

GENERAL ELECTRIC CO

Form 4

November 19, 2018

**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  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GENERAL ELECTRIC CO**

(Last) (First) (Middle)

**41 FARNSWORTH STREET**

(Street)

**BOSTON, MA 02210**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**Baker Hughes a GE Co [BHGE]**

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

**11/16/2018**

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)

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)
Class B Common Stock	11/16/2018		M	92,000,000 D	11 32,569,778	D	
Class A Common Stock	11/16/2018		M	92,000,000 A	11 92,000,000	D	
Class A Common Stock	11/16/2018		S	92,000,000 D	\$ 22.4825 0	D	
Class B Common Stock	11/16/2018		D	65,000,000 D	21 498,173,317	I	See footnote (4)

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Class B Common Stock	11/19/2018	M	9,200,000	D	(3)	23,369,778	D
Class A Common Stock	11/19/2018	M	9,200,000	A	(3)	9,200,000	D
Class A Common Stock	11/19/2018	S	9,200,000	D	\$ 22.3025	0	D

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

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SEC 1474  
(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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Common Unit	(1)	11/16/2018		M		92,000,000		(1)	(1)	Class A Common Stock	92,000,000
Common Unit	(2)	11/16/2018		D		65,000,000		(2)	(2)	Class A Common Stock	65,000,000
Common Unit	(3)	11/19/2018		M		9,200,000		(3)	(3)	Class A Common Stock	9,200,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GENERAL ELECTRIC CO 41 FARNSWORTH STREET BOSTON, MA 02210	X	X		

## Signatures

/s/ Christoph A. Pereira, Authorized  
Signatory

11/19/2018

\_\_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) Each share of Class B Common Stock, together with a Common Unit of Baker Hughes, a GE company, LLC ("BHGE LLC") (collectively, a "Paired Interest"), is exchangeable for a share of Class A Common Stock. On November 16, 2018, GE completed the sale of 92,000,000 shares of Class A Common Stock (after the exchange of an equal number of Paired Interests into Class A Common Stock) in connection with a previously announced underwritten registered secondary offering of the Issuer's Class A Common Stock.

(2) In connection with the previously announced repurchase agreement between the Reporting Person, BHGE LLC, and the Issuer, the Issuer has purchased for cash the Paired Interests reported as disposed of on these lines of this Form 4 and the price paid for each such Paired Interest was equal to \$22.4825 for each Paired Interest.

(3) On November 19, 2018, GE completed the sale of 9,200,000 shares of Class A Common Stock (after the exchange of an equal number of Paired Interests into Class A Common Stock) in connection with a previously announced underwritten registered secondary offering of the Issuer's Class A Common Stock.

(4) The Reporting Person holds these securities through wholly-owned subsidiaries.

(5) The Paired Interests were acquired by the Reporting Person in connection with the transactions described in the prospectus filed by the Issuer on May 30, 2017 pursuant to Rule 424(b)(3).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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