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GENERAL ELECTRIC CO
Form 13F-HR
August 10, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2007

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: Manager - Accounting Projects
Phone: (203) 373-2535

Signature, Place, and Date of Signing:

Robert R. DeGennaro	Fairfield, CT	06828	August 10, 2007
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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: 2

Form 13F Information Table Entry Total: 405

Form 13F Information Table Value Total: \$34,922,542
(thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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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	108533	1735978	SH		DEFINED
ARCH CAP GROUP LTD	ORD	G0450A105	82066	1131325	SH		DEFINED
AXIS CAPITAL HOLDINGS	SHS	G0692U109	77788	1913600	SH		DEFINED
COOPER INDS LTD	CL A	G24182100	101379	1775777	SH		DEFINED
GLOBALSANTAFE CORP	SHS	G3930E101	35668	493668	SH		DEFINED
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	1446	79400	SH		DEFINED
NOBLE CORPORATION	SHS	G65422100	6132	62877	SH		DEFINED
TRANSOCEAN INC	ORD	G90078109	471643	4450305	SH		DEFINED
WEATHERFORD INTERNATIONAL LT	COM	G95089101	36104	653578	SH		DEFINED
ALCON INC	COM SHS	H01301102	15044	111511	SH		DEFINED
LOGITECH INTL S A	SHS	H50430232	1385	52500	SH		DEFINED
ABB LTD	SPONSORED ADR	000375204	75350	3334075	SH		DEFINED
AFLAC INC	COM	001055102	139194	2708049	SH		DEFINED
AES CORP	COM	00130H105	1615	73822	SH		DEFINED
AT&T INC	COM	00206R102	152057	3664032	SH		DEFINED
ABBOTT LABS	COM	002824100	152632	2850278	SH		DEFINED
ACCURAY INC	COM	004397105	1442	65000	SH		DEFINED
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	418	69976	SH		SOLE
ACTIVISION INC NEW	COM NEW	004930202	54641	2926664	SH		DEFINED
ADAMS RESPIRATORY THERAPEUTI	COM	00635P107	209	5311	SH		SOLE
ADOBE SYS INC	COM	00724F101	1365	34000	SH		DEFINED
ADVANCE AUTO PARTS INC	COM	00751Y106	2619	64607	SH		DEFINED
AETNA INC NEW	COM	00817Y108	278794	5643600	SH		DEFINED
AFFILIATED MANAGERS GROUP	COM	008252108	18992	147500	SH		DEFINED
AGRIUM INC	COM	008916108	2984	68200	SH		DEFINED
AIR PRODS & CHEMS INC	COM	009158106	3056	38030	SH		DEFINED
ALBERTO CULVER CO NEW	COM	013078100	37117	1564805	SH		DEFINED
ALLEGHANY CORP DEL	COM	017175100	21680	53334	SH		DEFINED
ALLEGHENY ENERGY INC	COM	017361106	1749	33800	SH		DEFINED
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	2098	20000	SH		DEFINED
ALLERGAN INC	COM	018490102	3654	63388	SH		DEFINED
ALLIANCE IMAGING INC	COM NEW	018606202	10518	1120160	SH		SOLE
ALLSTATE CORP	COM	020002101	124467	2023530	SH		DEFINED
ALLTEL CORP	COM	020039103	2720	40272	SH		DEFINED
ALTRIA GROUP INC	COM	02209S103	12605	179718	SH		DEFINED

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ALTUS PHARMACEUTICALS INC	COM	02216N105	473	40957	SH	SOLE
AMBAC FINL GROUP INC	COM	023139108	1918	22000	SH	DEFINED
AMBASSADORS GROUP INC	COM	023177108	14212	400000	SH	DEFINED
AMBASSADORS INTL INC	COM	023178106	6652	200000	SH	DEFINED
AMEREN CORP	COM	023608102	1234	25184	SH	DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	221060	3569516	SH	DEFINED
AMERICAN ELEC PWR INC	COM	025537101	7958	176694	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	12014	196365	SH	DEFINED
AMERICAN INTL GROUP INC	COM	026874107	803172	11468965	SH	DEFINED
AMERICAN TOWER CORP	CL A	029912201	45774	1089854	SH	DEFINED
AMERIPRISE FINL INC	COM	03076C106	5608	88222	SH	DEFINED
AMGEN INC	COM	031162100	582542	10536114	SH	DEFINED
AMYLIN PHARMACEUTICALS INC	COM	032346108	23285	565710	SH	DEFINED
ANALOG DEVICES INC	COM	032654105	264732	7033260	SH	DEFINED
ANGLO AMERN PLC	ADR	03485P102	8473	288800	SH	DEFINED
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3782	100000	SH	DEFINED
ANHEUSER BUSCH COS INC	COM	035229103	11044	211738	SH	DEFINED
AON CORP	COM	037389103	52860	1240547	SH	DEFINED
APACHE CORP	COM	037411105	55469	679855	SH	DEFINED
APPLE INC	COM	037833100	11981	98173	SH	DEFINED
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	331	5000	SH	DEFINED
AUTOMATIC DATA PROCESSING IN	COM	053015103	106935	2206209	SH	DEFINED
AVALONBAY CMNTYS INC	COM	053484101	734	6175	SH	DEFINED
BAKER HUGHES INC	COM	057224107	29723	353303	SH	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	229826	4700876	SH	DEFINED
BANK NEW YORK INC	COM	064057102	8174	197238	SH	DEFINED
BARRICK GOLD CORP	COM	067901108	138730	4772284	SH	DEFINED
BARR PHARMACEUTICALS INC	COM	068306109	26996	537445	SH	DEFINED
BAXTER INTL INC	COM	071813109	143330	2544015	SH	DEFINED
BED BATH & BEYOND INC	COM	075896100	361114	10033724	SH	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	55989	15531	SH	DEFINED
BEST BUY INC	COM	086516101	1867	40000	SH	DEFINED
BIGBAND NETWORKS INC	COM	089750509	12376	943987	SH	DEFINED
BIOMET INC	COM	090613100	259	5675	SH	DEFINED
BLACK & DECKER CORP	COM	091797100	854	9666	SH	DEFINED
BLACKROCK INC	COM	09247X101	29053	185533	SH	DEFINED
BOEING CO	COM	097023105	14203	147700	SH	DEFINED
BOSTON PROPERTIES INC	COM	101121101	1767	17300	SH	DEFINED
BOSTON SCIENTIFIC CORP	COM	101137107	44178	2879890	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	54937	1740706	SH	DEFINED
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	2678	140077	SH	DEFINED
BROWN FORMAN CORP	CL B	115637209	10734	146875	SH	DEFINED
BURLINGTON NORTHN SANTA FE C	COM	12189T104	5443	63932	SH	DEFINED
CBS CORP NEW	CL B	124857202	7926	237873	SH	DEFINED
CB RICHARD ELLIS GROUP INC	CL A	12497T101	216452	5930192	SH	DEFINED
CSX CORP	COM	126408103	711	15769	SH	DEFINED
CVB FINL CORP	COM	126600105	17409	1565537	SH	DEFINED
CABOT CORP	COM	127055101	16630	348777	SH	DEFINED
CANADIAN NAT RES LTD	COM	136385101	954	14377	SH	DEFINED
CAPITAL ONE FINL CORP	COM	14040H105	5429	69218	SH	DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	341528	7002835	SH	DEFINED
CARTER INC	COM	146229109	611	23562	SH	SOLE
CATALYTICA ENERGY SYS INC	COM	148884109	220	183120	SH	DEFINED
CATERPILLAR INC DEL	COM	149123101	1566	20000	SH	DEFINED
CENTERPLATE INC	UNIT 99/99/9999	15200E204	14496	823641	SH	SOLE
CENTRAL EUROPEAN DIST CORP	COM	153435102	221	6370	SH	DEFINED
CHECKFREE CORP NEW	COM	162813109	25814	642136	SH	DEFINED
CHEESECAKE FACTORY INC	COM	163072101	46149	1882091	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	19375	230000	SH	DEFINED
CHUBB CORP	COM	171232101	86076	1589886	SH	DEFINED
CISCO SYS INC	COM	17275R102	779871	28002533	SH	DEFINED
CITIGROUP INC	COM	172967101	611402	11920501	SH	DEFINED

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CITRIX SYS INC	COM	177376100	15975	474457	SH	DEFINED
CLOROX CO DEL	COM	189054109	224520	3615464	SH	DEFINED
COACH INC	COM	189754104	6122	129190	SH	DEFINED
COCA COLA CO	COM	191216100	244197	4668275	SH	DEFINED
COGENT INC	COM	19239Y108	24978	1700360	SH	DEFINED
COLEY PHARMACEUTICAL GROUP I	COM	19388P106	502	139084	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	200586	3093069	SH	DEFINED
COMCAST CORP NEW	CL A	20030N101	12359	439500	SH	DEFINED
COMCAST CORP NEW	CL A SPL	20030N200	593435	21224444	SH	DEFINED
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	364603	9671165	SH	DEFINED
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	607	8674	SH	DEFINED
CONEXANT SYSTEMS INC	COM	207142100	37	26566	SH	SOLE
CONSTELLATION ENERGY GROUP I	COM	210371100	66066	757898	SH	DEFINED
CORNING INC	COM	219350105	36223	1417730	SH	DEFINED
CORPORATE EXECUTIVE BRD CO	COM	21988R102	22259	342916	SH	DEFINED
COSTAR GROUP INC	COM	22160N109	18424	348407	SH	DEFINED
COUNTRYWIDE FINANCIAL CORP	COM	222372104	1854	51000	SH	DEFINED
CUMULUS MEDIA INC	CL A	231082108	2488	266109	SH	SOLE
DG FASTCHANNEL INC	COM	23326R109	1903	93352	SH	SOLE
DPL INC	COM	233293109	895	31568	SH	DEFINED
DST SYS INC DEL	COM	233326107	19381	244675	SH	DEFINED
DTE ENERGY CO	COM	233331107	14350	297593	SH	DEFINED
DANAHER CORP DEL	COM	235851102	2171	28754	SH	DEFINED
DAVITA INC	COM	23918K108	74757	1387464	SH	DEFINED
DEERE & CO	COM	244199105	107360	889186	SH	DEFINED
DELL INC	COM	24702R101	36620	1282678	SH	DEFINED
DENTSPLY INTL INC NEW	COM	249030107	24451	639072	SH	DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	47395	605380	SH	DEFINED
DIAGEO P L C	SPON ADR NEW	25243Q205	28367	340498	SH	DEFINED
DICKS SPORTING GOODS INC	COM	253393102	7307	125621	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	10738	314533	SH	DEFINED
DR REDDYS LABS LTD	ADR	256135203	3765	233267	SH	DEFINED
DOMINION RES INC VA NEW	COM	25746U109	234493	2716871	SH	DEFINED
DOUGLAS EMMETT INC	COM	25960P109	11226	453762	SH	DEFINED
DOVER CORP	COM	260003108	487723	9535150	SH	DEFINED
DRESSER-RAND GROUP INC	COM	261608103	18548	469564	SH	DEFINED
DUKE ENERGY CORP NEW	COM	26441C105	6847	374137	SH	DEFINED
E M C CORP MASS	COM	268648102	81993	4529997	SH	DEFINED
EOG RES INC	COM	26875P101	64188	878572	SH	DEFINED
EATON CORP	COM	278058102	96612	1038835	SH	DEFINED
EBAY INC	COM	278642103	185875	5776108	SH	DEFINED
EDISON INTL	COM	281020107	57227	1019723	SH	DEFINED
ELECTRONIC ARTS INC	COM	285512109	7713	162995	SH	DEFINED
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	858	17787	SH	DEFINED
EMCORE CORP	COM	290846104	1254	230020	SH	SOLE
EMERSON ELEC CO	COM	291011104	119725	2558224	SH	DEFINED
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T101	490	10100	SH	DEFINED
ENDEAVOR ACQUISITION CORP	COM	292577103	466	39500	SH	DEFINED
ENTERGY CORP NEW	COM	29364G103	2294	21371	SH	DEFINED
EXELON CORP	COM	30161N101	7148	98464	SH	DEFINED
EXPRESS SCRIPTS INC	COM	302182100	2501	50000	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	863096	10289652	SH	DEFINED
FPL GROUP INC	COM	302571104	46539	820210	SH	DEFINED
FEDERAL HOME LN MTG CORP	COM	313400301	184276	3035856	SH	DEFINED
FEDERAL NATL MTG ASSN	COM	313586109	321169	4916106	SH	DEFINED
FIDELITY NATL INFORMATION SV	COM	31620M106	1573	28985	SH	DEFINED
FIRST DATA CORP	COM	319963104	61179	1872648	SH	DEFINED
FIRSTENERGY CORP	COM	337932107	3196	49382	SH	DEFINED
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	690	17550	SH	DEFINED
FORTRESS INVESTMENT GROUP LL	CL A	34958B106	16205	680312	SH	DEFINED
FORTUNE BRANDS INC	COM	349631101	1408	17089	SH	DEFINED
FRANKLIN RES INC	COM	354613101	8322	62824	SH	DEFINED

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FREEPORT-MCMORAN COPPER & GO	COM	35671D857	77099	930927	SH	DEFINED
GANNETT INC	COM	364730101	1709	31106	SH	DEFINED
GAP INC DEL	COM	364760108	478	25000	SH	DEFINED
GEN-PROBE INC NEW	COM	36866T103	18418	304834	SH	DEFINED
GENENTECH INC	COM NEW	368710406	3405	45000	SH	DEFINED
GENERAL DYNAMICS CORP	COM	369550108	62805	802927	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	3604533	94162311	SH	DEFINED
GENERAL MLS INC	COM	370334104	213450	3653720	SH	DEFINED
GENERAL MTRS CORP	COM	370442105	30675	811521	SH	DEFINED
GENESIS LEASE LTD	ADR	37183T107	108710	3967500	SH	SOLE
GILEAD SCIENCES INC	COM	375558103	129379	3334500	SH	DEFINED
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	42728	815891	SH	DEFINED
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	21274	1327943	SH	DEFINED
GLOBAL PMTS INC	COM	37940X102	3127	78875	SH	DEFINED
GOLDCORP INC NEW	COM	380956409	6823	288000	SH	DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	5423	25021	SH	DEFINED
GOOGLE INC	CL A	38259P508	18483	35360	SH	DEFINED
GREENHILL & CO INC	COM	395259104	19635	285759	SH	DEFINED
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	551	19961	SH	DEFINED
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	6386	121201	SH	DEFINED
HCC INS HLDGS INC	COM	404132102	50921	1524131	SH	DEFINED
HALLIBURTON CO	COM	406216101	81184	2353145	SH	DEFINED
HARMAN INTL INDS INC	COM	413086109	923	7900	SH	DEFINED
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	8965	628226	SH	DEFINED
HARRIS CORP DEL	COM	413875105	20547	376666	SH	DEFINED
HARSCO CORP	COM	415864107	31663	608905	SH	DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	93860	952795	SH	DEFINED
HERSHEY CO	COM	427866108	6641	131187	SH	DEFINED
HESS CORP	COM	42809H107	170732	2895725	SH	DEFINED
HEWLETT PACKARD CO	COM	428236103	122980	2756153	SH	DEFINED
HEXCEL CORP NEW	COM	428291108	33115	1571648	SH	DEFINED
HILTON HOTELS CORP	COM	432848109	106439	3180133	SH	DEFINED
HITTITE MICROWAVE CORP	COM	43365Y104	14859	347748	SH	DEFINED
HOLOGIC INC	COM	436440101	28405	513552	SH	DEFINED
HOME DEPOT INC	COM	437076102	176259	4479274	SH	DEFINED
HOME INNS & HOTELS MGMT INC	SPON ADR	43713W107	2735	84911	SH	DEFINED
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	12327	488600	SH	DEFINED
HUNTSMAN CORP	COM	447011107	8381	344735	SH	DEFINED
ITT CORP NEW	COM	450911102	38154	558782	SH	DEFINED
ICICI BK LTD	ADR	45104G104	18887	384264	SH	DEFINED
IKANOS COMMUNICATIONS	COM	45173E105	346	45426	SH	SOLE
INFINERA CORPORATION	COM	45667G103	623	25000	SH	DEFINED
INTEL CORP	COM	458140100	374130	15759494	SH	DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	187277	1779351	SH	DEFINED
INTERNATIONAL GAME TECHNOLOG	COM	459902102	3740	94219	SH	DEFINED
INTUIT	COM	461202103	367249	12209085	SH	DEFINED
IRON MTN INC	COM	462846106	6308	241414	SH	DEFINED
ISHARES TR	MSCI EMERG MKT	464287234	542	4120	SH	DEFINED
ISHARES SILVER TRUST	ISHARES	46428Q109	11179	90519	SH	DEFINED
ITC HLDGS CORP	COM	465685105	26481	651760	SH	DEFINED
JP MORGAN CHASE & CO	COM	46625H100	29481	608479	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	210207	3411351	SH	DEFINED
JOY GLOBAL INC	COM	481165108	13391	229577	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	24787	984783	SH	DEFINED
KELLOGG CO	COM	487836108	25239	487343	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	218731	3270016	SH	DEFINED
KOHL'S CORP	COM	500255104	781	11000	SH	DEFINED
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	72626	1716106	SH	DEFINED
KOOKMIN BK NEW	SPONSORED ADR	50049M109	16141	184007	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	4788	135843	SH	DEFINED
KROGER CO	COM	501044101	5441	193416	SH	DEFINED
LSI CORPORATION	COM	502161102	6999	932000	SH	DEFINED

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LAM RESEARCH CORP	COM	512807108	19199	373522	SH	DEFINED
LEGGETT & PLATT INC	COM	524660107	488	22115	SH	DEFINED
LEGG MASON INC	COM	524901105	23376	237613	SH	DEFINED
LIBERTY GLOBAL INC	COM SER C	530555309	331782	8442286	SH	DEFINED
LIBERTY MEDIA HLDG CORP	INT COM SER A	53071M104	94272	4221749	SH	DEFINED
LIBERTY MEDIA HLDG CORP	CAP COM SER A	53071M302	300178	2550798	SH	DEFINED
LIFECCELL CORP	COM	531927101	16060	525861	SH	DEFINED
LIFE TIME FITNESS INC	COM	53217R207	25176	472968	SH	DEFINED
LILLY ELI & CO	COM	532457108	3741	66952	SH	DEFINED
LIMELIGHT NETWORKS INC	COM	53261M104	9159	463052	SH	DEFINED
LINCARE HLDGS INC	COM	532791100	185894	4664852	SH	DEFINED
LINCOLN NATL CORP IND	COM	534187109	1315	18530	SH	DEFINED
LINEAR TECHNOLOGY CORP	COM	535678106	69481	1920434	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	1692	17971	SH	DEFINED
LOEWS CORP	COM	540424108	2549	50000	SH	DEFINED
LOWES COS INC	COM	548661107	265824	8661572	SH	DEFINED
M D C HLDGS INC	COM	552676108	718	14854	SH	DEFINED
MACERICH CO	COM	554382101	516	6255	SH	DEFINED
MACROVISION CORP	COM	555904101	32223	1071955	SH	DEFINED
MACYS INC	COM	55616P104	510	12812	SH	DEFINED
MANOR CARE INC NEW	COM	564055101	24070	368666	SH	DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	3050	70526	SH	DEFINED
MARTIN MARIETTA MATLS INC	COM	573284106	24437	150827	SH	DEFINED
MAXIM INTEGRATED PRODS INC	COM	57772K101	132785	3974421	SH	DEFINED
MCCORMICK & CO INC	COM NON VTG	579780206	18405	482070	SH	DEFINED
MCDONALDS CORP	COM	580135101	12844	253033	SH	DEFINED
MCGRAW HILL COS INC	COM	580645109	3095	45462	SH	DEFINED
MCKESSON CORP	COM	58155Q103	48742	817262	SH	DEFINED
MEADWESTVACO CORP	COM	583334107	5365	151885	SH	DEFINED
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	65373	838229	SH	DEFINED
MEDICAL STAFFING NETWK HLDGS	COM	58463F104	5972	1095794	SH	DEFINED
MEDTRONIC INC	COM	585055106	397252	7660082	SH	DEFINED
MELLON FINL CORP	COM	58551A108	186498	4238594	SH	DEFINED
MERCK & CO INC	COM	589331107	14284	286832	SH	DEFINED
MERRILL LYNCH & CO INC	COM	590188108	26780	320413	SH	DEFINED
METLIFE INC	COM	59156R108	265915	4123997	SH	DEFINED
METTLER TOLEDO INTERNATIONAL	COM	592688105	16345	171134	SH	DEFINED
MICROSOFT CORP	COM	594918104	704154	23893912	SH	DEFINED
MICROSOFT CORP	COM	594918104	296	10036	SH	SOLE
MICROCHIP TECHNOLOGY INC	COM	595017104	97010	2619059	SH	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	89458	1476932	SH	DEFINED
MOLEX INC	CL A	608554200	277941	10468589	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	399569	5916034	SH	DEFINED
MONSTER WORLDWIDE INC	COM	611742107	3798	92400	SH	DEFINED
MORGAN STANLEY	COM NEW	617446448	10918	130168	SH	DEFINED
MOSAIC CO	COM	61945A107	4160	106600	SH	DEFINED
NII HLDGS INC	CL B NEW	62913F201	78173	968209	SH	DEFINED
NATIONAL OILWELL VARCO INC	COM	637071101	3747	35943	SH	DEFINED
NATIONAL SEMICONDUCTOR CORP	COM	637640103	63766	2255619	SH	DEFINED
NAVTEQ CORP	COM	63936L100	34064	804543	SH	DEFINED
NETWORK APPLIANCE INC	COM	64120L104	10007	342838	SH	DEFINED
NEUSTAR INC	CL A	64126X201	31726	1095121	SH	DEFINED
NEWCASTLE INVT CORP	COM	65105M108	18803	750000	SH	DEFINED
NEWELL RUBBERMAID INC	COM	651229106	881	29924	SH	DEFINED
NEWS CORP	CL A	65248E104	78255	3689526	SH	DEFINED
NEXEN INC	COM	65334H102	47296	1528132	SH	DEFINED
NORTHROP GRUMMAN CORP	COM	666807102	95283	1223614	SH	DEFINED
NOVARTIS A G	SPONSORED ADR	66987V109	53223	949216	SH	DEFINED
NVIDIA CORP	COM	67066G104	16346	395687	SH	DEFINED
NUVEEN INVTS INC	CL A	67090F106	10085	162270	SH	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	162600	2809263	SH	DEFINED
OFFICEMAX INC DEL	COM	67622P101	1493	38000	SH	DEFINED

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OMNICOM GROUP INC	COM	681919106	309175	5842310	SH	DEFINED
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	1791	17000	SH	DEFINED
ORACLE CORP	COM	68389X105	499397	25337242	SH	DEFINED
ORBCOMM INC	COM	68555P100	32820	2000001	SH	SOLE
O REILLY AUTOMOTIVE INC	COM	686091109	28850	789341	SH	DEFINED
PG&E CORP	COM	69331C108	35928	793105	SH	DEFINED
POSCO	SPONSORED ADR	693483109	2494	20787	SH	DEFINED
PPL CORP	COM	69351T106	20368	435300	SH	DEFINED
PAN AMERICAN SILVER CORP	COM	697900108	20789	789558	SH	DEFINED
PAYCHEX INC	COM	704326107	434355	11103144	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	16905	349419	SH	DEFINED
PENNEY J C INC	COM	708160106	1375	19000	SH	DEFINED
PEPSICO INC	COM	713448108	789359	12172073	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	243865	2285951	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	26220	216208	SH	DEFINED
PFIZER INC	COM	717081103	389817	15245086	SH	DEFINED
PHARMION CORP	COM	71715B409	24062	831172	SH	DEFINED
PITNEY BOWES INC	COM	724479100	22559	481825	SH	DEFINED
PORTLAND GEN ELEC CO	COM NEW	736508847	2111	76919	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	13988	179398	SH	DEFINED
PRAXAIR INC	COM	74005P104	129159	1794120	SH	DEFINED
PRECISION CASTPARTS CORP	COM	740189105	2100	17300	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	540524	8833533	SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	7795	170974	SH	DEFINED
PROLOGIS	SH BEN INT	743410102	2561	45000	SH	DEFINED
PRUDENTIAL FINL INC	COM	744320102	30592	314636	SH	DEFINED
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	31644	872702	SH	DEFINED
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	2755	31390	SH	DEFINED
PULTE HOMES INC	COM	745867101	6034	268790	SH	DEFINED
QUALCOMM INC	COM	747525103	394805	9098975	SH	DEFINED
QUEST DIAGNOSTICS INC	COM	74834L100	4680	90618	SH	DEFINED
RAYONIER INC	COM	754907103	10285	227836	SH	DEFINED
REGAL ENTMT GROUP	CL A	758766109	14148	645126	SH	DEFINED
REGENT COMMUNICATIONS INC DE	COM	758865109	3685	1099998	SH	SOLE
RESMED INC	COM	761152107	77536	1879198	SH	DEFINED
RESTORE MEDICAL INC	COM	76128C100	1639	872069	SH	DEFINED
ROCKWELL COLLINS INC	COM	774341101	15567	220365	SH	DEFINED
ROTECH HEALTHCARE INC	COM	778669101	2755	2551156	SH	SOLE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3654	45000	SH	DEFINED
SAIC INC	COM	78390X101	15412	852932	SH	DEFINED
SL GREEN RLTY CORP	COM	78440X101	18557	149787	SH	DEFINED
SPDR TR	UNIT SER 1	78462F103	623	4142	SH	DEFINED
ST JUDE MED INC	COM	790849103	4377	105491	SH	DEFINED
SALESFORCE COM INC	COM	79466L302	22696	529532	SH	DEFINED
SALLY BEAUTY HLDGS INC	COM	79546E104	3602	400239	SH	DEFINED
SARA LEE CORP	COM	803111103	31795	1827320	SH	DEFINED
SCANA CORP NEW	COM	80589M102	16504	431037	SH	DEFINED
SCHEIN HENRY INC	COM	806407102	15430	288783	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	701556	8259436	SH	DEFINED
SCHWAB CHARLES CORP NEW	COM	808513105	5027	245000	SH	DEFINED
SEARS HLDGS CORP	COM	812350106	1055	6226	SH	SOLE
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	8610	237984	SH	DEFINED
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	36889	944915	SH	DEFINED
SEMPRA ENERGY	COM	816851109	969	16354	SH	DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	2686	28864	SH	DEFINED
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	15867	255789	SH	DEFINED
SNAP ON INC	COM	833034101	344	6804	SH	DEFINED
SOHU COM INC	COM	83408W103	5982	186987	SH	DEFINED
SOUTHERN CO	COM	842587107	5817	169655	SH	DEFINED
SOUTHWEST AIRLS CO	COM	844741108	86612	5808966	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	1372	52832	SH	DEFINED
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	15464	428968	SH	DEFINED

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SPRINT NEXTEL CORP	COM FON	852061100	32643	1576218	SH	DEFINED
STANLEY WKS	COM	854616109	601	9897	SH	DEFINED
STAPLES INC	COM	855030102	124403	5242453	SH	DEFINED
STARBUCKS CORP	COM	855244109	714	27215	SH	DEFINED
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	39034	581989	SH	DEFINED
STATE STR CORP	COM	857477103	600863	8784551	SH	DEFINED
STERICYCLE INC	COM	858912108	8850	199055	SH	DEFINED
STREETTRACKS GOLD TR	GOLD SHS	863307104	11340	176439	SH	DEFINED
SUN MICROSYSTEMS INC	COM	866810104	14094	2679444	SH	DEFINED
SUNCOR ENERGY INC	COM	867229106	77881	866119	SH	DEFINED
SUNTRUST BKS INC	COM	867914103	113675	1325807	SH	DEFINED
TXU CORP	COM	873168108	5255	78076	SH	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	53909	4843576	SH	DEFINED
TARGET CORP	COM	87612E106	209106	3287835	SH	DEFINED
TEMPUR PEDIC INTL INC	COM	88023U101	298	11491	SH	SOLE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	14119	342272	SH	DEFINED
TEXAS INSTRS INC	COM	882508104	122753	3262092	SH	DEFINED
TEXTRON INC	COM	883203101	308836	2804799	SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	75073	1451519	SH	DEFINED
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	163	27922	SH	SOLE
3M CO	COM	88579Y101	100605	1159174	SH	DEFINED
THRESHOLD PHARMACEUTICAL INC	COM	885807107	98	79824	SH	DEFINED
TIME WARNER INC	COM	887317105	181871	8644063	SH	DEFINED
TIVO INC	COM	888706108	6872	1186814	SH	SOLE
TOLL BROTHERS INC	COM	889478103	618	24757	SH	DEFINED
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2262	17971	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	2140	40000	SH	DEFINED
US BANCORP DEL	COM NEW	902973304	33269	1009692	SH	DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	6008	82300	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	353042	4977333	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	444269	8687302	SH	DEFINED
UNIVERSAL HLTH SVCS INC	CL B	913903100	3234	52584	SH	DEFINED
VALUEVISION MEDIA INC	CL A	92047K107	73039	6452194	SH	SOLE
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	2157	40000	SH	DEFINED
VASOGEN INC	COM NEW	92232F202	149	55555	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	118023	2866724	SH	DEFINED
VERTEX PHARMACEUTICALS INC	COM	92532F100	14507	507947	SH	DEFINED
VIACOM INC NEW	CL B	92553P201	15143	363743	SH	DEFINED
VIACELL INC	COM	92554J105	402	72751	SH	SOLE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	86958	2585730	SH	DEFINED
VORNADO RLTY TR	SH BEN INT	929042109	2186	19900	SH	DEFINED
WACHOVIA CORP NEW	COM	929903102	33228	648345	SH	DEFINED
WAL MART STORES INC	COM	931142103	88832	1846434	SH	DEFINED
WASHINGTON MUT INC	COM	939322103	778	18250	SH	DEFINED
WASTE MGMT INC DEL	COM	94106L109	10415	266709	SH	DEFINED
WEIGHT WATCHERS INTL INC NEW	COM	948626106	14762	290362	SH	DEFINED
WELLPOINT INC	COM	94973V107	3992	50000	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	21525	612037	SH	DEFINED
WESCO INTL INC	COM	95082P105	41085	679658	SH	DEFINED
WESTERN UN CO	COM	959802109	495992	23811408	SH	DEFINED
WEYERHAEUSER CO	COM	962166104	3059	38754	SH	DEFINED
WHIRLPOOL CORP	COM	963320106	949	8536	SH	DEFINED
WINDSTREAM CORP	COM	97381W104	3025	204928	SH	DEFINED
WISCONSIN ENERGY CORP	COM	976657106	800	18094	SH	DEFINED
WYETH	COM	983024100	513316	8952144	SH	DEFINED
XEROX CORP	COM	984121103	1064	57567	SH	DEFINED
YAHOO INC	COM	984332106	322738	11896000	SH	DEFINED
ZARLINK SEMICONDUCTOR INC	COM	989139100	26	14509	SH	SOLE
ZIMMER HLDGS INC	COM	98956P102	182459	2149354	SH	DEFINED
ZIONS BANCORPORATION	COM	989701107	14667	190697	SH	DEFINED