

CULP H LAWRENCE JR
 Form 4
 January 03, 2019

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 *
 CULP H LAWRENCE JR

(Last) (First) (Middle)

GENERAL ELECTRIC
 COMPANY, 41 FARNSWORTH
 STREET

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/31/2018

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)
 Chairman and CEO

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					585,800	I	By holding company
Common Stock					12,592	I	By family trusts

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

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 (9-02)

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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 Securities (Instr. 3 and 4)			
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Performance Stock Unit	(1)	12/31/2018		A	5,000,000		(2)	(2)	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CULP H LAWRENCE JR GENERAL ELECTRIC COMPANY 41 FARNSWORTH STREET BOSTON, MA 02210	X		Chairman and CEO	

Signatures

Brian Sandstrom on behalf of H. Lawrence Culp, Jr. 01/03/2019

**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) 1 for 1

Represents an inducement award of performance stock units ("PSUs"), granted outside the 2007 Long-Term Incentive Plan, to the reporting person in connection with his appointment as Chairman and CEO. Subject to continued employment conditions and accelerated vesting in certain circumstances, the PSUs will vest, if at all, based upon meeting the following stock performance conditions for 30 consecutive trading days during the four-year performance period from October 1, 2018 to September 30, 2022: half of the PSUs will be eligible to vest upon achieving a stock price of \$18.60 (the "threshold target"), all of the PSUs will be eligible to vest upon achieving a stock price of \$24.80, and an additional 2.5 million PSUs will be eligible to vest upon achieving a stock price of \$31.00 (the "maximum target"). No PSUs will be granted below the threshold target, and the amount of PSUs granted between the threshold target and maximum target will be determined by linear interpolation.

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.