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GENERAL ELECTRIC CO
Form 13F-HR/A
November 17, 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: September 30, 2010

Check here if Amendment [X]; Amendment Number: 1

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 | November 17, 2010 |
| ----- | ----- | ----- | ----- |
| (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: 418

Form 13F Information Table Value Total: \$22,870,990
(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 ----- NAME OF ISSUER | COLUMN 2 ----- TITLE OF CLASS | COLUMN 3 ----- CUSIP | COLUMN 4 ----- VALUE (x\$1000) | COLUMN 5 ----- SHRS OR PRN AMT | SH/ PUT/ CALL | COLUMN 6 ----- INVESTMENT DISCRET |
|-------------------------------------|-------------------------------------|----------------------------|---|---|---------------------|--|
| TELVENT GIT SA | SHS | E90215109 | 7161 | 316579 | SH | DEFINED |
| ALTERRA CAPITAL HOLDINGS LIM | COM | G0229R108 | 18809 | 944225 | SH | DEFINED |
| AXIS CAPITAL HOLDINGS | SHS | G0692U109 | 2627 | 79747 | SH | DEFINED |
| COOPER INDUSTRIES PLC | SHS | G24140108 | 43891 | 897020 | SH | DEFINED |
| COVIDIEN PLC | SHS | G2554F105 | 237537 | 5910341 | SH | DEFINED |
| GENPACT LIMITED | SHS | G3922B107 | 353667 | 19947364 | SH | SOLE |
| HOLLYSYS AUTOMATION TECHNOLO | SHS | G45667105 | 4156 | 371377 | SH | DEFINED |
| INVESCO LTD | SHS | G491BT108 | 65419 | 3081425 | SH | DEFINED |
| MARVELL TECHNOLOGY GROUP LTD | ORD | G5876H105 | 26729 | 1526497 | SH | DEFINED |
| NABORS INDUSTRIES LTD | SHS | G6359F103 | 3353 | 185662 | SH | DEFINED |
| PARTNERRE LTD | COM | G6852T105 | 44335 | 552943 | SH | DEFINED |
| UTI WORLDWIDE INC | ORD | G87210103 | 6007 | 373581 | SH | DEFINED |
| XL GROUP PLC | SHS | G98290102 | 1035 | 47807 | SH | DEFINED |
| ACE LTD | SHS | H0023R105 | 103003 | 1768293 | SH | DEFINED |
| WEATHERFORD INTERNATIONAL LT | REG | H27013103 | 47837 | 2797479 | SH | DEFINED |
| FOSTER WHEELER AG | COM | H27178104 | 1243 | 50809 | SH | DEFINED |
| NOBLE CORPORATION BAAR | NAMEN -AKT | H5833N103 | 12732 | 376790 | SH | DEFINED |
| TYCO INTERNATIONAL LTD | SHS | H89128104 | 1291 | 35145 | SH | DEFINED |
| MILLICOM INTL CELLULAR S A | SHS NEW | L6388F110 | 23535 | 245282 | SH | DEFINED |
| AFLAC INC | COM | 001055102 | 118353 | 2288780 | SH | DEFINED |
| AMN HEALTHCARE SERVICES INC | COM | 001744101 | 469 | 91287 | SH | SOLE |
| ABBOTT LABS | COM | 002824100 | 40037 | 766409 | SH | DEFINED |
| AFFILIATED MANAGERS GROUP | COM | 008252108 | 27876 | 357345 | SH | DEFINED |
| AIR PRODS & CHEMS INC | COM | 009158106 | 840 | 10146 | SH | DEFINED |
| ALBERTO CULVER CO NEW | COM | 013078100 | 16445 | 436798 | SH | DEFINED |
| ALEXION PHARMACEUTICALS INC | COM | 015351109 | 22603 | 351200 | SH | DEFINED |
| ALLEGHANY CORP DEL | COM | 017175100 | 11826 | 39027 | SH | DEFINED |
| ALLEGHENY ENERGY INC | COM | 017361106 | 278 | 11328 | SH | DEFINED |
| ALLERGAN INC | COM | 018490102 | 1560 | 23443 | SH | DEFINED |
| ALLIANCE HEALTHCARE SRVCS IN | COM NEW | 018606202 | 5130 | 1120160 | SH | SOLE |
| ALLIANT TECHSYSTEMS INC | COM | 018804104 | 38846 | 515193 | SH | DEFINED |

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|------------------------------|----------------|-----------|--------|----------|----|---------|
| ALLSTATE CORP | COM | 020002101 | 663 | 21025 | SH | DEFINED |
| ALTERA CORP | COM | 021441100 | 541 | 17929 | SH | DEFINED |
| AMAZON COM INC | COM | 023135106 | 17159 | 109251 | SH | DEFINED |
| AMERICAN APPAREL INC | COM | 023850100 | 982 | 798641 | SH | DEFINED |
| AMERICAN DAIRY INC | COM | 025334103 | 13002 | 1244252 | SH | DEFINED |
| AMERICAN ELEC PWR INC | COM | 025537101 | 8767 | 241977 | SH | DEFINED |
| AMERICAN EXPRESS CO | COM | 025816109 | 10580 | 251721 | SH | DEFINED |
| AMERICAN TOWER CORP | CL A | 029912201 | 299980 | 5852125 | SH | DEFINED |
| AMERICAN WTR WKS CO INC NEW | COM | 030420103 | 2014 | 86552 | SH | DEFINED |
| AMGEN INC | COM | 031162100 | 504311 | 9150997 | SH | DEFINED |
| AMYLIN PHARMACEUTICALS INC | COM | 032346108 | 461 | 22101 | SH | DEFINED |
| ANCESTRY COM INC | COM | 032803108 | 4221 | 185450 | SH | DEFINED |
| ANCESTRY COM INC | COM | 032803108 | 293 | 12853 | SH | SOLE |
| APACHE CORP | COM | 037411105 | 124037 | 1268790 | SH | DEFINED |
| APPLE INC | COM | 037833100 | 428036 | 1508497 | SH | DEFINED |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 116238 | 3641547 | SH | DEFINED |
| ARCSIGHT INC | COM | 039666102 | 16772 | 385131 | SH | DEFINED |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 10849 | 258128 | SH | DEFINED |
| AVALONBAY CMNTYS INC | COM | 053484101 | 753 | 7246 | SH | DEFINED |
| AVEO PHARMACEUTICALS INC | COM | 053588109 | 1879 | 168664 | SH | SOLE |
| AVON PRODS INC | COM | 054303102 | 55734 | 1735731 | SH | DEFINED |
| BAIDU INC | SPON ADR REP A | 056752108 | 408340 | 3979146 | SH | DEFINED |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 303665 | 23175238 | SH | DEFINED |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 77211 | 2954861 | SH | DEFINED |
| BARRICK GOLD CORP | COM | 067901108 | 33651 | 726971 | SH | DEFINED |
| BAXTER INTL INC | COM | 071813109 | 931 | 19504 | SH | DEFINED |
| BECTON DICKINSON & CO | COM | 075887109 | 27996 | 377810 | SH | DEFINED |
| BED BATH & BEYOND INC | COM | 075896100 | 210621 | 4851909 | SH | DEFINED |
| BERKSHIRE HATHAWAY INC DEL | CL B NEW | 084670702 | 9116 | 110254 | SH | DEFINED |
| BLACKBOARD INC | COM | 091935502 | 12115 | 336153 | SH | DEFINED |
| BOEING CO | COM | 097023105 | 6088 | 91491 | SH | DEFINED |
| BOSTON PROPERTIES INC | COM | 101121101 | 991 | 11927 | SH | DEFINED |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 753 | 122825 | SH | DEFINED |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 111828 | 4124974 | SH | DEFINED |
| BUCYRUS INTL INC NEW | COM | 118759109 | 5822 | 83955 | SH | DEFINED |
| CMS ENERGY CORP | COM | 125896100 | 540 | 29991 | SH | DEFINED |
| CSX CORP | COM | 126408103 | 13477 | 243620 | SH | DEFINED |
| CVS CAREMARK CORPORATION | COM | 126650100 | 10999 | 349492 | SH | DEFINED |
| CALPINE CORP | COM NEW | 131347304 | 14828 | 1191034 | SH | DEFINED |
| CANADIAN NAT RES LTD | COM | 136385101 | 1168 | 33746 | SH | DEFINED |
| CARNIVAL CORP | PAIRED CTF | 143658300 | 117761 | 3083956 | SH | DEFINED |
| CATERPILLAR INC DEL | COM | 149123101 | 7416 | 94255 | SH | DEFINED |
| CELGENE CORP | COM | 151020104 | 1322 | 22946 | SH | DEFINED |
| CEMEX SAB DE CV | SPON ADR NEW | 151290889 | 88 | 10400 | SH | DEFINED |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 2936 | 129614 | SH | DEFINED |
| CHEVRON CORP NEW | COM | 166764100 | 155924 | 1923795 | SH | DEFINED |
| CHUBB CORP | COM | 171232101 | 1450 | 25445 | SH | DEFINED |
| CITIGROUP INC | COM | 172967101 | 17766 | 4543680 | SH | DEFINED |
| CITRIX SYS INC | COM | 177376100 | 26332 | 385880 | SH | DEFINED |
| CLOROX CO DEL | COM | 189054109 | 124210 | 1860542 | SH | DEFINED |
| COACH INC | COM | 189754104 | 23355 | 543636 | SH | DEFINED |
| COCA COLA CO | COM | 191216100 | 6598 | 112755 | SH | DEFINED |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 26716 | 861795 | SH | DEFINED |
| COGNIZANT TECHNOLOGY SOLUTIO | CL A | 192446102 | 7794 | 120891 | SH | DEFINED |
| CORNING INC | COM | 219350105 | 76583 | 4189421 | SH | DEFINED |
| COVANCE INC | COM | 222816100 | 17972 | 384104 | SH | DEFINED |
| CREDIT SUISSE GROUP | SPONSORED ADR | 225401108 | 14444 | 339372 | SH | DEFINED |
| CREE INC | COM | 225447101 | 1629 | 30000 | SH | DEFINED |
| CUMMINS INC | COM | 231021106 | 103170 | 1138992 | SH | DEFINED |
| CUMULUS MEDIA INC | CL A | 231082108 | 748 | 266109 | SH | SOLE |
| DANAHER CORP DEL | COM | 235851102 | 2894 | 71253 | SH | DEFINED |
| DARDEN RESTAURANTS INC | COM | 237194105 | 557 | 13031 | SH | DEFINED |

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|------------------------------|------------------|-----------|---------|----------|----|---------|
| DEERE & CO | COM | 244199105 | 80407 | 1152292 | SH | DEFINED |
| DENBURY RES INC | COM NEW | 247916208 | 2480 | 156045 | SH | DEFINED |
| DENTSPLY INTL INC NEW | COM | 249030107 | 1918 | 60000 | SH | DEFINED |
| DISNEY WALT CO | COM DISNEY | 254687106 | 64755 | 1956344 | SH | DEFINED |
| DOLLAR GEN CORP NEW | COM | 256677105 | 15959 | 545608 | SH | DEFINED |
| DOVER CORP | COM | 260003108 | 127466 | 2441408 | SH | DEFINED |
| DOW CHEM CO | COM | 260543103 | 2779 | 101207 | SH | DEFINED |
| DRESSER-RAND GROUP INC | COM | 261608103 | 17818 | 482997 | SH | DEFINED |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 2961 | 66363 | SH | DEFINED |
| E M C CORP MASS | COM | 268648102 | 1130 | 55628 | SH | DEFINED |
| EATON CORP | COM | 278058102 | 29287 | 355039 | SH | DEFINED |
| EBAY INC | COM | 278642103 | 80075 | 3281768 | SH | DEFINED |
| ECOLAB INC | COM | 278865100 | 9517 | 187560 | SH | DEFINED |
| EDISON INTL | COM | 281020107 | 27303 | 793937 | SH | DEFINED |
| EMCORE CORP | COM | 290846104 | 184 | 230020 | SH | SOLE |
| EMERSON ELEC CO | COM | 291011104 | 6527 | 123938 | SH | DEFINED |
| ENCANA CORP | COM | 292505104 | 668 | 22086 | SH | DEFINED |
| EXPRESS SCRIPTS INC | COM | 302182100 | 277502 | 5698203 | SH | DEFINED |
| FIRST SOLAR INC | COM | 336433107 | 474 | 3215 | SH | DEFINED |
| FIRSTENERGY CORP | COM | 337932107 | 724 | 18797 | SH | DEFINED |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 1133 | 92561 | SH | DEFINED |
| FRANKLIN RES INC | COM | 354613101 | 3345 | 31293 | SH | DEFINED |
| GENERAL DYNAMICS CORP | COM | 369550108 | 1651 | 26287 | SH | DEFINED |
| GENERAL ELECTRIC CO | COM | 369604103 | 1527105 | 93975688 | SH | DEFINED |
| GENUINE PARTS CO | COM | 372460105 | 2539 | 56934 | SH | DEFINED |
| GENZYME CORP | COM | 372917104 | 2821 | 39855 | SH | DEFINED |
| GILEAD SCIENCES INC | COM | 375558103 | 255942 | 7187358 | SH | DEFINED |
| HCC INS HLDGS INC | COM | 404132102 | 32341 | 1239609 | SH | DEFINED |
| HALLIBURTON CO | COM | 406216101 | 17781 | 537679 | SH | DEFINED |
| HARMONY GOLD MNG LTD | SPONSORED ADR | 413216300 | 2521 | 223292 | SH | DEFINED |
| HARSCO CORP | COM | 415864107 | 24433 | 994002 | SH | DEFINED |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 677 | 29489 | SH | DEFINED |
| HEWLETT PACKARD CO | COM | 428236103 | 53469 | 1270957 | SH | DEFINED |
| HEXCEL CORP NEW | COM | 428291108 | 39759 | 2234897 | SH | DEFINED |
| HOME DEPOT INC | COM | 437076102 | 11079 | 349714 | SH | DEFINED |
| HONEYWELL INTL INC | COM | 438516106 | 190062 | 4325479 | SH | DEFINED |
| HOSPIRA INC | COM | 441060100 | 56070 | 983507 | SH | DEFINED |
| HUDSON VALLEY HOLDING CORP | COM | 444172100 | 2296 | 117602 | SH | DEFINED |
| HUMAN GENOME SCIENCES INC | COM | 444903108 | 16812 | 564352 | SH | DEFINED |
| ITT CORP NEW | COM | 450911102 | 14459 | 308749 | SH | DEFINED |
| IHS INC | CL A | 451734107 | 26876 | 395233 | SH | DEFINED |
| ILLUMINA INC | COM | 452327109 | 30264 | 615112 | SH | DEFINED |
| INFOSYS TECHNOLOGIES LTD | SPONSORED ADR | 456788108 | 16996 | 252500 | SH | DEFINED |
| INTEL CORP | COM | 458140100 | 226160 | 11779144 | SH | DEFINED |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 266464 | 1986464 | SH | DEFINED |
| INTERNATIONAL GAME TECHNOLOG | COM | 459902102 | 597 | 41284 | SH | DEFINED |
| INTL PAPER CO | COM | 460146103 | 383 | 17632 | SH | DEFINED |
| INTUIT | COM | 461202103 | 93604 | 2136591 | SH | DEFINED |
| IRON MTN INC | COM | 462846106 | 128307 | 5743360 | SH | DEFINED |
| ISHARES INC | MSCI EMU INDEX | 464286608 | 2128 | 61463 | SH | DEFINED |
| ISHARES TR | MSCI EMERG MKT | 464287234 | 1114 | 24891 | SH | DEFINED |
| ISHARES TR | MSCI EAFE IDX | 464287465 | 11286 | 205508 | SH | DEFINED |
| ISIS PHARMACEUTICALS INC | COM | 464330109 | 1980 | 235755 | SH | DEFINED |
| ITAU UNIBANCO HLDG SA | SPON ADR REP PFD | 465562106 | 4529 | 187285 | SH | DEFINED |
| ITC HLDGS CORP | COM | 465685105 | 72817 | 1169751 | SH | DEFINED |
| ITRON INC | COM | 465741106 | 612 | 10000 | SH | DEFINED |
| JOHNSON & JOHNSON | COM | 478160104 | 162786 | 2627275 | SH | DEFINED |
| KLA-TENCOR CORP | COM | 482480100 | 48928 | 1388811 | SH | DEFINED |
| KELLOGG CO | COM | 487836108 | 1673 | 33128 | SH | DEFINED |
| KIMBERLY CLARK CORP | COM | 494368103 | 5448 | 83746 | SH | DEFINED |
| KIRBY CORP | COM | 497266106 | 4270 | 106595 | SH | DEFINED |
| KOHL'S CORP | COM | 500255104 | 2898 | 55009 | SH | DEFINED |

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|------------------------------|---------------|-----------|--------|----------|----|---------|
| LIBERTY GLOBAL INC | COM SER C | 530555309 | 212744 | 6961515 | SH | DEFINED |
| LINCARE HLDGS INC | COM | 532791100 | 56409 | 2249170 | SH | DEFINED |
| LOWES COS INC | COM | 548661107 | 319055 | 14313805 | SH | DEFINED |
| M D C HLDGS INC | COM | 552676108 | 33216 | 1144201 | SH | DEFINED |
| MSC INDL DIRECT INC | CL A | 553530106 | 16324 | 302066 | SH | DEFINED |
| MARATHON OIL CORP | COM | 565849106 | 70477 | 2129208 | SH | DEFINED |
| MARRIOTT INTL INC NEW | CL A | 571903202 | 6084 | 169804 | SH | DEFINED |
| MASIMO CORP | COM | 574795100 | 29880 | 1094116 | SH | DEFINED |
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 35051 | 833764 | SH | DEFINED |
| MCDERMOTT INTL INC | COM | 580037109 | 9530 | 644762 | SH | DEFINED |
| MCDONALDS CORP | COM | 580135101 | 14057 | 188663 | SH | DEFINED |
| MEAD JOHNSON NUTRITION CO | COM | 582839106 | 17070 | 299953 | SH | DEFINED |
| MECHEL OAO | SPONSORED ADR | 583840103 | 32424 | 1302161 | SH | DEFINED |
| MECHEL OAO | SPON ADR PFD | 583840509 | 4449 | 540607 | SH | DEFINED |
| MEDASSETS INC | COM | 584045108 | 11881 | 564665 | SH | DEFINED |
| MEDASSETS INC | COM | 584045108 | 3006 | 142887 | SH | SOLE |
| MEDTRONIC INC | COM | 585055106 | 74276 | 2211904 | SH | DEFINED |
| METTLER TOLEDO INTERNATIONAL | COM | 592688105 | 20400 | 163931 | SH | DEFINED |
| MICROSOFT CORP | COM | 594918104 | 589362 | 24065405 | SH | DEFINED |
| MICROCHIP TECHNOLOGY INC | COM | 595017104 | 25649 | 815554 | SH | DEFINED |
| MICRON TECHNOLOGY INC | COM | 595112103 | 516 | 71541 | SH | DEFINED |
| MINDRAY MEDICAL INTL LTD | SPON ADR | 602675100 | 2531 | 85581 | SH | DEFINED |
| MOBILE TELESYSTEMS OJSC | SPONSORED ADR | 607409109 | 158146 | 7449168 | SH | DEFINED |
| MOLEX INC | CL A | 608554200 | 17480 | 1000000 | SH | DEFINED |
| MOLYCORP INC DEL | COM | 608753109 | 5143 | 181788 | SH | DEFINED |
| MORGAN STANLEY | COM NEW | 617446448 | 37107 | 1503512 | SH | DEFINED |
| MOTOROLA INC | COM | 620076109 | 1564 | 183356 | SH | DEFINED |
| NRG ENERGY INC | COM NEW | 629377508 | 590 | 28337 | SH | DEFINED |
| NATIONAL CINEMEDIA INC | COM | 635309107 | 4190 | 234060 | SH | DEFINED |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 23731 | 533636 | SH | DEFINED |
| NEWMONT MINING CORP | COM | 651639106 | 2751 | 43796 | SH | DEFINED |
| NIKE INC | CL B | 654106103 | 2710 | 33820 | SH | DEFINED |
| NORTHEAST UTILS | COM | 664397106 | 70093 | 2370401 | SH | DEFINED |
| NORTHROP GRUMMAN CORP | COM | 666807102 | 1381 | 22778 | SH | DEFINED |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 93784 | 1197755 | SH | DEFINED |
| OMNICARE INC | COM | 681904108 | 61106 | 2558862 | SH | DEFINED |
| OMNICOM GROUP INC | COM | 681919106 | 237924 | 6026446 | SH | DEFINED |
| O REILLY AUTOMOTIVE INC | COM | 686091109 | 50073 | 941213 | SH | DEFINED |
| ORION ENERGY SYSTEMS INC | COM | 686275108 | 4980 | 1570990 | SH | SOLE |
| PICO HLDGS INC | COM NEW | 693366205 | 5761 | 192920 | SH | DEFINED |
| POSCO | SPONSORED ADR | 693483109 | 598 | 5250 | SH | DEFINED |
| PAN AMERICAN SILVER CORP | COM | 697900108 | 431 | 14561 | SH | DEFINED |
| PAYCHEX INC | COM | 704326107 | 86485 | 3146051 | SH | DEFINED |
| PEABODY ENERGY CORP | COM | 704549104 | 33734 | 688315 | SH | DEFINED |
| PENN NATL GAMING INC | COM | 707569109 | 17783 | 600559 | SH | DEFINED |
| PEOPLES UNITED FINANCIAL INC | COM | 712704105 | 18787 | 1435187 | SH | DEFINED |
| PEPSICO INC | COM | 713448108 | 577310 | 8689197 | SH | DEFINED |
| PERKINELMER INC | COM | 714046109 | 1069 | 46208 | SH | DEFINED |
| PETROHAWK ENERGY CORP | COM | 716495106 | 21155 | 1310694 | SH | DEFINED |
| PFIZER INC | COM | 717081103 | 77534 | 4515686 | SH | DEFINED |
| PHILIP MORRIS INTL INC | COM | 718172109 | 61033 | 1089479 | SH | DEFINED |
| PIONEER NAT RES CO | COM | 723787107 | 14414 | 221644 | SH | DEFINED |
| PORTLAND GEN ELEC CO | COM NEW | 736508847 | 1476 | 72780 | SH | SOLE |
| PRECISION CASTPARTS CORP | COM | 740189105 | 13702 | 107597 | SH | DEFINED |
| PROCTER & GAMBLE CO | COM | 742718109 | 187680 | 3129566 | SH | DEFINED |
| PROLOGIS | SH BEN INT | 743410102 | 387 | 32840 | SH | DEFINED |
| PRUDENTIAL FINL INC | COM | 744320102 | 142761 | 2634935 | SH | DEFINED |
| PRUDENTIAL FINL INC | COM | 744320102 | 134 | 2481 | SH | SOLE |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 1231 | 37226 | SH | DEFINED |
| QUALCOMM INC | COM | 747525103 | 531235 | 11770444 | SH | DEFINED |
| RADNET INC | COM | 750491102 | 500 | 208333 | SH | SOLE |
| RAYONIER INC | COM | 754907103 | 5090 | 101555 | SH | DEFINED |

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|------------------------------|----------------|-----------|--------|----------|----|---------|
| REGAL ENTMT GROUP | CL A | 758766109 | 15071 | 1148697 | SH | DEFINED |
| RESEARCH IN MOTION LTD | COM | 760975102 | 107029 | 2198165 | SH | DEFINED |
| RESMED INC | COM | 761152107 | 79388 | 2419632 | SH | DEFINED |
| RITCHIE BROS AUCTIONEERS | COM | 767744105 | 1911 | 92000 | SH | DEFINED |
| ROCKWELL COLLINS INC | COM | 774341101 | 53745 | 922659 | SH | DEFINED |
| ROVI CORP | COM | 779376102 | 61137 | 1212802 | SH | DEFINED |
| ROWAN COS INC | COM | 779382100 | 2472 | 81417 | SH | DEFINED |
| ST JUDE MED INC | COM | 790849103 | 2527 | 64240 | SH | DEFINED |
| SCHLUMBERGER LTD | COM | 806857108 | 471799 | 7657825 | SH | DEFINED |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 1831 | 131750 | SH | DEFINED |
| SCHWEITZER-MAUDUIT INTL INC | COM | 808541106 | 1055 | 18093 | SH | DEFINED |
| SEMPRA ENERGY | COM | 816851109 | 876 | 16291 | SH | DEFINED |
| SIEMENS A G | SPONSORED ADR | 826197501 | 854 | 8100 | SH | DEFINED |
| SIMON PPTY GROUP INC NEW | COM | 828806109 | 1960 | 21136 | SH | DEFINED |
| SMUCKER J M CO | COM NEW | 832696405 | 3660 | 60469 | SH | DEFINED |
| SOCIEDAD QUIMICA MINERA DE C | SPON ADR SER B | 833635105 | 107235 | 2222944 | SH | DEFINED |
| SOUTHERN CO | COM | 842587107 | 5691 | 152807 | SH | DEFINED |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 84507 | 2527113 | SH | DEFINED |
| SPECTRA ENERGY CORP | COM | 847560109 | 23784 | 1054740 | SH | DEFINED |
| SPRINT NEXTEL CORP | COM SER 1 | 852061100 | 1448 | 312799 | SH | DEFINED |
| STAPLES INC | COM | 855030102 | 1515 | 72431 | SH | DEFINED |
| STARBUCKS CORP | COM | 855244109 | 1124 | 43976 | SH | DEFINED |
| STATE STR CORP | COM | 857477103 | 344245 | 9140854 | SH | DEFINED |
| STEEL DYNAMICS INC | COM | 858119100 | 11985 | 849387 | SH | DEFINED |
| STERICYCLE INC | COM | 858912108 | 17050 | 245400 | SH | DEFINED |
| STERLITE INDS INDIA LTD | ADS | 859737207 | 2256 | 150600 | SH | DEFINED |
| SUCCESSFACTORS INC | COM | 864596101 | 10305 | 410401 | SH | DEFINED |
| SUNCOR ENERGY INC NEW | COM | 867224107 | 178819 | 5493661 | SH | DEFINED |
| SUNTRUST BKS INC | COM | 867914103 | 9575 | 370684 | SH | DEFINED |
| SUPERMEDIA INC | COM | 868447103 | 4857 | 459495 | SH | SOLE |
| SYCAMORE NETWORKS INC | COM NEW | 871206405 | 414 | 12775 | SH | DEFINED |
| SYSCO CORP | COM | 871829107 | 1732 | 60735 | SH | DEFINED |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 104148 | 10271036 | SH | DEFINED |
| TELEFONICA S A | SPONSORED ADR | 879382208 | 3612 | 48710 | SH | DEFINED |
| TEVA PHARMACEUTICAL INDS LTD | ADR | 881624209 | 1066 | 20215 | SH | DEFINED |
| TEXAS INSTRS INC | COM | 882508104 | 104123 | 3836503 | SH | DEFINED |
| TEXTRON INC | COM | 883203101 | 622 | 30248 | SH | DEFINED |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 112781 | 2355487 | SH | DEFINED |
| THRESHOLD PHARMACEUTICAL INC | COM NEW | 885807206 | 17 | 13304 | SH | DEFINED |
| TIME WARNER INC | COM NEW | 887317303 | 187196 | 6107527 | SH | DEFINED |
| US BANCORP DEL | COM NEW | 902973304 | 21244 | 982616 | SH | DEFINED |
| UNION PAC CORP | COM | 907818108 | 166926 | 2040657 | SH | DEFINED |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 7137 | 107022 | SH | DEFINED |
| UNITED STATES STL CORP NEW | COM | 912909108 | 2072 | 47270 | SH | DEFINED |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 95506 | 1340812 | SH | DEFINED |
| URBAN OUTFITTERS INC | COM | 917047102 | 14351 | 456450 | SH | DEFINED |
| VCA ANTECH INC | COM | 918194101 | 30857 | 1463124 | SH | DEFINED |
| VANGUARD BD INDEX FD INC | SHORT TRM BOND | 921937827 | 327 | 4000 | SH | DEFINED |
| VIRTUALSCOPICS INC | COM | 928269109 | 1176 | 1218467 | SH | SOLE |
| VORNADO RLTY TR | SH BEN INT | 929042109 | 1108 | 12954 | SH | DEFINED |
| WAL MART STORES INC | COM | 931142103 | 14165 | 264665 | SH | DEFINED |
| WALGREEN CO | COM | 931422109 | 2440 | 72836 | SH | DEFINED |
| WELLS FARGO & CO NEW | COM | 949746101 | 144142 | 5739283 | SH | DEFINED |
| WESTERN DIGITAL CORP | COM | 958102105 | 410 | 14432 | SH | DEFINED |
| WESTERN UN CO | COM | 959802109 | 385162 | 21797518 | SH | DEFINED |
| WEYERHAEUSER CO | COM | 962166104 | 557 | 35372 | SH | DEFINED |
| WILLIAMS COS INC DEL | COM | 969457100 | 1113 | 58220 | SH | DEFINED |
| WISCONSIN ENERGY CORP | COM | 976657106 | 875 | 15130 | SH | DEFINED |
| YAHOO INC | COM | 984332106 | 2958 | 208750 | SH | DEFINED |
| YUM BRANDS INC | COM | 988498101 | 19084 | 414331 | SH | DEFINED |
| ZIONS BANCORPORATION | COM | 989701107 | 4713 | 220662 | SH | DEFINED |
| NEWS CORP | CL A | 65248E104 | 72360 | 5540600 | SH | DEFINED |

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| VALE S A | ADR | 91912E105 | 8808 | 281665 | SH | DEFINED |
| TARGET CORP | COM | 87612E106 | 144105 | 2696576 | SH | DEFINED |
| NAVISTAR INTL CORP NEW | COM | 63934E108 | 26712 | 612093 | SH | DEFINED |
| FORTINET INC | COM | 34959E109 | 3785 | 151404 | SH | DEFINED |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 4995 | 95869 | SH | DEFINED |
| GRUPO AEROPORTUARIO DEL SURE | SPON ADR SER B | 40051E202 | 316 | 6662 | SH | DEFINED |
| VALE S A | ADR REPSTG PFD | 91912E204 | 126076 | 4543279 | SH | DEFINED |
| A D A M INC | COM | 00088U108 | 332 | 52293 | SH | SOLE |
| AES CORP | COM | 00130H105 | 710 | 62514 | SH | DEFINED |
| AT&T INC | COM | 00206R102 | 108406 | 3790409 | SH | DEFINED |
| ACHILLION PHARMACEUTICALS IN | COM | 00448Q201 | 248 | 82050 | SH | SOLE |
| ACTIVISION BLIZZARD INC | COM | 00507V109 | 27912 | 2579685 | SH | DEFINED |
| ADOBE SYS INC | COM | 00724F101 | 606 | 23157 | SH | DEFINED |
| AETNA INC NEW | COM | 00817Y108 | 3933 | 124426 | SH | DEFINED |
| ALLEGHENY TECHNOLOGIES INC | COM | 01741R102 | 212352 | 4571625 | SH | DEFINED |
| ALTRIA GROUP INC | COM | 02209S103 | 2967 | 123534 | SH | DEFINED |
| AMERICA MOVIL SAB DE CV | SPON ADR L SHS | 02364W105 | 119609 | 2242817 | SH | DEFINED |
| AMERICAN PUBLIC EDUCATION IN | COM | 02913V103 | 4982 | 151600 | SH | DEFINED |
| AMERIPRISE FINL INC | COM | 03076C106 | 84919 | 1794181 | SH | DEFINED |
| A123 SYS INC | COM | 03739T108 | 74209 | 8273021 | SH | SOLE |
| BABCOCK & WILCOX CO NEW | COM | 05615F102 | 5629 | 264519 | SH | DEFINED |
| BANCO SANTANDER BRASIL S A | ADS REP 1 UNIT | 05967A107 | 13581 | 986270 | SH | DEFINED |
| CB RICHARD ELLIS GROUP INC | CL A | 12497T101 | 145630 | 7966606 | SH | DEFINED |
| CBOE HLDGS INC | COM | 12503M108 | 12513 | 619444 | SH | DEFINED |
| CME GROUP INC | COM | 12572Q105 | 333212 | 1279371 | SH | DEFINED |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 54640 | 1381547 | SH | DEFINED |
| CARDINAL HEALTH INC | COM | 14149Y108 | 34819 | 1053851 | SH | DEFINED |
| CATALYST HEALTH SOLUTIONS IN | COM | 14888B103 | 21089 | 599115 | SH | DEFINED |
| CHINA SEC & SURVE TECH INC | COM | 16942J105 | 25346 | 4558691 | SH | DEFINED |
| CISCO SYS INC | COM | 17275R102 | 413029 | 18859777 | SH | DEFINED |
| CLIFFS NATURAL RESOURCES INC | COM | 18683K101 | 3591 | 56181 | SH | DEFINED |
| COMCAST CORP NEW | CL A SPL | 20030N200 | 55839 | 3282727 | SH | DEFINED |
| CONOCOPHILLIPS | COM | 20825C104 | 22688 | 395057 | SH | DEFINED |
| CORRECTIONS CORP AMER NEW | COM NEW | 22025Y407 | 82741 | 3352564 | SH | DEFINED |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 825 | 12799 | SH | DEFINED |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 68537 | 1058651 | SH | DEFINED |
| DIAGEO P L C | SPON ADR NEW | 25243Q205 | 4074 | 59034 | SH | DEFINED |
| DISCOVERY COMMUNICATNS NEW | COM SER A | 25470F104 | 6642 | 152521 | SH | DEFINED |
| DISCOVERY COMMUNICATNS NEW | COM SER C | 25470F302 | 15340 | 401665 | SH | DEFINED |
| DIRECTV | COM CL A | 25490A101 | 285758 | 6864231 | SH | DEFINED |
| DOMINION RES INC VA NEW | COM | 25746U109 | 82808 | 1896664 | SH | DEFINED |
| DORAL FINL CORP | COM NEW | 25811P886 | 3176 | 1913545 | SH | DEFINED |
| DOUGLAS EMMETT INC | COM | 25960P109 | 13008 | 742912 | SH | DEFINED |
| DOUGLAS EMMETT INC | COM | 25960P109 | 1515 | 86506 | SH | SOLE |
| DOUGLAS DYNAMICS INC | COM | 25960R105 | 18145 | 1469254 | SH | DEFINED |
| DUKE ENERGY CORP NEW | COM | 26441C105 | 1054 | 59512 | SH | DEFINED |
| EQT CORP | COM | 26884L109 | 13185 | 365639 | SH | DEFINED |
| EL PASO CORP | COM | 28336L109 | 63210 | 5105799 | SH | DEFINED |
| ENTERGY CORP NEW | COM | 29364G103 | 54927 | 717719 | SH | DEFINED |
| EQUINIX INC | COM NEW | 29444U502 | 28766 | 281058 | SH | DEFINED |
| EQUITY RESIDENTIAL | SH BEN INT | 29476L107 | 1084 | 22789 | SH | DEFINED |
| EXELON CORP | COM | 30161N101 | 3144 | 73835 | SH | DEFINED |
| EXXON MOBIL CORP | COM | 30231G102 | 314463 | 5089215 | SH | DEFINED |
| FEDEX CORP | COM | 31428X106 | 2279 | 26652 | SH | DEFINED |
| FREEMPORT-MCMORAN COPPER & GO | COM | 35671D857 | 59863 | 701051 | SH | DEFINED |
| GEN-PROBE INC NEW | COM | 36866T103 | 12509 | 258127 | SH | DEFINED |
| GENWORTH FINL INC | COM CL A | 37247D106 | 392 | 32104 | SH | DEFINED |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 389726 | 2695572 | SH | DEFINED |
| GOOGLE INC | CL A | 38259P508 | 118468 | 225315 | SH | DEFINED |
| GREEN DOT CORP | CL A | 39304D102 | 296 | 6111 | SH | DEFINED |
| GRUPO TELEVISIA SA DE CV | SP ADR REP ORD | 40049J206 | 22019 | 1163788 | SH | DEFINED |
| HCP INC | COM | 40414L109 | 228 | 6349 | SH | DEFINED |

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| HEALTH CARE REIT INC | COM | 42217K106 | 1199 | 25328 | SH | DEFINED |
| HESS CORP | COM | 42809H107 | 7033 | 118961 | SH | DEFINED |
| HISOFT TECHNOLOGY INTL LTD | SPONSORED ADR | 43358R108 | 38065 | 1547987 | SH | SOLE |
| HITTITE MICROWAVE CORP | COM | 43365Y104 | 26975 | 566100 | SH | DEFINED |
| HOST HOTELS & RESORTS INC | COM | 44107P104 | 524 | 36193 | SH | DEFINED |
| ICF INTL INC | COM | 44925C103 | 446 | 17795 | SH | SOLE |
| ICICI BK LTD | ADR | 45104G104 | 5448 | 109285 | SH | DEFINED |
| INCYTE CORP | COM | 45337C102 | 14928 | 933557 | SH | DEFINED |
| INFINERA CORPORATION | COM | 45667G103 | 4963 | 425273 | SH | DEFINED |
| INSULET CORP | COM | 45784P101 | 3454 | 244262 | SH | DEFINED |
| INTREPID POTASH INC | COM | 46121Y102 | 17933 | 687862 | SH | DEFINED |
| JPMORGAN CHASE & CO | COM | 46625H100 | 328179 | 8622682 | SH | DEFINED |
| JUNIPER NETWORKS INC | COM | 48203R104 | 22065 | 727033 | SH | DEFINED |
| KB FINANCIAL GROUP INC | SPONSORED ADR | 48241A105 | 8163 | 190415 | SH | DEFINED |
| KIMCO REALTY CORP | COM | 49446R109 | 429 | 27269 | SH | DEFINED |
| KRAFT FOODS INC | CL A | 50075N104 | 214039 | 6935795 | SH | DEFINED |
| LIFE TECHNOLOGIES CORP | COM | 53217V109 | 65050 | 1393225 | SH | DEFINED |
| MSCI INC | CL A | 55354G100 | 15164 | 456622 | SH | DEFINED |
| MACYS INC | COM | 55616P104 | 26830 | 1162486 | SH | DEFINED |
| MASTERCARD INC | CL A | 57636Q104 | 5403 | 24120 | SH | DEFINED |
| MCKESSON CORP | COM | 58155Q103 | 4813 | 77911 | SH | DEFINED |
| MEDCO HEALTH SOLUTIONS INC | COM | 58405U102 | 1145 | 21986 | SH | DEFINED |
| MERCADOLIBRE INC | COM | 58733R102 | 24490 | 339296 | SH | DEFINED |
| MERCK & CO INC NEW | COM | 58933Y105 | 12468 | 338725 | SH | DEFINED |
| METLIFE INC | COM | 59156R108 | 55238 | 1436623 | SH | DEFINED |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 22338 | 473067 | SH | DEFINED |
| MONSANTO CO NEW | COM | 61166W101 | 220693 | 4604493 | SH | DEFINED |
| MOSAIC CO | COM | 61945A107 | 4255 | 72408 | SH | DEFINED |
| NII HLDGS INC | CL B NEW | 62913F201 | 217306 | 5287240 | SH | DEFINED |
| NEWCASTLE INVT CORP | COM | 65105M108 | 2325 | 750000 | SH | DEFINED |
| NEXTERA ENERGY INC | COM | 65339F101 | 73629 | 1353731 | SH | DEFINED |
| NOVARTIS A G | SPONSORED ADR | 66987V109 | 13393 | 232240 | SH | DEFINED |
| NVIDIA CORP | COM | 67066G104 | 810 | 69340 | SH | DEFINED |
| ORACLE CORP | COM | 68389X105 | 117609 | 4380232 | SH | DEFINED |
| ORBCOMM INC | COM | 68555P100 | 2936 | 1293218 | SH | SOLE |
| PG&E CORP | COM | 69331C108 | 7918 | 174338 | SH | DEFINED |
| PETROLEO BRASILEIRO SA PETRO | SP ADR NON VTG | 71654V101 | 213995 | 6520254 | SH | DEFINED |
| POTASH CORP SASK INC | COM | 73755L107 | 85060 | 590533 | SH | DEFINED |
| POWERSHARES INDIA ETF TR | INDIA PORT | 73935L100 | 16503 | 653320 | SH | DEFINED |
| PRAXAIR INC | COM | 74005P104 | 197093 | 2183613 | SH | DEFINED |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 1018 | 20329 | SH | DEFINED |
| PRINCIPAL FINL GROUP INC | COM | 74251V102 | 54691 | 2110011 | SH | DEFINED |
| PUBLIC STORAGE | COM | 74460D109 | 2625 | 27054 | SH | DEFINED |
| RSC HOLDINGS INC | COM | 74972L102 | 4651 | 623515 | SH | SOLE |
| RANGE RES CORP | COM | 75281A109 | 13497 | 353972 | SH | DEFINED |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 41384 | 5692501 | SH | DEFINED |
| SBA COMMUNICATIONS CORP | COM | 78388J106 | 511 | 12681 | SH | DEFINED |
| SL GREEN RLTY CORP | COM | 78440X101 | 9826 | 155150 | SH | DEFINED |
| SPDR S&P 500 ETF TR | TR UNIT | 78462F103 | 11249 | 98561 | SH | DEFINED |
| SPDR INDEX SHS FDS | S&P CHINA ETF | 78463X400 | 227 | 2977 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 6331 | 441350 | SH | DEFINED |
| SELECT SECTOR SPDR TR | SBI INT-INDS | 81369Y704 | 26638 | 851612 | SH | DEFINED |
| SIRIUS XM RADIO INC | COM | 82967N108 | 2400 | 2000000 | SH | DEFINED |
| SOLARWINDS INC | COM | 83416B109 | 2416 | 140000 | SH | DEFINED |
| STARWOOD HOTELS&RESORTS WRLD | COM | 85590A401 | 388 | 7391 | SH | DEFINED |
| SYNAPTICS INC | COM | 87157D109 | 24621 | 874951 | SH | DEFINED |
| SYNIVERSE HLDGS INC | COM | 87163F106 | 14955 | 659697 | SH | DEFINED |
| 3M CO | COM | 88579Y101 | 13287 | 153238 | SH | DEFINED |
| TIME WARNER CABLE INC | COM | 88732J207 | 3183 | 58964 | SH | DEFINED |
| TOWN SPORTS INTL HLDGS INC | COM | 89214A102 | 29 | 10654 | SH | SOLE |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 10379 | 295622 | SH | DEFINED |
| UNUM GROUP | COM | 91529Y106 | 8120 | 366570 | SH | DEFINED |

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| VALUEVISION MEDIA INC | CL A | 92047K107 | 12130 | 6452194 | SH | SOLE |
| VENTAS INC | COM | 92276F100 | 562 | 10907 | SH | DEFINED |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 58417 | 1792479 | SH | DEFINED |
| VERTEX PHARMACEUTICALS INC | COM | 92532F100 | 19577 | 566286 | SH | DEFINED |
| VIACOM INC NEW | CL B | 92553P201 | 3111 | 85958 | SH | DEFINED |
| VIMPELCOM LTD | SPONSORED ADR | 92719A106 | 319 | 21467 | SH | DEFINED |
| VISA INC | COM CL A | 92826C839 | 335125 | 4512861 | SH | DEFINED |
| VODAFONE GROUP PLC NEW | SPONS ADR NEW | 92857W209 | 14568 | 587182 | SH | DEFINED |
| WIMM BILL DANN FOODS OJSC | SPONSORED ADR | 97263M109 | 533 | 23566 | SH | DEFINED |
| WINDSTREAM CORP | COM | 97381W104 | 1032 | 83987 | SH | DEFINED |
| WINDSTREAM CORP | COM | 97381W104 | 5548 | 451457 | SH | SOLE |
| WISDOMTREE TRUST | INDIA ERNGS FD | 97717W422 | 15424 | 584900 | SH | DEFINED |
| XCEL ENERGY INC | COM | 98389B100 | 3277 | 142662 | SH | DEFINED |
| ZIMMER HLDGS INC | COM | 98956P102 | 1191 | 22758 | SH | DEFINED |
| ZIPREALTY INC | COM | 98974V107 | 81 | 27977 | SH | SOLE |