

EAGLE PHARMACEUTICALS, INC.
Form SC 13G
February 17, 2015

SECURITIES
AND
EXCHANGE
COMMISSION
Washington,
D.C. 20549

SCHEDULE
13G

Under the
Securities
Exchange Act of
1934
(Amendment
No.)*

Eagle
Pharmaceuticals
Inc.
(Name of Issuer)

Common Stock,
par value \$0.001
per share
(Title of Class of
Securities)

269796108
(CUSIP
Number)

December 31,
2014
(Date of Event
Which Requires
Filing of This
Statement)

Check the
appropriate box
to designate the
rule pursuant to
which this
Schedule is

filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAME OF REPORTING PERSON
	Trustees of General Electric Pension Trust
	CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
2	
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4	
	New York
	SOLE VOTING POWER
5	
	0 SHARED VOTING POWER
6	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	936,992 SOLE DISPOSITIVE POWER
7	
	0 SHARED DISPOSITIVE POWER
8	
	936,992
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	936,992
10	..

11 CHECK BOX
IF THE
AGGREGATE
AMOUNT IN
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(9)

12 6.7%
TYPE OF
REPORTING
PERSON

EP

	NAME OF REPORTING PERSON
1	GE Asset Management Incorporated, as Investment Manager of GEPT (as defined below) and an Investment Adviser to certain other entities and accounts.
2	CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
	Delaware
5	SOLE VOTING POWER
6	0 SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	936,992 SOLE DISPOSITIVE POWER
7	
8	0 SHARED DISPOSITIVE POWER
9	936,992 AGGREGATE AMOUNT

BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

936,992
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)

10

EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(9)

11

6.7%
TYPE OF
REPORTING
PERSON

12

IA, CO

1	NAME OF REPORTING PERSON
	General Electric Company
2	CHECK THE APPROPRIATE BOX IF A MEMBER(b) x OF A GROUP
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
	New York
5	SOLE VOTING POWER
6	None SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	Disclaimed (see 9 below) SOLE DISPOSITIVE POWER
7	
8	None SHARED DISPOSITIVE POWER
9	Disclaimed (see 9 below) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Beneficial ownership
of all shares
disclaimed by
General Electric
Company
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN
10 ROW (9) x
EXCLUDES
CERTAIN
SHARES Disclaimed
(see 9 above).
PERCENT OF
CLASS
11 REPRESENTED BY
AMOUNT IN ROW
(9)

Not Applicable (see 9
above)
TYPE OF
12 REPORTING
PERSON

CO

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INTRODUCTORY NOTE: This Statement on Schedule 13G/A is filed on behalf of General Electric Company, a New York corporation ("GE"), GE Asset Management Incorporated, a Delaware corporation and a wholly owned subsidiary of GE ("GEAM") and the Trustees of General Electric Pension Trust, a New York common law trust ("GEPT") (collectively, the "Reporting Persons"). GEAM is a registered investment adviser and acts as Investment Manager of GEPT and as Investment Adviser to certain other entities and accounts. GEAM may be deemed to be the beneficial owner of 936,992 shares of Common Stock of Eagle Pharmaceuticals Inc. owned by GEPT. GEAM and GEPT each expressly disclaim that they are members of a "group." GE disclaims beneficial ownership of all shares and expressly disclaims that it is a member of a "group."

Item 1(a). NAME OF ISSUER

The name of the issuer is Eagle Pharmaceuticals Inc. (the "Company").

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The Company's principal executive offices are located at 50 Tice Boulevard, Suite 315, Woodcliff Lake, NJ 07677.

Item 2(a). NAME OF PERSON FILING

This statement is filed by:

(i) Trustees of General Electric Pension Trust (see Schedule I);

(ii) GE Asset Management Incorporated as Investment Manager of GEPT and as Investment Adviser to certain entities and account; and

(iii) General Electric Company.

Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party. The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the Common Stock reported herein.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

The address of the principal offices of GEPT and GEAM is 1600 Summer Street, Stamford, Connecticut 06904. The address of the principal offices of GE is 3135 Easton Turnpike, Fairfield, Connecticut 06828.

**Item
2(c). CITIZENSHIP**

Trustees of General Electric Pension Trust is a New York common law trust. GE Asset Management Incorporated is a Delaware corporation. General Electric Company is a New York corporation

Item 2(d). TITLE OF CLASS OF SECURITIES

Common Stock, par value \$0.001 per share (the "Common Stock").

Item 2(e). CUSIP NUMBER

269796108

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or dealer registered under Section 15 of the Act;
- (b) Bank as defined in Section 3(a)(6) of the Act;
- (c) Insurance company as defined in Section 3(a)(19) of the Act;
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940;
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please

specify the type of institution: _____

Item 4. OWNERSHIP

A. Trustees of General Electric Pension Trust

(a) Amount beneficially owned: 936,992

(b) Percent of class: 6.7% The percentages used herein and in the rest of Item 4 are calculated based upon the 14,032,167 shares of Common Stock issued and outstanding as of December 17, 2014 as reported by the Company in the Form 10-K/A filed by the Company on January 28, 2015.

(c) (i) Sole power to vote or direct the vote: 0

(ii) Shared power to vote or direct the vote: 936,992

(iii) Sole power to dispose or direct the disposition: 0

(iv) Shared power to dispose or direct the disposition: 936,992

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B. GE Asset Management Incorporated

- (a) Amount beneficially owned: 936,992
- (b) Percent of class: 6.7%
- (c) (i) Sole power to vote or direct the vote: 0
- (ii) Shared power to vote or direct the vote: 936,992
- (iii) Sole power to dispose or direct the disposition: 0
- (iv) Shared power to dispose or direct the disposition: 936,992

C. General Electric Company

- (a) Amount beneficially owned: Disclaimed
- (b) Percent of class: Disclaimed
- (c) (i) Sole power to vote or direct the vote: None
- (ii) Shared power to vote or direct the vote: Disclaimed
- (iii) Sole power to dispose or direct the disposition: None
- (iv) Shared power to dispose or direct the disposition: Disclaimed

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

See Introductory Note above.

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Item 10. CERTIFICATION

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATE: February 17, 2015

GENERAL ELECTRIC PENSION TRUST

By: GE Asset Management Incorporated, its Investment Manager

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Senior Vice President - Deputy General
Counsel & Assistant Secretary

GE ASSET MANAGEMENT INCORPORATED

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Senior Vice President - Deputy General
Counsel & Assistant Secretary

GENERAL ELECTRIC COMPANY

By: /s/ Dmitri A. Stockton
Name: Dmitri A. Stockton
Title: Senior Vice President

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EXHIBIT 1

JOINT FILING AGREEMENT
PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATE: February 17, 2015

GENERAL ELECTRIC PENSION TRUST

By: GE Asset Management Incorporated, its Investment Manager

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Senior Vice President - Deputy General
Counsel & Assistant Secretary

GE ASSET MANAGEMENT INCORPORATED

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Senior Vice President - Deputy General
Counsel & Assistant Secretary

GENERAL ELECTRIC COMPANY

By: /s/ Dmitri A. Stockton

Name: Dmitri A. Stockton

Title: Senior Vice President

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Schedule I

TRUSTEES OF GENERAL ELECTRIC PENSION TRUST

1600 Summer Street

Stamford, Connecticut 06904

The names of the Trustees of General Electric Pension Trust are as follows:

Dmitri A. Stockton

George A. Bicher

Paul M. Colonna

Gregory B. Hartch

Ralph R. Layman

Matthew J. Simpson

Donald W. Torey

David W. Wiederecht

Matt Zakrzewski