

GENERAL ELECTRIC CO
Form 4
November 19, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
GENERAL ELECTRIC CO

2. Issuer Name and Ticker or Trading Symbol
Baker Hughes a GE Co [BHGE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
41 FARNSWORTH STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/16/2018

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

BOSTON, MA 02210
(City) (State) (Zip)

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

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)
			Code	V	Amount	(A) or (D)	Price
Class B Common Stock	11/16/2018		M		92,000,000	D	11
Class A Common Stock	11/16/2018		M		92,000,000	A	11
Class A Common Stock	11/16/2018		S		92,000,000	D	\$ 22.4825 0
Class B Common Stock	11/16/2018		D		65,000,000	D	12 498,173,317 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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