

GENERAL ELECTRIC CO
Form S-4/A
August 06, 2003

As filed with the Securities and Exchange Commission on August 6, 2003

Registration No. 333-107556

United States Securities and Exchange Commission
Washington, D.C. 20549

Amendment No. 1 to
Form S-4
Registration Statement
Under
The Securities Act of 1933

General Electric Company

(Exact name of registrant as specified in its charter)

| | | |
|---|---|---|
| New York | 3724 | 14-0689340 |
| (State or other jurisdiction of incorporation or organization) | (Primary Standard Industrial Classification Code Number) | (I.R.S. Employer Identification No.) |

3135 Easton Turnpike
Fairfield, Connecticut 06828-0001
(203) 373-2211

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Michael R. McAlevey, Esq.
Chief Corporate and Securities Counsel
3135 Easton Turnpike
Fairfield, Connecticut 06828-0001
(203) 373-2967

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Approximate date of commencement of proposed sale of the securities to the public: From time to time after the effective date of this registration statement.

If the securities being registered on this form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box. []

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same

offering. []

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until the Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.

Amendment No. 1

This Amendment No. 1 to the Registration Statement on Form S-4 initially filed on August 1, 2003 is being filed solely for the purpose of updating the legal opinion contained in Exhibit 5 of the initial filing.

Signatures

Pursuant to the requirements of the Securities Act, the Registrant has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Fairfield, State of Connecticut, on August 6, 2003.

GENERAL ELECTRIC COMPANY

By: /s/ Brackett B. Denniston III

Brackett B. Denniston III
Vice President - Senior Counsel for Litigation and Legal Policy

Pursuant to the requirements of the Securities Act of 1933, as amended, this Amendment No. 1 to the Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

| <u>Signature</u> | <u>Title</u> | <u>Date</u> |
|--|---|----------------|
| <u>/s/ Jeffrey R. Immelt*</u> Jeffrey R. Immelt | Chairman of the Board, Chief Executive Officer and Director (Principal Executive Officer) | August 6, 2003 |
| <u>/s/ Keith S. Sherin*</u> Keith S. Sherin | Senior Vice President -- Finance, Chief Financial Officer (Principal Financial Officer) | August 6, 2003 |
| <u>/s/ Philip D. Ameen*</u> Philip D. Ameen | Vice President and Comptroller (Principal Accounting Officer) | August 6, 2003 |

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/s/ James I. Cash, Jr.* Director August 6, 2003

James I. Cash, Jr.

/s/ Ann M. Fudge* Director August 6, 2003

Ann M. Fudge

/s/ Claudio X. Gonzalez* Director August 6, 2003

Claudio X. Gonzalez

/s/ Andrea Jung* Director August 6, 2003

Andrea Jung

/s/ Alan G. Lafley* Director August 6, 2003

Alan G. Lafley

/s/ Kenneth G. Langone* Director August 6, 2003

Kenneth G. Langone

/s/ Ralph S. Larsen* Director August 6, 2003

Ralph S. Larsen

/s/ Sam Nunn* Director August 6, 2003

Sam Nunn

/s/ Roger S. Penske* Director August 6, 2003

Roger S. Penske

/s/ Andrew C. Sigler* Director August 6, 2003

Andrew C. Sigler

*By: /s/ Michael R. McAlevey August 6, 2003
Michael R. McAlevey, Attorney in
Fact

REPRESENTING A MAJORITY OF THE BOARD OF DIRECTORS

Exhibit Index

Exhibit 5: Opinion of Robert E. Healing*

Exhibit 23(b): Consent of Robert E. Healing (included in Exhibit 5)*

* Filed herewith