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GENERAL ELECTRIC CO  
Form 13F-HR/A  
April 30, 2008

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, 2007

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	April 30, 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: 397

Form 13F Information Table Value Total: \$33,129,884  
(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
ACE LTD	ORD	G0070K103	90586	1466261		SH	DEFIN
ARCH CAP GROUP LTD	ORD	G0450A105	45636	648700		SH	DEFIN
AXIS CAPITAL HOLDINGS	SHS	G0692U109	68724	1763500		SH	DEFIN
COOPER INDS LTD	CL A	G24182100	140297	2653127		SH	DEFIN
COVIDIEN LTD	COM	G2552X108	66892	1510315		SH	DEFIN
GENPACT LIMITED	SHS	G3922B107	1691	39947364		SH	SOLE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	14116	1009740		SH	DEFIN
NABORS INDUSTRIES LTD	SHS	G6359F103	46755	1707026		SH	DEFIN
WEATHERFORD INTERNATIONAL LT	COM	G95089101	45131	657890		SH	DEFIN
ALCON INC	COM SHS	H01301102	15595	109022		SH	DEFIN
LOGITECH INTL S A	SHS	H50430232	6997	190957		SH	DEFIN
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	728	150000		SH	DEFIN
ABB LTD	SPONSORED ADR	000375204	60123	2087610		SH	DEFIN
AFLAC INC	COM	001055102	184300	2942680		SH	DEFIN
AES CORP	COM	00130H105	1579	73822		SH	DEFIN
AT&T INC	COM	00206R102	82741	1990890		SH	DEFIN
ABBOTT LABS	COM	002824100	194667	3466908		SH	DEFIN
ACCURAY INC	COM	004397105	14372	944276		SH	DEFIN
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	349	69976		SH	SOLE
ACTIVISION INC NEW	COM NEW	004930202	35547	1196861		SH	DEFIN
ADAMS RESPIRATORY THERAPEUTI	COM	00635P107	592	9906		SH	SOLE
ADVANCE AUTO PARTS INC	COM	00751Y106	5419	142645		SH	DEFIN
AETNA INC NEW	COM	00817Y108	141680	2454178		SH	DEFIN
AFFILIATED COMPUTER SERVICES	CL A	008190100	66964	1484787		SH	DEFIN
AFFILIATED MANAGERS GROUP	COM	008252108	20180	171807		SH	DEFIN
ALBERTO CULVER CO NEW	COM	013078100	84009	3423370		SH	DEFIN
ALCOA INC	COM	013817101	55128	1508301		SH	DEFIN
ALLEGHANY CORP DEL	COM	017175100	21440	53334		SH	DEFIN
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	101433	1173997		SH	DEFIN
ALLERGAN INC	COM	018490102	2466	38388		SH	DEFIN
ALLIANCE IMAGING INC	COM NEW	018606202	10776	1120160		SH	SOLE

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ALLSTATE CORP	COM	020002101	88339	1691348	SH	DEFIN
ALTRIA GROUP INC	COM	02209S103	22539	298218	SH	DEFIN
ALTUS PHARMACEUTICALS INC	COM	02216N105	212	40957	SH	SOLE
AMBASSADORS GROUP INC	COM	023177108	7324	400000	SH	DEFIN
AMBASSADORS INTL INC	COM	023178106	2916	200000	SH	DEFIN
AMEREN CORP	COM	023608102	2589	47761	SH	DEFIN
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	177336	2888673	SH	DEFIN
AMERICAN ELEC PWR INC	COM	025537101	32720	702745	SH	DEFIN
AMERICAN EXPRESS CO	COM	025816109	9938	191045	SH	DEFIN
AMERICAN INTL GROUP INC	COM	026874107	653611	11211172	SH	DEFIN
AMERICAN TOWER CORP	CL A	029912201	115952	2721888	SH	DEFIN
AMERIPRISE FINL INC	COM	03076C106	4862	88222	SH	DEFIN
AMGEN INC	COM	031162100	540585	11640510	SH	DEFIN
AMYLIN PHARMACEUTICALS INC	COM	032346108	24737	668565	SH	DEFIN
ANALOG DEVICES INC	COM	032654105	172896	5454146	SH	DEFIN
ANGLO AMERN PLC	ADR NEW	03485P201	7345	241838	SH	DEFIN
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3803	88830	SH	DEFIN
ANHEUSER BUSCH COS INC	COM	035229103	4554	87000	SH	DEFIN
AON CORP	COM	037389103	68344	1433091	SH	DEFIN
APACHE CORP	COM	037411105	73148	680190	SH	DEFIN
APPLE INC	COM	037833100	26082	131673	SH	DEFIN
ARTHROCARE CORP	COM	043136100	8937	185995	SH	DEFIN
AUTOMATIC DATA PROCESSING IN	COM	053015103	94175	2114857	SH	DEFIN
AUTOZONE INC	COM	053332102	2602	21700	SH	DEFIN
BAKER HUGHES INC	COM	057224107	14841	183000	SH	DEFIN
BANK OF AMERICA CORPORATION	COM	060505104	88603	2147433	SH	DEFIN
BANK OF NEW YORK MELLON CORP	COM	064058100	113862	2335152	SH	DEFIN
BARRICK GOLD CORP	COM	067901108	163547	3889338	SH	DEFIN
BARR PHARMACEUTICALS INC	COM	068306109	28495	536624	SH	DEFIN
BAXTER INTL INC	COM	071813109	113565	1956332	SH	DEFIN
BED BATH & BEYOND INC	COM	075896100	275600	9377350	SH	DEFIN
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	72224	15250	SH	DEFIN
BIGBAND NETWORKS INC	COM	089750509	1812	352482	SH	DEFIN
BLACK & DECKER CORP	COM	091797100	673	9666	SH	DEFIN
BLACKBOARD INC	COM	091935502	5360	133173	SH	DEFIN
BLACKROCK INC	COM	09247X101	37751	174128	SH	DEFIN
BLACKROCK KELSO CAPITAL CORP	COM	092533108	91527	5990000	SH	DEFIN
BOEING CO	COM	097023105	15104	172700	SH	DEFIN
BOSTON PROPERTIES INC	COM	101121101	1497	16300	SH	DEFIN
BOSTON SCIENTIFIC CORP	COM	101137107	26043	2239286	SH	DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	67788	2556100	SH	DEFIN
BURLINGTON NORTHN SANTA FE C	COM	12189T104	1919	23055	SH	DEFIN
CBS CORP NEW	CL B	124857202	5467	200624	SH	DEFIN
CB RICHARD ELLIS GROUP INC	CL A	12497T101	190315	8831313	SH	DEFIN
CVB FINL CORP	COM	126600105	13270	1283345	SH	DEFIN
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	19209	784051	SH	DEFIN
CABOT CORP	COM	127055101	13320	399528	SH	DEFIN
CANADIAN NAT RES LTD	COM	136385101	2926	40000	SH	DEFIN
CAPITAL ONE FINL CORP	COM	14040H105	1049	22193	SH	DEFIN
CARNIVAL CORP	PAIRED CTF	143658300	320082	7194468	SH	DEFIN
CARTER INC	COM	146229109	456	23562	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	4208	58000	SH	DEFIN
CAVIUM NETWORKS INC	COM	14965A101	596	25884	SH	SOLE
CAVIUM NETWORKS INC	COM	14965A101	2302	100000	SH	DEFIN
CHEESECAKE FACTORY INC	COM	163072101	34796	1467548	SH	DEFIN
CHEVRON CORP NEW	COM	166764100	40197	430700	SH	DEFIN
CHUBB CORP	COM	171232101	84071	1540326	SH	DEFIN
CISCO SYS INC	COM	17275R102	703984	26006045	SH	DEFIN
CITIGROUP INC	COM	172967101	248975	8457043	SH	DEFIN
CITI TRENDS INC	COM	17306X102	524	33962	SH	SOLE
CITRIX SYS INC	COM	177376100	20917	550295	SH	DEFIN
CLEARWIRE CORP	CL A	185385309	4136	301703	SH	DEFIN

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CLOROX CO DEL	COM	189054109	139304	2137545	SH	DEFIN
COACH INC	COM	189754104	15777	515939	SH	DEFIN
COCA COLA CO	COM	191216100	52299	852188	SH	DEFIN
COGENT INC	COM	19239Y108	16475	1477569	SH	DEFIN
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	4718	139000	SH	DEFIN
COLGATE PALMOLIVE CO	COM	194162103	159157	2041515	SH	DEFIN
COMCAST CORP NEW	CL A	20030N101	7304	400000	SH	DEFIN
COMCAST CORP NEW	CL A SPL	20030N200	397743	21950500	SH	DEFIN
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	347568	12422004	SH	DEFIN
CONEXANT SYSTEMS INC	COM	207142100	22	26566	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	15647	177201	SH	DEFIN
CONSTELLATION ENERGY GROUP I	COM	210371100	71225	694679	SH	DEFIN
CORNING INC	COM	219350105	182644	7613335	SH	DEFIN
CORPORATE EXECUTIVE BRD CO	COM	21988R102	12673	210863	SH	DEFIN
CUMULUS MEDIA INC	CL A	231082108	2140	266109	SH	SOLE
DST SYS INC DEL	COM	233326107	18681	226305	SH	DEFIN
DTE ENERGY CO	COM	233331107	11552	262792	SH	DEFIN
DANAHER CORP DEL	COM	235851102	2369	27000	SH	DEFIN
DARDEN RESTAURANTS INC	COM	237194105	693	25000	SH	DEFIN
DAVITA INC	COM	23918K108	80935	1436285	SH	DEFIN
DEERE & CO	COM	244199105	81543	875677	SH	DEFIN
DELL INC	COM	24702R101	18972	774057	SH	DEFIN
DENTSPLY INTL INC NEW	COM	249030107	25162	558903	SH	DEFIN
DEVON ENERGY CORP NEW	COM	25179M103	123852	1393000	SH	DEFIN
DIAGEO P L C	SPON ADR NEW	25243Q205	34774	405153	SH	DEFIN
DIRECTV GROUP INC	COM	25459L106	3757	162509	SH	DEFIN
DISNEY WALT CO	COM DISNEY	254687106	10185	315533	SH	DEFIN
DOMINION RES INC VA NEW	COM	25746U109	238065	5017173	SH	DEFIN
DOUGLAS EMMETT INC	COM	25960P109	11770	520552	SH	DEFIN
DOVER CORP	COM	260003108	433373	9402756	SH	DEFIN
DRESSER-RAND GROUP INC	COM	261608103	20523	525564	SH	DEFIN
DUKE ENERGY CORP NEW	COM	26441C105	8129	403001	SH	DEFIN
E M C CORP MASS	COM	268648102	51420	2774967	SH	DEFIN
EOG RES INC	COM	26875P101	81574	913992	SH	DEFIN
EATON CORP	COM	278058102	79474	819745	SH	DEFIN
EATON VANCE FLTING RATE INC	COM	278279104	14800	948138	SH	SOLE
EBAY INC	COM	278642103	138544	4174280	SH	DEFIN
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	4381	116144	SH	DEFIN
ECOLAB INC	COM	278865100	11599	226502	SH	DEFIN
EDISON INTL	COM	281020107	62746	1175685	SH	DEFIN
EL PASO CORP	COM	28336L109	1964	113949	SH	DEFIN
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	430	9431	SH	DEFIN
EMCORE CORP	COM	290846104	3519	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	134501	2373834	SH	DEFIN
ENTERGY CORP NEW	COM	29364G103	85132	712286	SH	DEFIN
EQUITY RESIDENTIAL	SH BEN INT	29476L107	547	15000	SH	DEFIN
EXELON CORP	COM	30161N101	8587	105181	SH	DEFIN
EXXON MOBIL CORP	COM	30231G102	810370	8649479	SH	DEFIN
FPL GROUP INC	COM	302571104	58300	860134	SH	DEFIN
FEDERAL HOME LN MTG CORP	COM	313400301	116537	3420503	SH	DEFIN
FEDERAL NATL MTG ASSN	COM	313586109	78682	1968033	SH	DEFIN
FIDELITY NATL INFORMATION SV	COM	31620M106	111113	2671629	SH	DEFIN
FIRST TR/FOUR CRNRS SR FLOAT	COM	33733U108	9753	649349	SH	SOLE
FIRSTENERGY CORP	COM	337932107	3936	54403	SH	DEFIN
FORTRESS INVESTMENT GROUP LL	CL A	34958B106	18173	1166448	SH	DEFIN
FORTUNE BRANDS INC	COM	349631101	1237	17089	SH	DEFIN
FRANKLIN RES INC	COM	354613101	17245	150700	SH	DEFIN
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	108507	1059225	SH	DEFIN
GAMESTOP CORP NEW	CL A	36467W109	1279	20600	SH	DEFIN
GANNETT INC	COM	364730101	1213	31106	SH	DEFIN
GAP INC DEL	COM	364760108	2535	119135	SH	DEFIN
GEN-PROBE INC NEW	COM	36866T103	19803	314676	SH	DEFIN

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GENENTECH INC	COM NEW	368710406	43059	642005	SH	DEFIN
GENERAL DYNAMICS CORP	COM	369550108	152036	1708463	SH	DEFIN
GENERAL ELECTRIC CO	COM	369604103	3503569	94512247	SH	DEFIN
GENERAL MLS INC	COM	370334104	265818	4663466	SH	DEFIN
GENERAL MTRS CORP	COM	370442105	18144	728985	SH	DEFIN
GENESIS LEASE LTD	ADR	37183T107	74430	3967500	SH	SOLE
GENZYME CORP	COM	372917104	222	2984	SH	DEFIN
GILEAD SCIENCES INC	COM	375558103	96649	2100601	SH	DEFIN
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	38503	764100	SH	DEFIN
GOLDMAN SACHS GROUP INC	COM	38141G104	141035	655825	SH	DEFIN
GOOGLE INC	CL A	38259P508	21399	30946	SH	DEFIN
GREENHILL & CO INC	COM	395259104	18036	271293	SH	DEFIN
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	446	18743	SH	DEFIN
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	408	6662	SH	DEFIN
HCC INS HLDGS INC	COM	404132102	58672	2045748	SH	DEFIN
HALLIBURTON CO	COM	406216101	198017	5223355	SH	DEFIN
HARLEY DAVIDSON INC	COM	412822108	1635	35000	SH	DEFIN
HARMAN INTL INDS INC	COM	413086109	582	7900	SH	DEFIN
HARRIS CORP DEL	COM	413875105	14142	225617	SH	DEFIN
HARSCO CORP	COM	415864107	49040	765409	SH	DEFIN
HARTFORD FINL SVCS GROUP INC	COM	416515104	36832	422429	SH	DEFIN
HESS CORP	COM	42809H107	259399	2571873	SH	DEFIN
HEWLETT PACKARD CO	COM	428236103	208397	4128310	SH	DEFIN
HEXCEL CORP NEW	COM	428291108	61310	2525106	SH	DEFIN
HITTITE MICROWAVE CORP	COM	43365Y104	32306	676419	SH	DEFIN
HOLOGIC INC	COM	436440101	45629	664751	SH	DEFIN
HOME DEPOT INC	COM	437076102	9428	349954	SH	DEFIN
HONEYWELL INTL INC	COM	438516106	4655	75600	SH	DEFIN
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	10959	488600	SH	DEFIN
ING PRIME RATE TR	SH BEN INT	44977W106	24566	3936803	SH	SOLE
ITT CORP NEW	COM	450911102	62357	944233	SH	DEFIN
ICICI BK LTD	ADR	45104G104	6253	101667	SH	DEFIN
IKANOS COMMUNICATIONS	COM	45173E105	299	55567	SH	SOLE
ILLUMINA INC	COM	452327109	2371	40009	SH	DEFIN
INFINERA CORPORATION	COM	45667G103	132	8881	SH	SOLE
INFINERA CORPORATION	COM	45667G103	3974	267777	SH	DEFIN
INSULET CORP	COM	45784P101	3234	137747	SH	DEFIN
INTEL CORP	COM	458140100	380874	14286362	SH	DEFIN
INTERNATIONAL BUSINESS MACHS	COM	459200101	209041	1933774	SH	DEFIN
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	2407	50000	SH	DEFIN
INTERNATIONAL GAME TECHNOLOG	COM	459902102	8453	192427	SH	DEFIN
INTUIT	COM	461202103	337965	10691720	SH	DEFIN
IRON MTN INC	COM	462846106	54650	1476241	SH	DEFIN
ISHARES INC	MSCI TAIWAN	464286731	6470	430492	SH	DEFIN
ISHARES TR	MSCI EMERG MKT	464287234	584	3885	SH	DEFIN
ISHARES SILVER TRUST	ISHARES	46428Q109	4982	33900	SH	DEFIN
ITC HLDGS CORP	COM	465685105	42309	749899	SH	DEFIN
JP MORGAN CHASE & CO	COM	46625H100	61601	1411259	SH	DEFIN
JOHNSON & JOHNSON	COM	478160104	246973	3702747	SH	DEFIN
JOY GLOBAL INC	COM	481165108	21337	324169	SH	DEFIN
JUNIPER NETWORKS INC	COM	48203R104	36363	1095259	SH	DEFIN
KIMBERLY CLARK CORP	COM	494368103	290514	4189706	SH	DEFIN
KINROSS GOLD CORP	COM NO PAR	496902404	4035	219300	SH	DEFIN
KOHL'S CORP	COM	500255104	31518	688163	SH	DEFIN
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	67865	1587475	SH	DEFIN
KOOKMIN BK NEW	SPONSORED ADR	50049M109	13772	187830	SH	DEFIN
KRAFT FOODS INC	CL A	50075N104	4433	135843	SH	DEFIN
LAM RESEARCH CORP	COM	512807108	26344	609390	SH	DEFIN
LAUDER ESTEE COS INC	CL A	518439104	55731	1277930	SH	DEFIN
LEGGETT & PLATT INC	COM	524660107	386	22115	SH	DEFIN
LEGG MASON INC	COM	524901105	20056	274170	SH	DEFIN
LIBERTY GLOBAL INC	COM SER C	530555309	254108	6944749	SH	DEFIN

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LIBERTY MEDIA HLDG CORP	INT COM SER A	53071M104	24435	1280664	SH	DEFIN
LIBERTY MEDIA HLDG CORP	CAP COM SER A	53071M302	323713	2778890	SH	DEFIN
LIFECCELL CORP	COM	531927101	28034	650280	SH	DEFIN
LIFE TIME FITNESS INC	COM	53217R207	23521	473449	SH	DEFIN
LILLY ELI & CO	COM	532457108	2699	50546	SH	DEFIN
LINCARE HLDGS INC	COM	532791100	120188	3418304	SH	DEFIN
LINEAR TECHNOLOGY CORP	COM	535678106	1279	40170	SH	DEFIN
LOCKHEED MARTIN CORP	COM	539830109	11000	104500	SH	DEFIN
LOEWS CORP	COM	540424108	2467	49000	SH	DEFIN
LOWES COS INC	COM	548661107	230334	10182753	SH	DEFIN
MACERICH CO	COM	554382101	1439	20255	SH	DEFIN
MACROVISION CORP	COM	555904101	29326	1599869	SH	DEFIN
MACYS INC	COM	55616P104	901	34812	SH	DEFIN
MARATHON OIL CORP	COM	565849106	35453	582527	SH	DEFIN
MARRIOTT INTL INC NEW	CL A	571903202	2411	70526	SH	DEFIN
MARTIN MARIETTA MATLS INC	COM	573284106	22870	172471	SH	DEFIN
MASIMO CORP	COM	574795100	44003	1115421	SH	DEFIN
MCCORMICK & CO INC	COM NON VTG	579780206	148474	3916489	SH	DEFIN
MCDONALDS CORP	COM	580135101	14494	246033	SH	DEFIN
MCGRAW HILL COS INC	COM	580645109	1992	45462	SH	DEFIN
MCKESSON CORP	COM	58155Q103	110385	1685013	SH	DEFIN
MEADWESTVACO CORP	COM	583334107	4351	139000	SH	DEFIN
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	25323	249731	SH	DEFIN
MEDICAL STAFFING NETWK HLDGS	COM	58463F104	6608	1095794	SH	DEFIN
MEDTRONIC INC	COM	585055106	313773	6241763	SH	DEFIN
MERCADOLIBRE INC	COM	58733R102	3562	48210	SH	DEFIN
MERCK & CO INC	COM	589331107	85584	1472796	SH	DEFIN
MERRILL LYNCH & CO INC	COM	590188108	5192	96726	SH	DEFIN
METLIFE INC	COM	59156R108	258849	4200727	SH	DEFIN
METTLER TOLEDO INTERNATIONAL	COM	592688105	22451	197281	SH	DEFIN
MICROSOFT CORP	COM	594918104	907453	25490250	SH	DEFIN
MICROCHIP TECHNOLOGY INC	COM	595017104	96146	3060012	SH	DEFIN
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	68878	676666	SH	DEFIN
MOLEX INC	CL A	608554200	207866	7912692	SH	DEFIN
MONSANTO CO NEW	COM	61166W101	507458	4543454	SH	DEFIN
MONSTER WORLDWIDE INC	COM	611742107	14581	450027	SH	DEFIN
MORGAN STANLEY	COM NEW	617446448	4405	82938	SH	DEFIN
NII HLDGS INC	CL B NEW	62913F201	206830	4280421	SH	DEFIN
NATIONAL SEMICONDUCTOR CORP	COM	637640103	46585	2057626	SH	DEFIN
NAVTEQ CORP	COM	63936L100	4914	65000	SH	DEFIN
NETWORK APPLIANCE INC	COM	64120L104	3444	138000	SH	DEFIN
NEUSTAR INC	CL A	64126X201	36847	1284761	SH	DEFIN
NEWCASTLE INVT CORP	COM	65105M108	9720	750000	SH	DEFIN
NEWELL RUBBERMAID INC	COM	651229106	774	29924	SH	DEFIN
NEWMONT MINING CORP	COM	651639106	2202	45100	SH	DEFIN
NEWS CORP	CL A	65248E104	92424	4510674	SH	DEFIN
NEXEN INC	COM	65334H102	1614	50000	SH	DEFIN
NORTHROP GRUMMAN CORP	COM	666807102	13002	165336	SH	DEFIN
NORTHWEST AIRLS CORP	COM	667280408	416	28672	SH	SOLE
NOVARTIS A G	SPONSORED ADR	66987V109	14688	270451	SH	DEFIN
NUCOR CORP	COM	670346105	6419	108400	SH	DEFIN
NVIDIA CORP	COM	67066G104	3098	91072	SH	DEFIN
OCCIDENTAL PETE CORP DEL	COM	674599105	42858	556675	SH	DEFIN
OFFICEMAX INC DEL	COM	67622P101	940	45500	SH	DEFIN
OMNICOM GROUP INC	COM	681919106	303103	6377092	SH	DEFIN
OMNITURE INC	COM	68212S109	225	6753	SH	SOLE
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	1955	47000	SH	DEFIN
ORACLE CORP	COM	68389X105	423565	18758397	SH	DEFIN
ORBCOMM INC	COM	68555P100	12580	2000001	SH	SOLE
O REILLY AUTOMOTIVE INC	COM	686091109	37196	1146973	SH	DEFIN
PG&E CORP	COM	69331C108	31426	729307	SH	DEFIN
PICO HLDGS INC	COM NEW	693366205	4891	145482	SH	DEFIN

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POSCO	SPONSORED ADR	693483109	1862	12377	SH	DEFIN
PPL CORP	COM	69351T106	21356	409990	SH	DEFIN
PAN AMERICAN SILVER CORP	COM	697900108	31533	902751	SH	DEFIN
PAYCHEX INC	COM	704326107	353315	9754692	SH	DEFIN
PEABODY ENERGY CORP	COM	704549104	21893	355174	SH	DEFIN
PENN NATL GAMING INC	COM	707569109	7752	130177	SH	DEFIN
PENNEY J C INC	COM	708160106	3519	80000	SH	DEFIN
PEPSICO INC	COM	713448108	696003	9169997	SH	DEFIN
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	265720	2761592	SH	DEFIN
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	9123	79163	SH	DEFIN
PFIZER INC	COM	717081103	89163	3922703	SH	DEFIN
PHARMION CORP	COM	71715B409	12572	200000	SH	DEFIN
PITNEY BOWES INC	COM	724479100	4184	110000	SH	DEFIN
PLUM CREEK TIMBER CO INC	COM	729251108	4696	102000	SH	DEFIN
PORTLAND GEN ELEC CO	COM NEW	736508847	2022	72780	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	16813	116789	SH	DEFIN
PRAXAIR INC	COM	74005P104	144213	1625664	SH	DEFIN
PROCTER & GAMBLE CO	COM	742718109	621939	8470981	SH	DEFIN
PROGRESS ENERGY INC	COM	743263105	9153	189000	SH	DEFIN
PROLOGIS	SH BEN INT	743410102	14526	229191	SH	DEFIN
PRUDENTIAL FINL INC	COM	744320102	13216	142048	SH	DEFIN
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	32385	996457	SH	DEFIN
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	3084	31390	SH	DEFIN
QUALCOMM INC	COM	747525103	490920	12475737	SH	DEFIN
QUEST DIAGNOSTICS INC	COM	74834L100	3722	70356	SH	DEFIN
RADNET INC	COM	750491102	2115	208333	SH	SOLE
RAYONIER INC	COM	754907103	9991	211500	SH	DEFIN
REDIFF COM INDIA LTD	SPONSORED ADR	757479100	5782	530000	SH	SOLE
REGAL ENMTT GROUP	CL A	758766109	12692	702352	SH	DEFIN
REGENT COMMUNICATIONS INC DE	COM	758865109	1694	1099998	SH	SOLE
RESEARCH IN MOTION LTD	COM	760975102	100438	885696	SH	DEFIN
RESMED INC	COM	761152107	83487	1589316	SH	DEFIN
RESTORE MEDICAL INC	COM	76128C100	1308	872069	SH	DEFIN
ROCKWELL COLLINS INC	COM	774341101	12534	174149	SH	DEFIN
ROTECH HEALTHCARE INC	COM	778669101	1051	2765272	SH	SOLE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3789	45000	SH	DEFIN
RUBICON TECHNOLOGY INC	COM	78112T107	544	22908	SH	SOLE
SAIC INC	COM	78390X101	19777	982951	SH	DEFIN
SL GREEN RLTY CORP	COM	78440X101	9214	98585	SH	DEFIN
SPDR TR	UNIT SER 1	78462F103	471	3218	SH	DEFIN
SAFEWAY INC	COM NEW	786514208	5987	175000	SH	DEFIN
ST JUDE MED INC	COM	790849103	4755	116991	SH	DEFIN
SALESFORCE COM INC	COM	79466L302	40231	641743	SH	DEFIN
SALLY BEAUTY HLDGS INC	COM	79546E104	3486	385239	SH	DEFIN
SARA LEE CORP	COM	803111103	29107	1812398	SH	DEFIN
SCANA CORP NEW	COM	80589M102	20847	494589	SH	DEFIN
SCHERING PLOUGH CORP	COM	806605101	799	30000	SH	DEFIN
SCHLUMBERGER LTD	COM	806857108	565130	5744944	SH	DEFIN
SCHWAB CHARLES CORP NEW	COM	808513105	10345	404904	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	8274	286006	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	35868	915931	SH	DEFIN
SEQUENOM INC	COM NEW	817337405	203	21227	SH	SOLE
SIMON PPTY GROUP INC NEW	COM	828806109	4244	48864	SH	DEFIN
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	14360	250081	SH	DEFIN
SNAP ON INC	COM	833034101	328	6804	SH	DEFIN
SOHU COM INC	COM	83408W103	15745	288799	SH	DEFIN
SOUTHERN CO	COM	842587107	8600	221933	SH	DEFIN
SOUTHWESTERN ENERGY CO	COM	845467109	29597	531169	SH	DEFIN
SPECTRA ENERGY CORP	COM	847560109	2187	84685	SH	DEFIN
SPRINT NEXTEL CORP	COM SER 1	852061100	5814	442799	SH	DEFIN
STANLEY WKS	COM	854616109	480	9897	SH	DEFIN
STAPLES INC	COM	855030102	71546	3101241	SH	DEFIN

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STARBUCKS CORP	COM	855244109	557	27215	SH	DEFIN
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	9485	215422	SH	DEFIN
STATE STR CORP	COM	857477103	646641	7963564	SH	DEFIN
STERICYCLE INC	COM	858912108	8687	146254	SH	DEFIN
STREETTRACKS GOLD TR	GOLD SHS	863307104	9590	116300	SH	DEFIN
SUNCOR ENERGY INC	COM	867229106	37278	342847	SH	DEFIN
SUNOCO INC	COM	86764P109	11309	156111	SH	DEFIN
SUNTRUST BKS INC	COM	867914103	84098	1345780	SH	DEFIN
SYNIVERSE HLDGS INC	COM	87163F106	14750	946745	SH	DEFIN
THQ INC	COM NEW	872443403	16281	577528	SH	DEFIN
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	67203	6747324	SH	DEFIN
TARGET CORP	COM	87612E106	48186	963715	SH	DEFIN
TEREX CORP NEW	COM	880779103	7606	116000	SH	DEFIN
TESCO CORP	COM	88157K101	18879	658495	SH	DEFIN
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	14753	317400	SH	DEFIN
TEXAS INSTRS INC	COM	882508104	82174	2460288	SH	DEFIN
TEXTRON INC	COM	883203101	364109	5106713	SH	DEFIN
THERMADYNE HLDGS CORP NEW	COM PAR \$0.01	883435307	3221	280073	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	65482	1135257	SH	DEFIN
3M CO	COM	88579Y101	96819	1148238	SH	DEFIN
THRESHOLD PHARMACEUTICAL INC	COM	885807107	42	79824	SH	DEFIN
TIME WARNER INC	COM	887317105	165699	10036279	SH	DEFIN
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2973	28000	SH	DEFIN
TRAVELERS COMPANIES INC	COM	89417E109	3067	57000	SH	DEFIN
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	8027	291154	SH	DEFIN
US BANCORP DEL	COM NEW	902973304	52348	1649267	SH	DEFIN
UNITED PARCEL SERVICE INC	CL B	911312106	3486	49300	SH	DEFIN
UNITED TECHNOLOGIES CORP	COM	913017109	330372	4316334	SH	DEFIN
UNITEDHEALTH GROUP INC	COM	91324P102	589819	10134344	SH	DEFIN
VALUEVISION MEDIA INC	CL A	92047K107	40584	6452194	SH	SOLE
VAN KAMPEN SENIOR INCOME TR	COM	920961109	21448	3081618	SH	SOLE
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	1840	36000	SH	DEFIN
VASOGEN INC	COM NEW	92232F202	143	55555	SH	DEFIN
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	1729	19000	SH	DEFIN
VERIZON COMMUNICATIONS	COM	92343V104	187566	4293105	SH	DEFIN
VERTEX PHARMACEUTICALS INC	COM	92532F100	18416	792773	SH	DEFIN
VIACOM INC NEW	CL B	92553P201	15744	358480	SH	DEFIN
VIRTUALSCOPICS INC	COM	928269109	1121	1218467	SH	SOLE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	93804	2513509	SH	DEFIN
VORNADO RLTY TR	SH BEN INT	929042109	2190	24900	SH	DEFIN
WACHOVIA CORP NEW	COM	929903102	25221	663197	SH	DEFIN
WAL MART STORES INC	COM	931142103	103719	2182188	SH	DEFIN
WEIGHT WATCHERS INTL INC NEW	COM	948626106	8163	180675	SH	DEFIN
WELLPOINT INC	COM	94973V107	4387	50000	SH	DEFIN
WELLS FARGO & CO NEW	COM	949746101	20619	682981	SH	DEFIN
WESTERN UN CO	COM	959802109	584546	24075219	SH	DEFIN
WEYERHAEUSER CO	COM	962166104	1770	24000	SH	DEFIN
WHIRLPOOL CORP	COM	963320106	697	8536	SH	DEFIN
WINDSTREAM CORP	COM	97381W104	2461	189000	SH	DEFIN
WYETH	COM	983024100	356769	8073528	SH	DEFIN
XCEL ENERGY INC	COM	98389B100	5475	242584	SH	DEFIN
XEROX CORP	COM	984121103	908	56059	SH	DEFIN
YAHOO INC	COM	984332106	291854	12547466	SH	DEFIN
ZARLINK SEMICONDUCTOR INC	COM	989139100	10	14509	SH	SOLE
ZIMMER HLDGS INC	COM	98956P102	86563	1308581	SH	DEFIN
ZIONS BANCORPORATION	COM	989701107	10264	219830	SH	DEFIN