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GENERAL ELECTRIC CO  
Form 13F-HR  
July 29, 2011

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, 2011

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: Assistant Controller  
Phone: (203) 373-2535

Signature, Place, and Date of Signing:

|                     |               |       |               |
|---------------------|---------------|-------|---------------|
| Robert R. DeGennaro | Fairfield, CT | 06828 | July 29, 2011 |
| -----               | -----         | ----- | -----         |
| (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: 420

Form 13F Information Table Value Total: \$25,774,992  
(thousands)

List of Other Included Managers:

| No. | Form 13F File Number | Name                |
|-----|----------------------|---------------------|
| --  | -----                | ----                |
| 001 | 028-05827            | GE Asset Management |

FROM 13F INFORMATION TABLE

| COLUMN 1                     | COLUMN 2       | COLUMN 3  | COLUMN 4        | COLUMN 5        |                   | COLUMN 6              |
|------------------------------|----------------|-----------|-----------------|-----------------|-------------------|-----------------------|
| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PUT/ PRN CALL | INVESTMENT DISCRETION |
| TELVENT GIT SA               | SHS            | E90215109 | 11955           | 300379          | SH                | DEFINED               |
| ALTERRA CAPITAL HOLDINGS LIM | COM            | G0229R108 | 21056           | 944225          | SH                | DEFINED               |
| ARCOS DORADOS HOLDINGS INC   | SHS CLASS -A - | G0457F107 | 24420           | 1157907         | SH                | DEFINED               |
| COOPER INDUSTRIES PLC        | SHS            | G24140108 | 108196          | 1813236         | SH                | DEFINED               |
| CREDICORP LTD                | COM            | G2519Y108 | 668             | 7755            | SH                | DEFINED               |
| COVIDIEN PLC                 | SHS            | G2554F113 | 459352          | 8629565         | SH                | DEFINED               |
| GENPACT LIMITED              | SHS            | G3922B107 | 343893          | 19947364        | SH                | SOLE                  |
| HOLLYSYS AUTOMATION TECHNOLO | SHS            | G45667105 | 216             | 23200           | SH                | DEFINED               |
| INVESCO LTD                  | SHS            | G491BT108 | 141997          | 6068235         | SH                | DEFINED               |
| MARVELL TECHNOLOGY GROUP LTD | ORD            | G5876H105 | 22571           | 1528697         | SH                | DEFINED               |
| NABORS INDUSTRIES LTD        | SHS            | G6359F103 | 4435            | 180009          | SH                | DEFINED               |
| PARTNERRE LTD                | COM            | G6852T105 | 44608           | 647895          | SH                | DEFINED               |
| RENAISSANCERE HOLDINGS LTD   | COM            | G7496G103 | 15104           | 215920          | SH                | DEFINED               |
| UTI WORLDWIDE INC            | ORD            | G87210103 | 8889            | 451460          | SH                | DEFINED               |
| ACE LTD                      | SHS            | H0023R105 | 243390          | 3697807         | SH                | DEFINED               |
| WEATHERFORD INTERNATIONAL LT | REG SHS        | H27013103 | 20025           | 1068005         | SH                | DEFINED               |
| FOSTER WHEELER AG            | COM            | H27178104 | 1343            | 44215           | SH                | DEFINED               |
| NOBLE CORPORATION BAAR       | NAMEN -AKT     | H5833N103 | 17834           | 452533          | SH                | DEFINED               |
| TYCO INTERNATIONAL LTD       | SHS            | H89128104 | 689             | 13930           | SH                | DEFINED               |
| LYONDELLBASELL INDUSTRIES N  | SHS - A -      | N53745100 | 947             | 24581           | SH                | DEFINED               |
| NIELSEN HOLDINGS N V         | COM            | N63218106 | 50674           | 1626258         | SH                | DEFINED               |
| YANDEX N V                   | SHS CLASS A    | N97284108 | 2123            | 59794           | SH                | DEFINED               |
| ROYAL CARIBBEAN CRUISES LTD  | COM            | V7780T103 | 18294           | 486037          | SH                | DEFINED               |
| AFLAC INC                    | COM            | 001055102 | 1338            | 28664           | SH                | DEFINED               |
| AMN HEALTHCARE SERVICES INC  | COM            | 001744101 | 752             | 90365           | SH                | SOLE                  |
| ABBOTT LABS                  | COM            | 002824100 | 6193            | 117702          | SH                | DEFINED               |
| AFFILIATED MANAGERS GROUP    | COM            | 008252108 | 34928           | 344285          | SH                | DEFINED               |
| AIR PRODS & CHEMS INC        | COM            | 009158106 | 2072            | 21673           | SH                | DEFINED               |
| ALBEMARLE CORP               | COM            | 012653101 | 3688            | 53297           | SH                | DEFINED               |
| ALEXION PHARMACEUTICALS INC  | COM            | 015351109 | 28339           | 602577          | SH                | DEFINED               |

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|                              |                |           |        |          |    |         |
|------------------------------|----------------|-----------|--------|----------|----|---------|
| ALLEGHANY CORP DEL           | COM            | 017175100 | 10873  | 32640    | SH | DEFINED |
| ALLIANCE HEALTHCARE SRVCS IN | COM NEW        | 018606202 | 4257   | 1120160  | SH | SOLE    |
| ALLIANT TECHSYSTEMS INC      | COM            | 018804104 | 26494  | 371432   | SH | DEFINED |
| ALTERA CORP                  | COM            | 021441100 | 1580   | 34080    | SH | DEFINED |
| AMAZON COM INC               | COM            | 023135106 | 135064 | 660493   | SH | DEFINED |
| AMERICAN APPAREL INC         | COM            | 023850100 | 689    | 774326   | SH | DEFINED |
| AMERICAN ELEC PWR INC        | COM            | 025537101 | 9019   | 239353   | SH | DEFINED |
| AMERICAN EXPRESS CO          | COM            | 025816109 | 137226 | 2654265  | SH | DEFINED |
| AMERICAN TOWER CORP          | CL A           | 029912201 | 331238 | 6329800  | SH | DEFINED |
| AMERICAN WTR WKS CO INC NEW  | COM            | 030420103 | 2732   | 92758    | SH | DEFINED |
| AMGEN INC                    | COM            | 031162100 | 399850 | 6852607  | SH | DEFINED |
| ANCESTRY COM INC             | COM            | 032803108 | 6200   | 149804   | SH | DEFINED |
| ANCESTRY COM INC             | COM            | 032803108 | 137    | 3305     | SH | SOLE    |
| AON CORP                     | COM            | 037389103 | 1745   | 34020    | SH | DEFINED |
| APACHE CORP                  | COM            | 037411105 | 200121 | 1621855  | SH | DEFINED |
| APPLE INC                    | COM            | 037833100 | 592413 | 1764868  | SH | DEFINED |
| APPLIED MATLS INC            | COM            | 038222105 | 12664  | 973395   | SH | DEFINED |
| ARCHER DANIELS MIDLAND CO    | COM            | 039483102 | 83887  | 2782330  | SH | DEFINED |
| AUTOMATIC DATA PROCESSING IN | COM            | 053015103 | 15185  | 288244   | SH | DEFINED |
| AVALONBAY CMNTYS INC         | COM            | 053484101 | 728    | 5670     | SH | DEFINED |
| AVEO PHARMACEUTICALS INC     | COM            | 053588109 | 3298   | 160000   | SH | SOLE    |
| AVON PRODS INC               | COM            | 054303102 | 20266  | 723775   | SH | DEFINED |
| BAIDU INC                    | SPON ADR REP A | 056752108 | 696985 | 4973847  | SH | DEFINED |
| BANK OF AMERICA CORPORATION  | COM            | 060505104 | 177623 | 16206506 | SH | DEFINED |
| BANK OF NEW YORK MELLON CORP | COM            | 064058100 | 60696  | 2369068  | SH | DEFINED |
| BARRICK GOLD CORP            | COM            | 067901108 | 946    | 20878    | SH | DEFINED |
| BAXTER INTL INC              | COM            | 071813109 | 2832   | 47453    | SH | DEFINED |
| BED BATH & BEYOND INC        | COM            | 075896100 | 182745 | 3130811  | SH | DEFINED |
| BERKSHIRE HATHAWAY INC DEL   | CL B NEW       | 084670702 | 8099   | 104658   | SH | DEFINED |
| BLACKBOARD INC               | COM            | 091935502 | 9487   | 218645   | SH | DEFINED |
| BOEING CO                    | COM            | 097023105 | 2912   | 39389    | SH | DEFINED |
| BOSTON PROPERTIES INC        | COM            | 101121101 | 1069   | 10065    | SH | DEFINED |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 121835 | 4207024  | SH | DEFINED |
| BROADCOM CORP                | CL A           | 111320107 | 839    | 24948    | SH | DEFINED |
| CF INDS HLDGS INC            | COM            | 125269100 | 1042   | 7353     | SH | DEFINED |
| CSX CORP                     | COM            | 126408103 | 12587  | 480049   | SH | DEFINED |
| CVS CAREMARK CORPORATION     | COM            | 126650100 | 43619  | 1160709  | SH | DEFINED |
| CALPINE CORP                 | COM NEW        | 131347304 | 32152  | 1993326  | SH | DEFINED |
| CARNIVAL CORP                | PAIRED CTF     | 143658300 | 106300 | 2824878  | SH | DEFINED |
| CATERPILLAR INC DEL          | COM            | 149123101 | 5545   | 52082    | SH | DEFINED |
| CELANESE CORP DEL            | COM SER A      | 150870103 | 954    | 17897    | SH | DEFINED |
| CHEVRON CORP NEW             | COM            | 166764100 | 176592 | 1717152  | SH | DEFINED |
| CHIPOTLE MEXICAN GRILL INC   | COM            | 169656105 | 594    | 1928     | SH | DEFINED |
| CHUBB CORP                   | COM            | 171232101 | 55843  | 891913   | SH | DEFINED |
| CITIGROUP INC                | COM NEW        | 172967424 | 54531  | 1309572  | SH | DEFINED |
| CITRIX SYS INC               | COM            | 177376100 | 29322  | 366530   | SH | DEFINED |
| CLOROX CO DEL                | COM            | 189054109 | 80342  | 1191308  | SH | DEFINED |
| COACH INC                    | COM            | 189754104 | 33009  | 516332   | SH | DEFINED |
| COCA COLA CO                 | COM            | 191216100 | 10009  | 148743   | SH | DEFINED |
| COGNIZANT TECHNOLOGY SOLUTIO | CL A           | 192446102 | 1687   | 23008    | SH | DEFINED |
| COMERICA INC                 | COM            | 200340107 | 18641  | 539235   | SH | DEFINED |
| CONAGRA FOODS INC            | COM            | 205887102 | 32757  | 1269145  | SH | DEFINED |
| CONCORD MED SVCS HLDGS LTD   | SPONSORED ADR  | 206277105 | 2410   | 569848   | SH | DEFINED |
| CONSTELLATION ENERGY GROUP I | COM            | 210371100 | 509    | 13417    | SH | DEFINED |
| CORNING INC                  | COM            | 219350105 | 33848  | 1864923  | SH | DEFINED |
| COVANCE INC                  | COM            | 222816100 | 21362  | 359812   | SH | DEFINED |
| CREE INC                     | COM            | 225447101 | 7632   | 227213   | SH | DEFINED |
| CUMMINS INC                  | COM            | 231021106 | 36817  | 355752   | SH | DEFINED |
| CUMULUS MEDIA INC            | CL A           | 231082108 | 931    | 266109   | SH | SOLE    |
| CYTEC INDS INC               | COM            | 232820100 | 15628  | 273260   | SH | DEFINED |
| DANAHER CORP DEL             | COM            | 235851102 | 2594   | 48951    | SH | DEFINED |
| DARDEN RESTAURANTS INC       | COM            | 237194105 | 609    | 12236    | SH | DEFINED |

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|                              |                 |           |         |          |    |         |
|------------------------------|-----------------|-----------|---------|----------|----|---------|
| DEERE & CO                   | COM             | 244199105 | 61808   | 749641   | SH | DEFINED |
| DENBURY RES INC              | COM NEW         | 247916208 | 3026    | 151294   | SH | DEFINED |
| DENTSPLY INTL INC NEW        | COM             | 249030107 | 2285    | 60000    | SH | DEFINED |
| DICKS SPORTING GOODS INC     | COM             | 253393102 | 18717   | 486786   | SH | DEFINED |
| DISNEY WALT CO               | COM DISNEY      | 254687106 | 84536   | 2165362  | SH | DEFINED |
| DISCOVER FINL SVCS           | COM             | 254709108 | 5337    | 199514   | SH | DEFINED |
| DOLLAR GEN CORP NEW          | COM             | 256677105 | 3716    | 109636   | SH | DEFINED |
| DOVER CORP                   | COM             | 260003108 | 129325  | 1907454  | SH | DEFINED |
| DRESSER-RAND GROUP INC       | COM             | 261608103 | 24657   | 458737   | SH | DEFINED |
| DU PONT E I DE NEMOURS & CO  | COM             | 263534109 | 7679    | 142072   | SH | DEFINED |
| E M C CORP MASS              | COM             | 268648102 | 2066    | 74979    | SH | DEFINED |
| EATON CORP                   | COM             | 278058102 | 20182   | 392270   | SH | DEFINED |
| EBAY INC                     | COM             | 278642103 | 128974  | 3996701  | SH | DEFINED |
| ECOLAB INC                   | COM             | 278865100 | 48843   | 866312   | SH | DEFINED |
| EDISON INTL                  | COM             | 281020107 | 551     | 14218    | SH | DEFINED |
| EMCORE CORP                  | COM             | 290846104 | 630     | 230020   | SH | SOLE    |
| EMERSON ELEC CO              | COM             | 291011104 | 25062   | 445555   | SH | DEFINED |
| EXPRESS SCRIPTS INC          | COM             | 302182100 | 374066  | 6929706  | SH | DEFINED |
| FTI CONSULTING INC           | COM             | 302941109 | 9752    | 257033   | SH | DEFINED |
| FINANCIAL ENGINES INC        | COM             | 317485100 | 1944    | 75000    | SH | DEFINED |
| FIRST SOLAR INC              | COM             | 336433107 | 382     | 2891     | SH | DEFINED |
| FIRSTENERGY CORP             | COM             | 337932107 | 13582   | 307637   | SH | DEFINED |
| FORD MTR CO DEL              | COM PAR \$0.01  | 345370860 | 1965    | 142477   | SH | DEFINED |
| FOREST OIL CORP              | COM PAR \$0.01  | 346091705 | 2003    | 75000    | SH | DEFINED |
| FRANKLIN RES INC             | COM             | 354613101 | 1617    | 12316    | SH | DEFINED |
| GENERAL DYNAMICS CORP        | COM             | 369550108 | 13346   | 179091   | SH | DEFINED |
| GENERAL ELECTRIC CO          | COM             | 369604103 | 1780132 | 94386629 | SH | DEFINED |
| GENUINE PARTS CO             | COM             | 372460105 | 3722    | 68425    | SH | DEFINED |
| GILEAD SCIENCES INC          | COM             | 375558103 | 346153  | 8359155  | SH | DEFINED |
| GREENHILL & CO INC           | COM             | 395259104 | 4037    | 75000    | SH | DEFINED |
| HCC INS HLDGS INC            | COM             | 404132102 | 37086   | 1177347  | SH | DEFINED |
| HALLIBURTON CO               | COM             | 406216101 | 153092  | 3001801  | SH | DEFINED |
| HARMONY GOLD MNG LTD         | SPONSORED ADR   | 413216300 | 7286    | 551152   | SH | DEFINED |
| HARSCO CORP                  | COM             | 415864107 | 42576   | 1306027  | SH | DEFINED |
| HARTFORD FINL SVCS GROUP INC | COM             | 416515104 | 83457   | 3164864  | SH | DEFINED |
| HEWLETT PACKARD CO           | COM             | 428236103 | 41281   | 1134102  | SH | DEFINED |
| HEXCEL CORP NEW              | COM             | 428291108 | 43698   | 1996232  | SH | DEFINED |
| HOME DEPOT INC               | COM             | 437076102 | 10285   | 283952   | SH | DEFINED |
| HONEYWELL INTL INC           | COM             | 438516106 | 292562  | 4909574  | SH | DEFINED |
| HOSPIRA INC                  | COM             | 441060100 | 167963  | 2964408  | SH | DEFINED |
| HUMAN GENOME SCIENCES INC    | COM             | 444903108 | 17748   | 723228   | SH | DEFINED |
| IHS INC                      | CL A            | 451734107 | 31465   | 377184   | SH | DEFINED |
| ILLUMINA INC                 | COM             | 452327109 | 42637   | 567363   | SH | DEFINED |
| INFOSYS TECHNOLOGIES LTD     | SPONSORED ADR   | 456788108 | 17058   | 261500   | SH | DEFINED |
| ING GROEP N V                | SPONSORED ADR   | 456837103 | 5753    | 465088   | SH | DEFINED |
| INTEL CORP                   | COM             | 458140100 | 71875   | 3243441  | SH | DEFINED |
| INTERNATIONAL BUSINESS MACHS | COM             | 459200101 | 294635  | 1717486  | SH | DEFINED |
| INTUIT                       | COM             | 461202103 | 47342   | 912884   | SH | DEFINED |
| ISHARES INC                  | MSCI EMU INDEX  | 464286608 | 4421    | 113868   | SH | DEFINED |
| ISHARES TR                   | MSCI EMERG MKT  | 464287234 | 49831   | 1046866  | SH | DEFINED |
| ISHARES TR                   | MSCI EAFE INDEX | 464287465 | 9834    | 163526   | SH | DEFINED |
| ISIS PHARMACEUTICALS INC     | COM             | 464330109 | 2094    | 228577   | SH | DEFINED |
| ITC HLDGS CORP               | COM             | 465685105 | 78472   | 1093387  | SH | DEFINED |
| JOHNSON & JOHNSON            | COM             | 478160104 | 176597  | 2654799  | SH | DEFINED |
| KLA-TENCOR CORP              | COM             | 482480100 | 23433   | 578887   | SH | DEFINED |
| KELLOGG CO                   | COM             | 487836108 | 6557    | 118535   | SH | DEFINED |
| KIMBERLY CLARK CORP          | COM             | 494368103 | 5559    | 83512    | SH | DEFINED |
| KIRBY CORP                   | COM             | 497266106 | 5766    | 101755   | SH | DEFINED |
| KOHL'S CORP                  | COM             | 500255104 | 975     | 19503    | SH | DEFINED |
| LIBERTY GLOBAL INC           | COM SER C       | 530555309 | 213356  | 4996624  | SH | DEFINED |
| LINCARE HLDGS INC            | COM             | 532791100 | 56227   | 1920989  | SH | DEFINED |
| LOEWS CORP                   | COM             | 540424108 | 716     | 17010    | SH | DEFINED |

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|                              |               |           |        |          |    |         |
|------------------------------|---------------|-----------|--------|----------|----|---------|
| LORILLARD INC                | COM           | 544147101 | 1072   | 9844     | SH | DEFINED |
| LOWES COS INC                | COM           | 548661107 | 221056 | 9483305  | SH | DEFINED |
| M D C HLDGS INC              | COM           | 552676108 | 36076  | 1464114  | SH | DEFINED |
| MSC INDL DIRECT INC          | CL A          | 553530106 | 21734  | 327762   | SH | DEFINED |
| MARATHON OIL CORP            | COM           | 565849106 | 41579  | 789272   | SH | DEFINED |
| MARRIOTT INTL INC NEW        | CL A          | 571903202 | 1071   | 30187    | SH | DEFINED |
| MASIMO CORP                  | COM           | 574795100 | 30993  | 1044226  | SH | DEFINED |
| MCCORMICK & CO INC           | COM NON VTG   | 579780206 | 15894  | 320645   | SH | DEFINED |
| MCDERMOTT INTL INC           | COM           | 580037109 | 13776  | 695404   | SH | DEFINED |
| MCDONALDS CORP               | COM           | 580135101 | 16827  | 199566   | SH | DEFINED |
| MEAD JOHNSON NUTRITION CO    | COM           | 582839106 | 19330  | 286153   | SH | DEFINED |
| MECHEL OAO                   | SPONSORED ADR | 583840103 | 45157  | 1890185  | SH | DEFINED |
| MECHEL OAO                   | SPON ADR PFD  | 583840509 | 8518   | 987045   | SH | DEFINED |
| MEDASSETS INC                | COM           | 584045108 | 10734  | 803476   | SH | DEFINED |
| MEDASSETS INC                | COM           | 584045108 | 1909   | 142887   | SH | SOLE    |
| MEDTRONIC INC                | COM           | 585055106 | 2121   | 55060    | SH | DEFINED |
| METTLER TOLEDO INTERNATIONAL | COM           | 592688105 | 26262  | 155698   | SH | DEFINED |
| MICROSOFT CORP               | COM           | 594918104 | 424362 | 16321615 | SH | DEFINED |
| MICROCHIP TECHNOLOGY INC     | COM           | 595017104 | 24347  | 642236   | SH | DEFINED |
| MOBILE TELESYSTEMS OJSC      | SPONSORED ADR | 607409109 | 108483 | 5703608  | SH | DEFINED |
| MOLEX INC                    | CL A          | 608554200 | 17184  | 800000   | SH | DEFINED |
| MOLYCORP INC DEL             | COM           | 608753109 | 9593   | 157103   | SH | DEFINED |
| MONSTER WORLDWIDE INC        | COM           | 611742107 | 14460  | 986327   | SH | DEFINED |
| MORGAN STANLEY               | COM NEW       | 617446448 | 36482  | 1585473  | SH | DEFINED |
| MOTOROLA SOLUTIONS INC       | COM NEW       | 620076307 | 586    | 12726    | SH | DEFINED |
| MOTOROLA MOBILITY HLDGS INC  | COM           | 620097105 | 430    | 19503    | SH | DEFINED |
| NRG ENERGY INC               | COM NEW       | 629377508 | 654    | 26607    | SH | DEFINED |
| NATIONAL CINEMEDIA INC       | COM           | 635309107 | 3836   | 226860   | SH | DEFINED |
| NATIONAL OILWELL VARCO INC   | COM           | 637071101 | 59584  | 761850   | SH | DEFINED |
| NIKE INC                     | CL B          | 654106103 | 3623   | 40260    | SH | DEFINED |
| NORTHEAST UTILS              | COM           | 664397106 | 866    | 24619    | SH | DEFINED |
| NUVASIVE INC                 | COM           | 670704105 | 2819   | 85734    | SH | DEFINED |
| OCCIDENTAL PETE CORP DEL     | COM           | 674599105 | 107771 | 1035862  | SH | DEFINED |
| OMNICARE INC                 | COM           | 681904108 | 77173  | 2419966  | SH | DEFINED |
| OMNICOM GROUP INC            | COM           | 681919106 | 245350 | 5094480  | SH | DEFINED |
| ORION ENERGY SYSTEMS INC     | COM           | 686275108 | 6174   | 1570990  | SH | SOLE    |
| PICO HLDGS INC               | COM NEW       | 693366205 | 6584   | 227046   | SH | DEFINED |
| PAYCHEX INC                  | COM           | 704326107 | 110533 | 3598071  | SH | DEFINED |
| PEABODY ENERGY CORP          | COM           | 704549104 | 128443 | 2180328  | SH | DEFINED |
| PENN NATL GAMING INC         | COM           | 707569109 | 23010  | 570399   | SH | DEFINED |
| PEOPLES UNITED FINANCIAL INC | COM           | 712704105 | 24057  | 1789938  | SH | DEFINED |
| PEPSICO INC                  | COM           | 713448108 | 585576 | 8314298  | SH | DEFINED |
| PERKINELMER INC              | COM           | 714046109 | 61279  | 2277176  | SH | DEFINED |
| PETROHAWK ENERGY CORP        | COM           | 716495106 | 23965  | 971433   | SH | DEFINED |
| PFIZER INC                   | COM           | 717081103 | 182906 | 8878956  | SH | DEFINED |
| PHILIP MORRIS INTL INC       | COM           | 718172109 | 15174  | 227255   | SH | DEFINED |
| PIONEER NAT RES CO           | COM           | 723787107 | 18855  | 210510   | SH | DEFINED |
| PLUM CREEK TIMBER CO INC     | COM           | 729251108 | 323    | 7956     | SH | DEFINED |
| PRECISION CASTPARTS CORP     | COM           | 740189105 | 15305  | 92955    | SH | DEFINED |
| PROCTER & GAMBLE CO          | COM           | 742718109 | 159283 | 2505632  | SH | DEFINED |
| PRUDENTIAL FINL INC          | COM           | 744320102 | 169904 | 2671871  | SH | DEFINED |
| PUBLIC SVC ENTERPRISE GROUP  | COM           | 744573106 | 1530   | 46867    | SH | DEFINED |
| QUALCOMM INC                 | COM           | 747525103 | 615318 | 10834967 | SH | DEFINED |
| RADNET INC                   | COM           | 750491102 | 917    | 208333   | SH | SOLE    |
| RAYONIER INC                 | COM           | 754907103 | 2144   | 32812    | SH | DEFINED |
| RESMED INC                   | COM           | 761152107 | 48504  | 1567168  | SH | DEFINED |
| ROBBINS & MYERS INC          | COM           | 770196103 | 243    | 4599     | SH | SOLE    |
| ROCKWELL COLLINS INC         | COM           | 774341101 | 128178 | 2077774  | SH | DEFINED |
| ROVI CORP                    | COM           | 779376102 | 47616  | 830123   | SH | DEFINED |
| ROWAN COS INC                | COM           | 779382100 | 3064   | 78938    | SH | DEFINED |
| RYANAIR HLDGS PLC            | SPONSORED ADR | 783513104 | 413    | 14070    | SH | DEFINED |
| ST JUDE MED INC              | COM           | 790849103 | 1229   | 25767    | SH | DEFINED |

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|                              |                |           |        |          |    |         |
|------------------------------|----------------|-----------|--------|----------|----|---------|
| SCHLUMBERGER LTD             | COM            | 806857108 | 651306 | 7538263  | SH | DEFINED |
| SEMPRA ENERGY                | COM            | 816851109 | 1134   | 21451    | SH | DEFINED |
| SIEMENS A G                  | SPONSORED ADR  | 826197501 | 32034  | 232925   | SH | DEFINED |
| SIGMA ALDRICH CORP           | COM            | 826552101 | 1606   | 21887    | SH | DEFINED |
| SIMON PPTY GROUP INC NEW     | COM            | 828806109 | 2307   | 19846    | SH | DEFINED |
| SOCIEDAD QUIMICA MINERA DE C | SPON ADR SER B | 833635105 | 79464  | 1227807  | SH | DEFINED |
| SOUTHERN CO                  | COM            | 842587107 | 10969  | 271634   | SH | DEFINED |
| SOUTHWESTERN ENERGY CO       | COM            | 845467109 | 55066  | 1284193  | SH | DEFINED |
| SPECTRA ENERGY CORP          | COM            | 847560109 | 28368  | 1034936  | SH | DEFINED |
| SPRINT NEXTEL CORP           | COM SER 1      | 852061100 | 1223   | 226905   | SH | DEFINED |
| STAPLES INC                  | COM            | 855030102 | 22986  | 1454809  | SH | DEFINED |
| STARBUCKS CORP               | COM            | 855244109 | 2078   | 52631    | SH | DEFINED |
| STATE STR CORP               | COM            | 857477103 | 365855 | 8113879  | SH | DEFINED |
| STEEL DYNAMICS INC           | COM            | 858119100 | 7946   | 489013   | SH | DEFINED |
| STERICYCLE INC               | COM            | 858912108 | 4010   | 45000    | SH | DEFINED |
| SUCCESSFACTORS INC           | COM            | 864596101 | 17951  | 610585   | SH | DEFINED |
| SUNCOR ENERGY INC NEW        | COM            | 867224107 | 266272 | 6810023  | SH | DEFINED |
| SUPERMEDIA INC               | COM            | 868447103 | 1723   | 459495   | SH | SOLE    |
| SYCAMORE NETWORKS INC        | COM NEW        | 871206405 | 3778   | 169886   | SH | DEFINED |
| SYSCO CORP                   | COM            | 871829107 | 6461   | 207204   | SH | DEFINED |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR  | 874039100 | 64897  | 5146466  | SH | DEFINED |
| TELEFONICA S A               | SPONSORED ADR  | 879382208 | 8803   | 359433   | SH | DEFINED |
| TEVA PHARMACEUTICAL INDS LTD | ADR            | 881624209 | 56893  | 1179865  | SH | DEFINED |
| TEXAS INSTRS INC             | COM            | 882508104 | 101767 | 3099832  | SH | DEFINED |
| TEXTRON INC                  | COM            | 883203101 | 714    | 30248    | SH | DEFINED |
| THERMO FISHER SCIENTIFIC INC | COM            | 883556102 | 159665 | 2479662  | SH | DEFINED |
| THRESHOLD PHARMACEUTICAL INC | COM NEW        | 885807206 | 22     | 13304    | SH | DEFINED |
| TIME WARNER INC              | COM NEW        | 887317303 | 166073 | 4566197  | SH | DEFINED |
| US BANCORP DEL               | COM NEW        | 902973304 | 16553  | 648891   | SH | DEFINED |
| ULTRA PETROLEUM CORP         | COM            | 903914109 | 8630   | 188428   | SH | DEFINED |
| UNION PAC CORP               | COM            | 907818108 | 123350 | 1181518  | SH | DEFINED |
| UNITED PARCEL SERVICE INC    | CL B           | 911312106 | 7313   | 100273   | SH | DEFINED |
| UNITED TECHNOLOGIES CORP     | COM            | 913017109 | 128247 | 1448958  | SH | DEFINED |
| URBAN OUTFITTERS INC         | COM            | 917047102 | 18279  | 649358   | SH | DEFINED |
| VCA ANTECH INC               | COM            | 918194101 | 25174  | 1187450  | SH | DEFINED |
| VANGUARD BD INDEX FD INC     | SHORT TRM BOND | 921937827 | 324    | 4000     | SH | DEFINED |
| VANGUARD INDEX FDS           | REIT ETF       | 922908553 | 11930  | 198504   | SH | DEFINED |
| VIRTUALSCOPICS INC           | COM            | 928269109 | 2279   | 1218467  | SH | SOLE    |
| VORNADO RLTY TR              | SH BEN INT     | 929042109 | 1028   | 11029    | SH | DEFINED |
| WABTEC CORP                  | COM            | 929740108 | 2669   | 40615    | SH | DEFINED |
| WAL MART STORES INC          | COM            | 931142103 | 9187   | 172879   | SH | DEFINED |
| WALGREEN CO                  | COM            | 931422109 | 2548   | 60011    | SH | DEFINED |
| WATSON PHARMACEUTICALS INC   | COM            | 942683103 | 1793   | 26082    | SH | DEFINED |
| WELLS FARGO & CO NEW         | COM            | 949746101 | 83820  | 2987177  | SH | DEFINED |
| WESTERN DIGITAL CORP         | COM            | 958102105 | 472    | 12974    | SH | DEFINED |
| WESTERN UN CO                | COM            | 959802109 | 421837 | 21060277 | SH | DEFINED |
| WEYERHAEUSER CO              | COM            | 962166104 | 376    | 17216    | SH | DEFINED |
| WILLIAMS COS INC DEL         | COM            | 969457100 | 1654   | 54666    | SH | DEFINED |
| YAHOO INC                    | COM            | 984332106 | 903    | 60057    | SH | DEFINED |
| YUM BRANDS INC               | COM            | 988498101 | 23700  | 429041   | SH | DEFINED |
| ZIONS BANCORPORATION         | COM            | 989701107 | 11862  | 494052   | SH | DEFINED |
| QUANTA SVCS INC              | COM            | 74762E102 | 17085  | 845802   | SH | DEFINED |
| NEWS CORP                    | CL A           | 65248E104 | 99045  | 5595789  | SH | DEFINED |
| VALE S A                     | ADR            | 91912E105 | 4868   | 152364   | SH | DEFINED |
| TARGET CORP                  | COM            | 87612E106 | 223486 | 4764136  | SH | DEFINED |
| EDWARDS LIFESCENCES CORP     | COM            | 28176E108 | 354    | 4059     | SH | DEFINED |
| FORTINET INC                 | COM            | 34959E109 | 8012   | 293588   | SH | DEFINED |
| TRAVELERS COMPANIES INC      | COM            | 89417E109 | 16187  | 277266   | SH | DEFINED |
| GRUPO AEROPORTUARIO DEL SURE | SPON ADR SER B | 40051E202 | 393    | 6662     | SH | DEFINED |
| VALE S A                     | ADR REPSTG PFD | 91912E204 | 132953 | 4590904  | SH | DEFINED |
| AES CORP                     | COM            | 00130H105 | 129055 | 10129881 | SH | DEFINED |
| AT&T INC                     | COM            | 00206R102 | 97604  | 3107428  | SH | DEFINED |

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| ACTIVISION BLIZZARD INC       | COM            | 00507V109 | 33560  | 2873326  | SH | DEFINED |
| ADOBE SYS INC                 | COM            | 00724F101 | 951    | 30248    | SH | DEFINED |
| AETNA INC NEW                 | COM            | 00817Y108 | 3851   | 87346    | SH | DEFINED |
| AGILENT TECHNOLOGIES INC      | COM            | 00846U101 | 823    | 16103    | SH | DEFINED |
| AKAMAI TECHNOLOGIES INC       | COM            | 00971T101 | 3619   | 115000   | SH | DEFINED |
| ALLEGHENY TECHNOLOGIES INC    | COM            | 01741R102 | 323738 | 5100645  | SH | DEFINED |
| ALTRIA GROUP INC              | COM            | 02209S103 | 4688   | 177515   | SH | DEFINED |
| AMERICA MOVIL SAB DE CV       | SPON ADR L SHS | 02364W105 | 170104 | 3157087  | SH | DEFINED |
| AMERICAN PUBLIC EDUCATION IN  | COM            | 02913V103 | 8768   | 197000   | SH | DEFINED |
| AMERIPRISE FINL INC           | COM            | 03076C106 | 103530 | 1794906  | SH | DEFINED |
| A123 SYS INC                  | COM            | 03739T108 | 39223  | 7372744  | SH | SOLE    |
| AUTONAVI HLDGS LTD            | SPONSORED ADR  | 05330F106 | 3429   | 230889   | SH | DEFINED |
| BANCO SANTANDER BRASIL S A    | ADS REP 1 UNIT | 05967A107 | 5273   | 450300   | SH | DEFINED |
| BANKUNITED INC                | COM            | 06652K103 | 13262  | 499698   | SH | DEFINED |
| BG MEDICINE INC               | COM            | 08861T107 | 10759  | 1351629  | SH | DEFINED |
| BG MEDICINE INC               | COM            | 08861T107 | 112    | 14015    | SH | SOLE    |
| BLACKROCK INC                 | COM            | 09247X101 | 1131   | 5897     | SH | DEFINED |
| CB RICHARD ELLIS GROUP INC    | CL A           | 12497T101 | 92629  | 3688917  | SH | DEFINED |
| CBOE HLDGS INC                | COM            | 12503M108 | 14540  | 591064   | SH | DEFINED |
| CME GROUP INC                 | COM            | 12572Q105 | 340784 | 1168709  | SH | DEFINED |
| CALIX INC                     | COM            | 13100M509 | 652    | 31301    | SH | DEFINED |
| CAPITAL ONE FINL CORP         | COM            | 14040H105 | 15306  | 296234   | SH | DEFINED |
| CARDINAL HEALTH INC           | COM            | 14149Y108 | 21667  | 477038   | SH | DEFINED |
| CATALYST HEALTH SOLUTIONS IN  | COM            | 14888B103 | 39574  | 708962   | SH | DEFINED |
| CHINA SEC & SURVE TECH INC    | COM            | 16942J105 | 28036  | 5289893  | SH | DEFINED |
| CINEMARK HOLDINGS INC         | COM            | 17243V102 | 214    | 10319    | SH | SOLE    |
| CISCO SYS INC                 | COM            | 17275R102 | 232362 | 14885446 | SH | DEFINED |
| CLEAN DIESEL TECHNOLOGIES IN  | COM PAR \$.01  | 18449C401 | 73     | 15313    | SH | SOLE    |
| CLIFFS NATURAL RESOURCES INC  | COM            | 18683K101 | 3720   | 40243    | SH | DEFINED |
| COCA COLA ENTERPRISES INC NE  | COM            | 19122T109 | 23206  | 795262   | SH | DEFINED |
| COMCAST CORP NEW              | CL A           | 20030N101 | 2627   | 103654   | SH | DEFINED |
| COMCAST CORP NEW              | CL A SPL       | 20030N200 | 35134  | 1450000  | SH | DEFINED |
| CONOCOPHILLIPS                | COM            | 20825C104 | 33825  | 449854   | SH | DEFINED |
| CORRECTIONS CORP AMER NEW     | COM NEW        | 22025Y407 | 74227  | 3428517  | SH | DEFINED |
| COSTCO WHSL CORP NEW          | COM            | 22160K105 | 3127   | 38494    | SH | DEFINED |
| DEVON ENERGY CORP NEW         | COM            | 25179M103 | 24974  | 316889   | SH | DEFINED |
| DIAGEO P L C                  | SPON ADR NEW   | 25243Q205 | 3531   | 43126    | SH | DEFINED |
| DISCOVERY COMMUNICATNS NEW    | COM SER A      | 25470F104 | 5932   | 144836   | SH | DEFINED |
| DISCOVERY COMMUNICATNS NEW    | COM SER C      | 25470F302 | 73943  | 2023051  | SH | DEFINED |
| DIRECTV                       | COM CL A       | 25490A101 | 298898 | 5881505  | SH | DEFINED |
| DOMINION RES INC VA NEW       | COM            | 25746U109 | 94124  | 1949951  | SH | DEFINED |
| DORAL FINL CORP               | COM NEW        | 25811P886 | 3751   | 1913545  | SH | DEFINED |
| DOUGLAS EMMETT INC            | COM            | 25960P109 | 14034  | 705597   | SH | DEFINED |
| DOUGLAS EMMETT INC            | COM            | 25960P109 | 1721   | 86506    | SH | SOLE    |
| DOUGLAS DYNAMICS INC          | COM            | 25960R105 | 7361   | 466188   | SH | DEFINED |
| DUKE ENERGY CORP NEW          | COM            | 26441C105 | 1052   | 55879    | SH | DEFINED |
| EL PASO CORP                  | COM            | 28336L109 | 85195  | 4217570  | SH | DEFINED |
| ENTERGY CORP NEW              | COM            | 29364G103 | 520    | 7614     | SH | DEFINED |
| EQUINIX INC                   | COM NEW        | 29444U502 | 115578 | 1144109  | SH | DEFINED |
| EQUITY RESIDENTIAL            | SH BEN INT     | 29476L107 | 1216   | 20263    | SH | DEFINED |
| EXELON CORP                   | COM            | 30161N101 | 2205   | 51473    | SH | DEFINED |
| EXXON MOBIL CORP              | COM            | 30231G102 | 313514 | 3852473  | SH | DEFINED |
| FEDEX CORP                    | COM            | 31428X106 | 52468  | 553173   | SH | DEFINED |
| FREEMPORT-MCMORAN COPPER & GO | COM            | 35671D857 | 89669  | 1695058  | SH | DEFINED |
| GEN-PROBE INC NEW             | COM            | 36866T103 | 10766  | 155688   | SH | DEFINED |
| GENERAL MTRS CO               | COM            | 37045V100 | 1823   | 60060    | SH | DEFINED |
| GOLDMAN SACHS GROUP INC       | COM            | 38141G104 | 346165 | 2600986  | SH | DEFINED |
| GOOGLE INC                    | CL A           | 38259P508 | 166121 | 328056   | SH | DEFINED |
| GRUPO TELEVISIVA SA DE CV     | SP ADR REP ORD | 40049J206 | 28891  | 1174431  | SH | DEFINED |
| HCA HOLDINGS INC              | COM            | 40412C101 | 40216  | 1218678  | SH | DEFINED |
| HCP INC                       | COM            | 40414L109 | 428    | 11657    | SH | DEFINED |
| HEALTH CARE REIT INC          | COM            | 42217K106 | 3902   | 74424    | SH | DEFINED |

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|------------------------------|------------------|-----------|--------|----------|----|---------|
| HESS CORP                    | COM              | 42809H107 | 78527  | 1050387  | SH | DEFINED |
| HISOFT TECHNOLOGY INTL LTD   | SPONSORED ADR    | 43358R108 | 12819  | 875010   | SH | SOLE    |
| HITTITE MICROWAVE CORP       | COM              | 43365Y104 | 33458  | 540424   | SH | DEFINED |
| HOST HOTELS & RESORTS INC    | COM              | 44107P104 | 711    | 41922    | SH | DEFINED |
| ICF INTL INC                 | COM              | 44925C103 | 452    | 17795    | SH | SOLE    |
| ICICI BK LTD                 | ADR              | 45104G104 | 48302  | 979760   | SH | DEFINED |
| INCYTE CORP                  | COM              | 45337C102 | 17850  | 942444   | SH | DEFINED |
| INFINERA CORPORATION         | COM              | 45667G103 | 3875   | 560803   | SH | DEFINED |
| INSULET CORP                 | COM              | 45784P101 | 5250   | 236825   | SH | DEFINED |
| INTERMUNE INC                | COM              | 45884X103 | 13578  | 378750   | SH | DEFINED |
| INTREPID POTASH INC          | COM              | 46121Y102 | 11504  | 353965   | SH | DEFINED |
| JPMORGAN CHASE & CO          | COM              | 46625H100 | 492229 | 12023175 | SH | DEFINED |
| JUNIPER NETWORKS INC         | COM              | 48203R104 | 26358  | 836755   | SH | DEFINED |
| KIMCO RLTY CORP              | COM              | 49446R109 | 477    | 25605    | SH | DEFINED |
| KRAFT FOODS INC              | CL A             | 50075N104 | 237544 | 6742661  | SH | DEFINED |
| LIBERTY MEDIA CORP NEW       | CAP COM SER A    | 53071M302 | 22694  | 264651   | SH | DEFINED |
| MSCI INC                     | CL A             | 55354G100 | 17196  | 456357   | SH | DEFINED |
| MACYS INC                    | COM              | 55616P104 | 48082  | 1644378  | SH | DEFINED |
| MASTERCARD INC               | CL A             | 57636Q104 | 7951   | 26386    | SH | DEFINED |
| MCKESSON CORP                | COM              | 58155Q103 | 1468   | 17555    | SH | DEFINED |
| MEDCO HEALTH SOLUTIONS INC   | COM              | 58405U102 | 1428   | 25271    | SH | DEFINED |
| MERCADOLIBRE INC             | COM              | 58733R102 | 24754  | 311996   | SH | DEFINED |
| MERCK & CO INC NEW           | COM              | 58933Y105 | 11726  | 332269   | SH | DEFINED |
| METLIFE INC                  | COM              | 59156R108 | 66360  | 1512660  | SH | DEFINED |
| MONSANTO CO NEW              | COM              | 61166W101 | 316055 | 4356974  | SH | DEFINED |
| MOSAIC CO NEW                | COM              | 61945C103 | 4850   | 71613    | SH | DEFINED |
| NII HLDGS INC                | CL B NEW         | 62913F201 | 188645 | 4451280  | SH | DEFINED |
| NALCO HOLDING COMPANY        | COM              | 62985Q101 | 14793  | 531927   | SH | DEFINED |
| NETAPP INC                   | COM              | 64110D104 | 1215   | 23017    | SH | DEFINED |
| NEWCASTLE INVT CORP          | COM              | 65105M108 | 4335   | 750000   | SH | DEFINED |
| NEXTERA ENERGY INC           | COM              | 65339F101 | 79199  | 1378331  | SH | DEFINED |
| NOVARTIS A G                 | SPONSORED ADR    | 66987V109 | 67211  | 1099836  | SH | DEFINED |
| NVIDIA CORP                  | COM              | 67066G104 | 1143   | 71739    | SH | DEFINED |
| O REILLY AUTOMOTIVE INC NEW  | COM              | 67103H107 | 77589  | 1184379  | SH | DEFINED |
| ORACLE CORP                  | COM              | 68389X105 | 229819 | 6983256  | SH | DEFINED |
| ORBCOMM INC                  | COM              | 68555P100 | 428    | 136597   | SH | SOLE    |
| PG&E CORP                    | COM              | 69331C108 | 1092   | 25981    | SH | DEFINED |
| PPL CORP                     | COM              | 69351T106 | 1192   | 42830    | SH | DEFINED |
| PETROLEO BRASILEIRO SA PETRO | SP ADR NON VTG   | 71654V101 | 259549 | 8459874  | SH | DEFINED |
| PHARMASSET INC               | COM              | 71715N106 | 1062   | 9469     | SH | DEFINED |
| POLYPORE INTL INC            | COM              | 73179V103 | 20021  | 295125   | SH | DEFINED |
| POTASH CORP SASK INC         | COM              | 73755L107 | 34517  | 605666   | SH | DEFINED |
| PRAXAIR INC                  | COM              | 74005P104 | 245146 | 2261702  | SH | DEFINED |
| PRICE T ROWE GROUP INC       | COM              | 74144T108 | 1286   | 21310    | SH | DEFINED |
| PROLOGIS INC                 | COM              | 74340W103 | 930    | 25957    | SH | DEFINED |
| PUBLIC STORAGE               | COM              | 74460D109 | 4599   | 40338    | SH | DEFINED |
| QUICKSILVER RESOURCES INC    | COM              | 74837R104 | 17691  | 1198588  | SH | DEFINED |
| RLJ LODGING TR               | COM              | 74965L101 | 126081 | 7258558  | SH | DEFINED |
| RLJ LODGING TR               | COM              | 74965L101 | 48058  | 2766703  | SH | SOLE    |
| REGIONS FINANCIAL CORP NEW   | COM              | 7591EP100 | 907    | 146316   | SH | DEFINED |
| SL GREEN RLTY CORP           | COM              | 78440X101 | 12212  | 147358   | SH | DEFINED |
| SLM CORP                     | COM              | 78442P106 | 858    | 51030    | SH | DEFINED |
| SPDR S&P 500 ETF TR          | TR UNIT          | 78462F103 | 26052  | 197411   | SH | DEFINED |
| SPDR INDEX SHS FDS           | S&P CHINA ETF    | 78463X400 | 687    | 8770     | SH | DEFINED |
| SALESFORCE COM INC           | COM              | 79466L302 | 1774   | 11907    | SH | DEFINED |
| SANDISK CORP                 | COM              | 80004C101 | 646    | 15574    | SH | DEFINED |
| SANOFI                       | RIGHT 12/31/2020 | 80105N113 | 90     | 37509    | SH | DEFINED |
| SELECT SECTOR SPDR TR        | SBI INT-FINL     | 81369Y605 | 7672   | 499788   | SH | DEFINED |
| SELECT SECTOR SPDR TR        | SBI INT-INDS     | 81369Y704 | 32495  | 872588   | SH | DEFINED |
| SIRIUS XM RADIO INC          | COM              | 82967N108 | 12053  | 5503874  | SH | DEFINED |
| SOURCEFIRE INC               | COM              | 83616T108 | 4307   | 144912   | SH | DEFINED |
| STILLWATER MNG CO            | COM              | 86074Q102 | 5882   | 267234   | SH | DEFINED |



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| SYNAPTICS INC              | COM            | 87157D109 | 19187  | 745408  | SH | DEFINED |
| TENET HEALTHCARE CORP      | COM            | 88033G100 | 3501   | 560990  | SH | DEFINED |
| 3M CO                      | COM            | 88579Y101 | 2582   | 27217   | SH | DEFINED |
| TIME WARNER CABLE INC      | COM            | 88732J207 | 243    | 3111    | SH | DEFINED |
| UNITEDHEALTH GROUP INC     | COM            | 91324P102 | 15010  | 291005  | SH | DEFINED |
| VENTAS INC                 | COM            | 92276F100 | 540    | 10241   | SH | DEFINED |
| VERA BRADLEY INC           | COM            | 92335C106 | 2101   | 55000   | SH | DEFINED |
| VERIZON COMMUNICATIONS INC | COM            | 92343V104 | 83271  | 2236656 | SH | DEFINED |
| VERTEX PHARMACEUTICALS INC | COM            | 92532F100 | 35464  | 682137  | SH | DEFINED |
| VIACOM INC NEW             | CL B           | 92553P201 | 2893   | 56726   | SH | DEFINED |
| VIRGIN MEDIA INC           | COM            | 92769L101 | 797    | 26617   | SH | DEFINED |
| VISA INC                   | COM CL A       | 92826C839 | 395452 | 4693238 | SH | DEFINED |
| VODAFONE GROUP PLC NEW     | SPONS ADR NEW  | 92857W209 | 17345  | 649141  | SH | DEFINED |
| WINDSTREAM CORP            | COM            | 97381W104 | 2078   | 160336  | SH | DEFINED |
| WINDSTREAM CORP            | COM            | 97381W104 | 5851   | 451457  | SH | SOLE    |
| WISDOMTREE TRUST           | INDIA ERNGS FD | 97717W422 | 3795   | 158536  | SH | DEFINED |
| XCEL ENERGY INC            | COM            | 98389B100 | 2429   | 99971   | SH | DEFINED |
| ZIMMER HLDGS INC           | COM            | 98956P102 | 1299   | 20547   | SH | DEFINED |