

GENERAL ELECTRIC CO
Form 4
September 09, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
Denniston Brackett B III

(Last) (First) (Middle)

GENERAL ELECTRIC
COMPANY, 3135 EASTON
TURNPIKE

(Street)

FAIRFIELD, CT 06828

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GENERAL ELECTRIC CO [GE]

3. Date of Earliest Transaction
(Month/Day/Year)
09/07/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 09/07/2008 | | M | 10,000 | A | \$ 0 | 91,923 D |
| Common Stock | 09/07/2008 | | F | 4,185 | D | \$ 28.19 | 87,738 D |
| Common Stock | 09/09/2008 | | M | 18,000 | A | \$ 26.42 | 105,738 D |
| Common Stock | 09/09/2008 | | S ⁽¹⁾ | 17,239 | D | \$ 29 | 88,499 D |
| Common Stock | | | | | | | 207 I 401(k) |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Restricted Stock Units | (2) | 09/07/2008 | | M | 10,000 | 09/07/2008 ⁽³⁾ 09/07/2008 ⁽³⁾ | Common Stock 10 |
| Employee Stock Option (right to buy) | \$ 26.42 | 09/09/2008 | | M | 18,000 | 09/11/2001 ⁽⁴⁾ 09/11/2008 | Common Stock 18 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Denniston Brackett B III GENERAL ELECTRIC COMPANY 3135 EASTON TURNPIKE FAIRFIELD, CT 06828 | | | Senior Vice President | |

Signatures

Elizabeth Nemeth on behalf of Brackett B. Denniston III
Date: 09/09/2008

__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) The sales transaction reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan previously entered into by the Reporting Person.

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- (2) 1 for 1
- (3) This RSU grant vests 20% per year beginning on 9/7/08.
- (4) The options became exercisable in two equal installments of 50% each, beginning on the "Date exercisable" shown above, and another 50% two years thereafter.

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.