	067901108	89727	2440225	SH	DEFIN
BAXTER INTL INC	COM	071813109	33176	619072	SH	DEFIN
BED BATH & BEYOND INC	COM	075896100	302912	11916305	SH	DEFIN
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	38568	12000	SH	DEFIN
BLACK & DECKER CORP	COM	091797100	293	7001	SH	DEFIN
BLACKBOARD INC	COM	091935502	9410	358768	SH	DEFIN
BLACKROCK KELSO CAPITAL CORP	COM	092533108	60730	6159270	SH	DEFIN
BOEING CO	COM	097023105	1748	40967	SH	DEFIN
BORGWARNER INC	COM	099724106	496	22787	SH	DEFIN
BOSTON PROPERTIES INC	COM	101121101	982	17848	SH	DEFIN
BOSTON SCIENTIFIC CORP	COM	101137107	57289	7401708	SH	DEFIN
BRINKER INTL INC	COM	109641100	309	29358	SH	DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	199405	8576574	SH	DEFIN
BURLINGTON NORTHN SANTA FE C	COM	12189T104	1741	23000	SH	DEFIN
CB RICHARD ELLIS GROUP INC	CL A	12497T101	44419	10282211	SH	DEFIN
CME GROUP INC	COM	12572Q105	189493	910541	SH	DEFIN
CAMECO CORP	COM	13321L108	2105	122000	SH	DEFIN
CAMERON INTERNATIONAL CORP	COM	13342B105	1968	95992	SH	DEFIN
CANADIAN NAT RES LTD	COM	136385101	800	20000	SH	DEFIN
CAPITAL ONE FINL CORP	COM	14040H105	562	17615	SH	DEFIN
CARDINAL HEALTH INC	COM	14149Y108	60821	1764460	SH	DEFIN
CARNIVAL CORP	PAIRED CTF	143658300	121096	4979282	SH	DEFIN
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	1600	65693	SH	DEFIN
CAVIUM NETWORKS INC	COM	14965A101	1088	103542	SH	SOLE
CHEESECAKE FACTORY INC	COM	163072101	8367	828450	SH	DEFIN
CHEVRON CORP NEW	COM	166764100	69995	946256	SH	DEFIN
CHINAEDU CORP	SPONS ADR	16945L107	57	11664	SH	DEFIN
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	673	11743	SH	DEFIN
CHUBB CORP	COM	171232101	57327	1124050	SH	DEFIN
CISCO SYS INC	COM	17275R102	392335	24069609	SH	DEFIN
CITIGROUP INC	COM	172967101	37064	5523712	SH	DEFIN
CITRIX SYS INC	COM	177376100	15667	664710	SH	DEFIN

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CLOROX CO DEL	COM	189054109	101386	1824797	SH	DEFIN
COACH INC	COM	189754104	12718	612348	SH	DEFIN
COCA COLA CO	COM	191216100	7131	157518	SH	DEFIN
COGENT INC	COM	19239Y108	18901	1392829	SH	DEFIN
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	34457	1907940	SH	DEFIN
COLGATE PALMOLIVE CO	COM	194162103	18095	264000	SH	DEFIN
COMCAST CORP NEW	CL A	20030N101	9110	539700	SH	DEFIN
COMCAST CORP NEW	CL A SPL	20030N200	412636	25550207	SH	DEFIN
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	65943	6191808	SH	DEFIN
CONOCOPHILLIPS	COM	20825C104	10797	208432	SH	DEFIN
CONSTELLATION ENERGY GROUP I	COM	210371100	263	10500	SH	DEFIN
CORNING INC	COM	219350105	70138	7359672	SH	DEFIN
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	81830	5001807	SH	DEFIN
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	1060	64765	SH	SOLE
COVANCE INC	COM	222816100	11360	246795	SH	DEFIN
CUMULUS MEDIA INC	CL A	231082108	663	266109	SH	SOLE
DST SYS INC DEL	COM	233326107	6624	174395	SH	DEFIN
DTE ENERGY CO	COM	233331107	9866	276600	SH	DEFIN
DANAHER CORP DEL	COM	235851102	566	10000	SH	DEFIN
DARDEN RESTAURANTS INC	COM	237194105	16714	593107	SH	DEFIN
DAVITA INC	COM	23918K108	3470	70000	SH	DEFIN
DEERE & CO	COM	244199105	54351	1418347	SH	DEFIN
DELL INC	COM	24702R101	26442	2582226	SH	DEFIN
DELTA AIR LINES INC DEL	COM NEW	247361702	509	44432	SH	SOLE
DENTSPLY INTL INC NEW	COM	249030107	17512	620100	SH	DEFIN
DEVON ENERGY CORP NEW	COM	25179M103	87040	1324611	SH	DEFIN
DIAGEO P L C	SPON ADR NEW	25243Q205	4823	85000	SH	DEFIN
DICKS SPORTING GOODS INC	COM	253393102	291	20593	SH	DEFIN
DIRECTV GROUP INC	COM	25459L106	1534	66946	SH	DEFIN
DISNEY WALT CO	COM DISNEY	254687106	30198	1330904	SH	DEFIN
DISCOVER FINL SVCS	COM	254709108	862	90424	SH	DEFIN
DOLAN MEDIA CO	COM	25659P402	85	12971	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	121660	3394540	SH	DEFIN
DOUGLAS EMMETT INC	COM	25960P109	7994	612109	SH	DEFIN
DOUGLAS EMMETT INC	COM	25960P109	1130	86506	SH	SOLE
DOVER CORP	COM	260003108	117366	3565195	SH	DEFIN
DRESSER-RAND GROUP INC	COM	261608103	9784	567171	SH	DEFIN
DU PONT E I DE NEMOURS & CO	COM	263534109	2484	98181	SH	DEFIN
DUKE ENERGY CORP NEW	COM	26441C105	3712	247331	SH	DEFIN
E M C CORP MASS	COM	268648102	683	65193	SH	DEFIN
EOG RES INC	COM	26875P101	1674	25141	SH	DEFIN
EATON CORP	COM	278058102	49304	991841	SH	DEFIN
EATON VANCE FLTING RATE INC	COM	278279104	7604	948138	SH	SOLE
EBAY INC	COM	278642103	41915	3002500	SH	DEFIN
ECOLAB INC	COM	278865100	8685	247072	SH	DEFIN
EDISON INTL	COM	281020107	84454	2629327	SH	DEFIN
EL PASO CORP	COM	28336L109	1153	147293	SH	DEFIN
EMCORE CORP	COM	290846104	299	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	39844	1088324	SH	DEFIN
ENTERGY CORP NEW	COM	29364G103	3176	38211	SH	DEFIN
EQUINIX INC	COM NEW	29444U502	14322	269259	SH	DEFIN
EQUINIX INC	COM NEW	29444U502	335	6302	SH	SOLE
EQUITABLE RES INC	COM	294549100	449	13387	SH	DEFIN
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1051	35230	SH	DEFIN
EXELON CORP	COM	30161N101	4188	75318	SH	DEFIN
EXPRESS SCRIPTS INC	COM	302182100	1005	18283	SH	DEFIN
EXXON MOBIL CORP	COM	30231G102	437415	5479332	SH	DEFIN
FPL GROUP INC	COM	302571104	49617	985828	SH	DEFIN
FIRST TR/FOUR CRNRS SR FLOAT	COM	33733U108	4545	649349	SH	SOLE
FIRSTENERGY CORP	COM	337932107	2151	44276	SH	DEFIN
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	4153	456842	SH	DEFIN
FORTUNE BRANDS INC	COM	349631101	511	12379	SH	DEFIN

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FRANKLIN RES INC	COM	354613101	6652	104301	SH	DEFIN
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	26062	1066364	SH	DEFIN
GEN-PROBE INC NEW	COM	36866T103	12985	303112	SH	DEFIN
GENENTECH INC	COM NEW	368710406	290346	3501946	SH	DEFIN
GENERAL DYNAMICS CORP	COM	369550108	864	15000	SH	DEFIN
GENERAL ELECTRIC CO	COM	369604103	1526626	94236161	SH	DEFIN
GENERAL MLS INC	COM	370334104	42867	705636	SH	DEFIN
GENESIS LEASE LTD	ADR	37183T107	11228	3967500	SH	SOLE
GENOPTIX INC	COM	37243V100	508	14896	SH	SOLE
GILEAD SCIENCES INC	COM	375558103	146224	2859293	SH	DEFIN
GOLDMAN SACHS GROUP INC	COM	38141G104	249948	2961826	SH	DEFIN
GOOGLE INC	CL A	38259P508	69172	224840	SH	DEFIN
GREENHILL & CO INC	COM	395259104	11619	166528	SH	DEFIN
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	249	6662	SH	DEFIN
H & E EQUIPMENT SERVICES INC	COM	404030108	731	94759	SH	SOLE
HCC INS HLDGS INC	COM	404132102	69001	2579494	SH	DEFIN
HALLIBURTON CO	COM	406216101	38596	2123008	SH	DEFIN
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	15110	1377418	SH	DEFIN
HARRIS CORP DEL	COM	413875105	6286	165195	SH	DEFIN
HARSCO CORP	COM	415864107	22802	823772	SH	DEFIN
HESS CORP	COM	42809H107	26120	486944	SH	DEFIN
HEWLETT PACKARD CO	COM	428236103	156873	4322749	SH	DEFIN
HEXCEL CORP NEW	COM	428291108	23650	3200219	SH	DEFIN
HITTITE MICROWAVE CORP	COM	43365Y104	23749	806159	SH	DEFIN
HOLOGIC INC	COM	436440101	53147	4066348	SH	DEFIN
HOME DEPOT INC	COM	437076102	7987	346974	SH	DEFIN
HONEYWELL INTL INC	COM	438516106	38830	1182760	SH	DEFIN
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	7842	488600	SH	DEFIN
ICF INTL INC	COM	44925C103	202	8226	SH	SOLE
ING PRIME RATE TR	SH BEN INT	44977W106	18585	5666285	SH	SOLE
IMS HEALTH INC	COM	449934108	405	26744	SH	DEFIN
ITT CORP NEW	COM	450911102	73652	1601472	SH	DEFIN
ICICI BK LTD	ADR	45104G104	22091	1147587	SH	DEFIN
IHS INC	CL A	451734107	16141	431359	SH	DEFIN
ILLUMINA INC	COM	452327109	14179	544314	SH	DEFIN
INFINERA CORPORATION	COM	45667G103	3226	360090	SH	DEFIN
INFINERA CORPORATION	COM	45667G103	80	8881	SH	SOLE
INSULET CORP	COM	45784P101	2345	303740	SH	DEFIN
INTEL CORP	COM	458140100	246186	16793023	SH	DEFIN
INTERNATIONAL BUSINESS MACHS	COM	459200101	88301	1049209	SH	DEFIN
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	1189	40000	SH	DEFIN
INTERNATIONAL GAME TECHNOLOG	COM	459902102	527	44335	SH	DEFIN
INTERSIL CORP	CL A	46069S109	324	35230	SH	DEFIN
INTUIT	COM	461202103	244955	10296562	SH	DEFIN
INTREPID POTASH INC	COM	46121Y102	15095	726790	SH	DEFIN
IRON MTN INC	COM	462846106	190804	7715493	SH	DEFIN
ISHARES TR	MSCI EMERG MKT	464287234	429	17193	SH	DEFIN
ISIS PHARMACEUTICALS INC	COM	464330109	3359	236915	SH	DEFIN
ITC HLDGS CORP	COM	465685105	35230	806555	SH	DEFIN
ITRON INC	COM	465741106	637	10000	SH	DEFIN
JPMORGAN & CHASE & CO	COM	46625H100	358341	11365080	SH	DEFIN
JOHNSON & JOHNSON	COM	478160104	149795	2503671	SH	DEFIN
JOY GLOBAL INC	COM	481165108	9252	404173	SH	DEFIN
JUNIPER NETWORKS INC	COM	48203R104	14753	842530	SH	DEFIN
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	6072	231746	SH	DEFIN
KLA-TENCOR CORP	COM	482480100	17575	806579	SH	DEFIN
KIMBERLY CLARK CORP	COM	494368103	104631	1983904	SH	DEFIN
KOHL'S CORP	COM	500255104	35928	992498	SH	DEFIN
KRAFT FOODS INC	CL A	50075N104	81657	3041229	SH	DEFIN
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1955	30360	SH	DEFIN
LAM RESEARCH CORP	COM	512807108	27436	1289305	SH	DEFIN
LAS VEGAS SANDS CORP	COM	517834107	270	45595	SH	DEFIN

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LAUDER ESTEE COS INC	CL A	518439104	59947	1936288	SH	DEFIN
LEGGETT & PLATT INC	COM	524660107	243	16019	SH	DEFIN
LENDER PROCESSING SVCS INC	COM	52602E102	7626	258933	SH	DEFIN
LIBERTY GLOBAL INC	COM SER C	530555309	102961	6782685	SH	DEFIN
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	185713	10624339	SH	DEFIN
LIFE TIME FITNESS INC	COM	53217R207	8300	640939	SH	DEFIN
LIFE TECHNOLOGIES CORP	COM	53217V109	2397	102812	SH	DEFIN
LILLY ELI & CO	COM	532457108	3934	97701	SH	DEFIN
LINCARE HLDGS INC	COM	532791100	63022	2340209	SH	DEFIN
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	7643	992563	SH	DEFIN
LOCKHEED MARTIN CORP	COM	539830109	5597	66572	SH	DEFIN
LOEWS CORP	COM	540424108	1017	35996	SH	DEFIN
LOWES COS INC	COM	548661107	196790	9144503	SH	DEFIN
MEMC ELECTR MATLS INC	COM	552715104	9567	669935	SH	DEFIN
MSCI INC	CL A	55354G100	2779	156453	SH	DEFIN
MACROVISION SOLUTIONS CORP	COM	55611C108	30132	2382009	SH	DEFIN
MARATHON OIL CORP	COM	565849106	176304	6443858	SH	DEFIN
MARSH & MCLENNAN COS INC	COM	571748102	14476	596476	SH	DEFIN
MARRIOTT INTL INC NEW	CL A	571903202	579	29780	SH	DEFIN
MARTIN MARIETTA MATLS INC	COM	573284106	3702	38133	SH	DEFIN
MASIMO CORP	COM	574795100	38407	1287513	SH	DEFIN
MASTERCARD INC	CL A	57636Q104	3322	23244	SH	DEFIN
MCCORMICK & CO INC	COM NON VTG	579780206	166550	5227551	SH	DEFIN
MCDERMOTT INTL INC	COM	580037109	5121	518354	SH	DEFIN
MCDONALDS CORP	COM	580135101	14542	233833	SH	DEFIN
MCGRAW HILL COS INC	COM	580645109	1380	59492	SH	DEFIN
MCKESSON CORP	COM	58155Q103	53514	1381728	SH	DEFIN
MEADWESTVACO CORP	COM	583334107	615	55000	SH	DEFIN
MEDASSETS INC	COM	584045108	2086	142887	SH	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	4761	113600	SH	DEFIN
MEDTRONIC INC	COM	585055106	181607	5779971	SH	DEFIN
MERCADOLIBRE INC	COM	58733R102	16826	1025340	SH	DEFIN
MERCK & CO INC	COM	589331107	70273	2311624	SH	DEFIN
METLIFE INC	COM	59156R108	60414	1733043	SH	DEFIN
METTLER TOLEDO INTERNATIONAL	COM	592688105	13036	193407	SH	DEFIN
MICROSOFT CORP	COM	594918104	416887	21444814	SH	DEFIN
MICROCHIP TECHNOLOGY INC	COM	595017104	16528	846312	SH	DEFIN
MOLEX INC	CL A	608554200	77726	6002024	SH	DEFIN
MONSANTO CO NEW	COM	61166W101	271935	3865465	SH	DEFIN
MONSTER WORLDWIDE INC	COM	611742107	26914	2226103	SH	DEFIN
NII HLDGS INC	CL B NEW	62913F201	90174	4960058	SH	DEFIN
NATIONAL OILWELL VARCO INC	COM	637071101	17464	714586	SH	DEFIN
NATIONAL SEMICONDUCTOR CORP	COM	637640103	11868	1178512	SH	DEFIN
NEUSTAR INC	CL A	64126X201	8103	423578	SH	DEFIN
NEWCASTLE INVT CORP	COM	65105M108	630	750000	SH	DEFIN
NEWELL RUBBERMAID INC	COM	651229106	212	21675	SH	DEFIN
NEWMONT MINING CORP	COM	651639106	2365	58111	SH	DEFIN
NEWS CORP	CL A	65248E104	2348	258290	SH	DEFIN
NORTHEAST UTILS	COM	664397106	12289	510776	SH	DEFIN
NORTHROP GRUMMAN CORP	COM	666807102	901	20000	SH	DEFIN
NOVARTIS A G	SPONSORED ADR	66987V109	995	20000	SH	DEFIN
NUCOR CORP	COM	670346105	4650	100650	SH	DEFIN
NVIDIA CORP	COM	67066G104	760	94124	SH	DEFIN
OCCIDENTAL PETE CORP DEL	COM	674599105	68024	1133918	SH	DEFIN
OMNICARE INC	COM	681904108	554	19964	SH	DEFIN
OMNICOM GROUP INC	COM	681919106	163135	6059988	SH	DEFIN
ORACLE CORP	COM	68389X105	76692	4325538	SH	DEFIN
ORBCOMM INC	COM	68555P100	4320	2000001	SH	SOLE
O REILLY AUTOMOTIVE INC	COM	686091109	54071	1758986	SH	DEFIN
ORION ENERGY SYSTEMS INC	COM	686275108	9602	1774832	SH	SOLE
PG&E CORP	COM	69331C108	28361	732662	SH	DEFIN
PICO HLDGS INC	COM NEW	693366205	3457	130064	SH	DEFIN

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POSCO	SPONSORED ADR	693483109	459	6097	SH	DEFIN
PPL CORP	COM	69351T106	651	21201	SH	DEFIN
PACKAGING CORP AMER	COM	695156109	404	30000	SH	DEFIN
PACTIV CORP	COM	695257105	748	30063	SH	DEFIN
PAN AMERICAN SILVER CORP	COM	697900108	341	20000	SH	DEFIN
PAYCHEX INC	COM	704326107	229331	8726449	SH	DEFIN
PEABODY ENERGY CORP	COM	704549104	7951	349482	SH	DEFIN
PENN NATL GAMING INC	COM	707569109	7320	342393	SH	DEFIN
PEPSI BOTTLING GROUP INC	COM	713409100	93255	4142813	SH	DEFIN
PEPSICO INC	COM	713448108	387000	7065915	SH	DEFIN
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	106470	5216568	SH	DEFIN
PFIZER INC	COM	717081103	174431	9849320	SH	DEFIN
PHARMERICA CORP	COM	71714F104	1959	125000	SH	DEFIN
PHILIP MORRIS INTL INC	COM	718172109	11822	271697	SH	DEFIN
PLUM CREEK TIMBER CO INC	COM	729251108	2485	71541	SH	DEFIN
PORTLAND GEN ELEC CO	COM NEW	736508847	1417	72780	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	7589	103643	SH	DEFIN
PRAXAIR INC	COM	74005P104	54441	917139	SH	DEFIN
PRECISION CASTPARTS CORP	COM	740189105	11492	193213	SH	DEFIN
PRICE T ROWE GROUP INC	COM	74144T108	2572	72578	SH	DEFIN
PROCTER & GAMBLE CO	COM	742718109	47025	760671	SH	DEFIN
PROGRESS ENERGY INC	COM	743263105	6084	152665	SH	DEFIN
PROGRESSIVE CORP OHIO	COM	743315103	1044	70460	SH	DEFIN
PRUDENTIAL FINL INC	COM	744320102	7038	232581	SH	DEFIN
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	23467	842638	SH	DEFIN
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1027	35196	SH	DEFIN
PUBLIC STORAGE	COM	74460D109	1680	21138	SH	DEFIN
QUALCOMM INC	COM	747525103	453925	12668839	SH	DEFIN
QUANTA SVCS INC	COM	74762E102	10701	540456	SH	DEFIN
QUEST DIAGNOSTICS INC	COM	74834L100	3115	60000	SH	DEFIN
RADNET INC	COM	750491102	698	208333	SH	SOLE
RAYONIER INC	COM	754907103	6631	211500	SH	DEFIN
RAYTHEON CO	COM NEW	755111507	5935	116285	SH	DEFIN
RENEGY HOLDINGS INC	COM	75845J109	9	26159	SH	DEFIN
REGAL ENMTM GROUP	CL A	758766109	13964	1367670	SH	DEFIN
REGENT COMMUNICATIONS INC DE	COM	758865109	99	1099998	SH	SOLE
RESEARCH IN MOTION LTD	COM	760975102	128385	3163755	SH	DEFIN
RESMED INC	COM	761152107	59128	1577585	SH	DEFIN
ROCKWELL COLLINS INC	COM	774341101	36853	942775	SH	DEFIN
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2382	45000	SH	DEFIN
RUBICON TECHNOLOGY INC	COM	78112T107	506	118727	SH	SOLE
SBA COMMUNICATIONS CORP	COM	78388J106	1726	105734	SH	SOLE
SL GREEN RLTY CORP	COM	78440X101	1053	40643	SH	DEFIN
SLM CORP	COM	78442P106	794	89249	SH	DEFIN
SPDR TR	UNIT SER 1	78462F103	431	4772	SH	DEFIN
SPDR GOLD TRUST	GOLD SHS	78463V107	5954	68817	SH	DEFIN
ST JUDE MED INC	COM	790849103	2005	60825	SH	DEFIN
SCANA CORP NEW	COM	80589M102	16783	471433	SH	DEFIN
SCHERING PLOUGH CORP	COM	806605101	1629	95641	SH	DEFIN
SCHLUMBERGER LTD	COM	806857108	286277	6762986	SH	DEFIN
SCHWAB CHARLES CORP NEW	COM	808513105	61529	3805146	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	7230	577499	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	30131	1286551	SH	DEFIN
SIMON PPTY GROUP INC NEW	COM	828806109	1658	31208	SH	DEFIN
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	18614	763179	SH	DEFIN
SOHU COM INC	COM	83408W103	5166	109122	SH	DEFIN
SOUTHERN CO	COM	842587107	4908	132646	SH	DEFIN
SOUTHWESTERN ENERGY CO	COM	845467109	62291	2150184	SH	DEFIN
SPECTRA ENERGY CORP	COM	847560109	987	62689	SH	DEFIN
STANLEY WKS	COM	854616109	244	7169	SH	DEFIN
STAPLES INC	COM	855030102	54136	3020973	SH	DEFIN
STARBUCKS CORP	COM	855244109	699	73936	SH	DEFIN

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STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	221	12361	SH	DEFIN
STATE STR CORP	COM	857477103	320474	8148340	SH	DEFIN
STERICYCLE INC	COM	858912108	10300	197779	SH	DEFIN
SUCCESSFACTORS INC	COM	864596101	3310	576642	SH	DEFIN
SUNCOR ENERGY INC	COM	867229106	32310	1656913	SH	DEFIN
SUNOCO INC	COM	86764P109	1521	35000	SH	DEFIN
SUNPOWER CORP	COM CL A	867652109	1571	42466	SH	DEFIN
SUNTRUST BKS INC	COM	867914103	53120	1798226	SH	DEFIN
SYNIVERSE HLDGS INC	COM	87163F106	9249	774659	SH	DEFIN
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	64014	8103100	SH	DEFIN
TARGET CORP	COM	87612E106	22049	638536	SH	DEFIN
TESCO CORP	COM	88157K101	6894	965521	SH	DEFIN
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	41790	981672	SH	DEFIN
TEXAS INSTRS INC	COM	882508104	44778	2885164	SH	DEFIN
TEXTRON INC	COM	883203101	126675	9133028	SH	DEFIN
THERMO FISHER SCIENTIFIC INC	COM	883556102	53453	1568928	SH	DEFIN
THOMAS WEISEL PARTNERS GRP I	COM	884481102	178	37661	SH	DEFIN
THRESHOLD PHARMACEUTICAL INC	COM NEW	885807206	8	13304	SH	DEFIN
TIME WARNER INC	COM	887317105	109832	10917658	SH	DEFIN
TOWN SPORTS INTL HLDGS INC	COM	89214A102	150	47069	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	37867	837757	SH	DEFIN
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	14839	1017788	SH	DEFIN
US BANCORP DEL	COM NEW	902973304	46699	1867197	SH	DEFIN
UNION PAC CORP	COM	907818108	4745	99268	SH	DEFIN
UNITED PARCEL SERVICE INC	CL B	911312106	5948	107832	SH	DEFIN
UNITED TECHNOLOGIES CORP	COM	913017109	53541	998892	SH	DEFIN
UNITEDHEALTH GROUP INC	COM	91324P102	106711	4011682	SH	DEFIN
VCA ANTECH INC	COM	918194101	25450	1280202	SH	DEFIN
VALERO ENERGY CORP NEW	COM	91913Y100	15570	719493	SH	DEFIN
VALMONT INDS INC	COM	920253101	920	15000	SH	DEFIN
VALUEVISION MEDIA INC	CL A	92047K107	2129	6452194	SH	SOLE
VAN KAMPEN SENIOR INCOME TR	COM	920961109	13029	5089603	SH	SOLE
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	1210	36000	SH	DEFIN
VASOGEN INC	COM NEW	92232F202	5	55555	SH	DEFIN
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	602	19000	SH	DEFIN
VERIZON COMMUNICATIONS INC	COM	92343V104	90185	2660317	SH	DEFIN
VERTEX PHARMACEUTICALS INC	COM	92532F100	20088	661237	SH	DEFIN
VIACOM INC NEW	CL B	92553P201	23992	1258784	SH	DEFIN
VIRTUALSCOPICS INC	COM	928269109	670	1218467	SH	SOLE
VISA INC	COM CL A	92826C839	57352	1093451	SH	DEFIN
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	44302	2167429	SH	DEFIN
VORNADO RLTY TR	SH BEN INT	929042109	1634	27071	SH	DEFIN
VULCAN MATLS CO	COM	929160109	801	11508	SH	DEFIN
WUXI PHARMATECH CAYMAN INC	SPONS ADR SHS	929352102	4391	549541	SH	DEFIN
WAL MART STORES INC	COM	931142103	155373	2771541	SH	DEFIN
WELLPOINT INC	COM	94973V107	831	19722	SH	DEFIN
WELLS FARGO & CO NEW	COM	949746101	81561	2766655	SH	DEFIN
WESTERN UN CO	COM	959802109	292826	20420224	SH	DEFIN
WHIRLPOOL CORP	COM	963320106	256	6183	SH	DEFIN
WILLIAMS COS INC DEL	COM	969457100	968	66848	SH	DEFIN
WINDSTREAM CORP	COM	97381W104	653	71000	SH	DEFIN
WISCONSIN ENERGY CORP	COM	976657106	498	11861	SH	DEFIN
WYETH	COM	983024100	134863	3595382	SH	DEFIN
XCEL ENERGY INC	COM	98389B100	3737	201475	SH	DEFIN
YAHOO INC	COM	984332106	2658	217829	SH	DEFIN
YUM BRANDS INC	COM	988498101	814	25835	SH	DEFIN
ZIONS BANCORPORATION	COM	989701107	4777	194899	SH	DEFIN