LARSEN RALPH S

Form 4 January 04, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * LARSEN RALPH S

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

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GENERAL ELECTRIC CO [GE]

(First) (Middle) (Last)

3. Date of Earliest Transaction

X_ Director 10% Owner Officer (give title Other (specify

(Check all applicable)

GENERAL ELECTRIC COMPANY, 3135 EASTON **TURNPIKE**

> (Street) 4. If Amendment, Date Original

> > Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

01/01/2011

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

FAIRFIELD, CT 06828

Security

(Instr. 3)

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

5. Amount of 6. Ownership Securities Form: Direct Beneficially (D) or Indirect Beneficial Owned (I) Following

Ownership (Instr. 4) (Instr. 4)

7. Nature of

Indirect

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Transaction Date 3A. Deemed 1. Title of 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date Underlying Securities Deriva Conversion

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	(A) (Disp (D) (Inst	ecurities (Month/Day/Year) Acquired A) or Disposed of D) Instr. 3, 4, nd 5)		Year)	(Instr. 3 and 4)		Securi (Instr.
				Code '	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Fee Phantom Stock Units (1)	<u>(2)</u>	01/01/2011		A	3,8	88	(3)	(3)	Common Stock	3,888	\$ 17

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
ARSEN RALPH S GENERAL ELECTRIC COMPANY 135 EASTON TURNPIKE FAIRFIELD, CT 06828	X						

Signatures

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Eliza Fraser on behalf of Ralph S.
Larsen
01/04/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Acquired at a price of \$17.68 per unit pursuant to the terms of the 2003 Non-Employee Director Compensation Plan. Payable beginning one year after termination of service as a director.
- (2) Each unit of phantom stock is the economic equivalent of one share of common stock.
- (3) Payable beginning one year after termination of service as a director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2