GENERAL ELECTRIC CO

Form 4

September 12, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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January 31, 2005

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response...

if no longer subject to Section 16.

Check this box

Form 4 or 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **NEAL MICHAEL A**

2. Issuer Name and Ticker or Trading Symbol

GENERAL ELECTRIC CO [GE]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 09/08/2006

Director 10% Owner

X_ Officer (give title below)

Other (specify

7. Nature of

Ownership

(Instr. 4)

Indirect

Vice Chairman

(Check all applicable)

COMPANY, 3135 EASTON **TURNPIKE**

GENERAL ELECTRIC

Security

(Instr. 3)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

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

FAIRFIELD, CT 06828

(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. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

5. Amount of 6. Ownership Securities Form: Direct Beneficially (D) or Indirect Beneficial Owned (I) (Instr. 4)

Following Reported Transaction(s)

or (Instr. 3 and 4)

(A)

Code V Amount (D) Price

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

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)

1. Title of Derivative

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amount of **Underlying Securities**

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) Disposed of (Instr. 3, 4, at 5)	or (D)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D) Date Exerci	isable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 34.01	09/08/2006		A	250,000	<u>9</u>	(1)	09/08/2016	Common Stock	250,00
Restricted Stock Units	<u>(2)</u>	09/08/2006		A	83,334	<u>.</u>	(3)	(3)	Common Stock	83,334

Reporting Owners

Reporting Owner Name / Address	Relationships						
F-	Director	10% Owner	Officer	Other			
NEAL MICHAEL A							
GENERAL ELECTRIC COMPANY			Vice				
3135 EASTON TURNPIKE			Chairman				
FAIRFIELD, CT 06828							

Signatures

Eliza W. Fraser on behalf of Michael A. Neal 09/12/2006

**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 Stock Options become exercisable in five equal installments of 20% each, beginning on the first anniversary of the grant date.
- (2) 1-for-1
- (3) Vesting schedule: 50% on third anniversary; 50% on fifth anniversary.

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.

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