

G E ASSET MANAGEMENT INC
Form SC 13D/A
September 29, 2004

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 5)

Arch Capital Group Ltd.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

G0450A105

(CUSIP Number)

**Jack W. Campo, Jr., Esq., General Electric Capital Corporation, 260 Long Ridge Road,
Stamford, Connecticut 06927**

**Michael M. Pastore, GE Asset Management Incorporated,
3001 Summer Street, Stamford, Connecticut 06905**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 29, 2004

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box " .

Note: Schedules filed in paper format shall include a signed original and five copies of the Schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

The information required on this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Exchange Act) or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. G0450A105

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Insurance Private Equity Investors, L.L.C.

I.R.S. #

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) x
3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

7 SOLE VOTING POWER

NUMBER OF	0
<hr/>	
SHARES	8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY	2,181,313
<hr/>	
EACH	9 SOLE DISPOSITIVE POWER

REPORTING

PERSON	0
<hr/>	
WITH	10 SHARED DISPOSITIVE POWER

2,181,313

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,181,313

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.03%

14 TYPE OF REPORTING PERSON*

OO

SCHEDULE 13D

CUSIP No. G0450A105

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

General Electric Pension Trust

I.R.S. #14-6015763

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) **x**

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

State of New York

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 0

OWNED BY 8 SHARED VOTING POWER

EACH

REPORTING 2,181,313

PERSON 9 SOLE DISPOSITIVE POWER

WITH

0

10 SHARED DISPOSITIVE POWER

2,181,313

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,181,313

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.03%

14 TYPE OF REPORTING PERSON*

EP

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CUSIP No. G0450A105

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GE Asset Management Incorporated as Manager of Insurance Private Equity Investors, L.L.C. and as Investment Manager of GEPT (as defined below)

I.R.S. #06-1238874

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) **x**

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

2,181,313

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

PERSON

0

WITH

10 SHARED DISPOSITIVE POWER

2,181,313

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,181,313

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.03%

14 TYPE OF REPORTING PERSON*

IA, CO

SCHEDULE 13D

1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

General Electric Company

I.R.S. #14-0689340

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) x

3 SEC USE ONLY

4 SOURCE OF FUNDS*

Not Applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

State of New York

7 SOLE VOTING POWER

NUMBER OF 0

SHARES **8 SHARED VOTING POWER**

BENEFICIALLY

OWNED BY Disclaimed (see 11 below)

EACH **9 SOLE DISPOSITIVE POWER**

REPORTING

PERSON 0

WITH **10 SHARED DISPOSITIVE POWER**

Disclaimed (see 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Beneficial ownership of all shares disclaimed by General Electric Company.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

x

Disclaimed (see 11 above)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Not applicable (see 11 above)

14 TYPE OF REPORTING PERSON*

CO

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CUSIP No. G0450A105

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Orbital Holdings, Ltd.

I.R.S. #

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) x

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

7 SOLE VOTING POWER

NUMBER OF 0

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 0

EACH 9 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

WITH 10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Not applicable (see 11 above)

14 TYPE OF REPORTING PERSON*

CO

SCHEDULE 13D

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GE Capital Equity Investments, Ltd.

I.R.S. #

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

0

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

PERSON

0

WITH

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Not applicable (see 11 above)
14 TYPE OF REPORTING PERSON*

CO

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CUSIP No. G0450A105

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

General Electric Capital Corporation

I.R.S. #13-1500700

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) x

3 SEC USE ONLY

4 SOURCE OF FUNDS*

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 0

OWNED BY 8 SHARED VOTING POWER

EACH

REPORTING

0

PERSON

9 SOLE DISPOSITIVE POWER

WITH

0

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Not applicable (see 11 above)

14 TYPE OF REPORTING PERSON*

CO

SCHEDULE 13D

CUSIP No. G0450A105

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1 NAME OF REPORTING PERSON

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

General Electric Capital Services, Inc.

I.R.S. #06-1109503

2 CHECK THE APPROPRIATE BOX OF A MEMBER OF A GROUP*

(a)

(b) x

3 SEC USE ONLY

4 SOURCE OF FUNDS*

Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

7 SOLE VOTING POWER

NUMBER OF Disclaimed (see 11 below)

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 0

EACH 9 SOLE DISPOSITIVE POWER

REPORTING

PERSON Disclaimed (see 11 below)

WITH 10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Beneficial ownership of all shares disclaimed by General Electric Capital Services, Inc.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

x

Disclaimed (see 11 above)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Not applicable (see 11 above)

14 TYPE OF REPORTING PERSON*

CO

Reference is made to the Statement on Schedule 13D filed on November 30, 2001 as amended by Amendment No. 1 thereto filed October 4, 2002, Amendment No. 2 thereto filed February 25, 2003, Amendment No. 3 thereto filed April 5, 2004 and Amendment No. 4 thereto filed July 30, 2004 (as so amended, the Schedule 13D) on behalf of General Electric Company, a New York corporation (GE), GE Asset Management Incorporated, a Delaware corporation and a wholly owned subsidiary of GE (GEAM), General Electric Pension Trust, a New York common law trust (GEPT), Insurance Private Equity Investors, L.L.C., a Delaware limited liability company and a wholly owned subsidiary of GEPT (Insurance), General Electric Capital Services, Inc., a Delaware corporation and directly or indirectly 100% owned by GE (GECS), General Electric Capital Corporation, a Delaware corporation and a subsidiary of GECS (GECC), GE Capital Equity Investments, Ltd., a Cayman Islands corporation and a wholly owned subsidiary of GECC (GECEI), and Orbital Holdings, Ltd., a Cayman Islands corporation and a wholly owned subsidiary of GECEI (Orbital). GE, GEAM, GEPT, Insurance, GECS, GECC, GECEI and Orbital are sometimes referred to herein individually as a Reporting Person and collectively as the Reporting Persons. Insurance, GEPT, GEAM, Orbital, GECEI, GECC and GECS each expressly disclaim that they are members of a group. GECS disclaims beneficial ownership of all shares held by GECC and its subsidiaries. GE disclaims beneficial ownership of all shares and expressly disclaims that it is a member of a group. All capitalized terms used without definition in this Amendment No. 5 to Schedule 13D shall have the meanings set forth in the Schedule 13D.

Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is hereby deleted in its entirety and the following is inserted in lieu thereof:

(a) Each of Insurance, GEPT and GEAM beneficially owns 2,181,313 Common Shares, representing 6.03% of the Common Shares. Each of Orbital, GECEI and GECC beneficially owns 0 Common Shares. Insurance, GEPT, GEAM, Orbital, GECEI, GECC, GE and GECS each expressly disclaim that they are members of a group as such term is used in Section 13(d)(3) of the Exchange Act.

(b) Insurance, GEAM and GEPT share the power to vote or direct the vote and power to dispose or direct the disposition of, 2,181,313 Common Shares, subject to the restrictions on voting described in Item 6 below. Orbital, GECEI and GECC share the power to vote or direct the vote and power to dispose or direct the disposition of 0 Common Shares. Both GE and GECS disclaim any voting or dispositive power over the shares beneficially owned by GEPT, GEAM or Insurance.

¹ This percentage is based on 36,169,919 Common Shares outstanding, calculated by combining the 33,552,344 Common Shares outstanding as of July 2, 2004 as set forth in the Issuer's Form S-3, Registration Statement under the Securities Act of 1933, dated such date (the Registration Statement), with 580,560 Common Shares that Insurance received upon its conversion of Preference Shares with 436,262 Common Shares Orbital received upon its conversion of all of its Preference Shares with 1,600,753 Common Shares that Insurance will receive on conversion of its remaining Preference Shares.

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To the best knowledge of the Reporting Persons, no person other than the Insurance, GEAM and GEPT has the power to vote or to direct the vote or to dispose or direct the disposition of any of the securities which they may be deemed to beneficially own.

(c) Between July 20 and August 23, 2004, Orbital sold 219,862 Common Shares on the open market as set forth below:

<u>Date of Disposition</u>	<u>Price at which Common Shares Sold</u>	<u>Common Shares Sold by Orbital</u>
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July 20, 2004	\$	38.70	400
August 2, 2004	\$	38.50	5,800
August 3, 2004	\$	38.4746	16,000
August 4, 2004	\$	38.5044	17,900
August 5, 2004	\$	38.1412	20,000
August 6, 2004	\$	38.025	20,000
August 10, 2004	\$	38.0002	50,100
August 12, 2004	\$	38.00	16,403
August 17, 2004	\$	37.70	1,043
August 18, 2004	\$	37.4504	30,000
August 19, 2004	\$	37.6999	17,308
August 20, 2004	\$	37.70	13,259
August 23, 2004	\$	37.6053	11,649
Total Amount of Common Shares Sold:			219,862

(d) No other person except for the Reporting Persons are known to have the rights to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of Common Stock beneficially owned by the Reporting Persons and covered by this Statement.

(e) Not Applicable.

Item 7. Materials to Be Filed as Exhibits

Exhibits I-VIII to the Schedule 13D are hereby incorporated by reference.

Schedules II, III and IV.

Schedules II, III and IV to the Schedule 13D are hereby amended and restated in their entirety as set forth in the revised versions thereof attached hereto.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: September 29, 2004

INSURANCE PRIVATE EQUITY INVESTORS, L.L.C.

By: GE Asset Management Incorporated, its Manager

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Vice President

GENERAL ELECTRIC PENSION TRUST

By: GE Asset Management Incorporated, its Investment
Manager

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Vice President

GE ASSET MANAGEMENT INCORPORATED

By: /s/ Michael M. Pastore
Name: Michael M. Pastore
Title: Vice President

GENERAL ELECTRIC COMPANY

By: /s/ John H. Myers
Name: John H. Myers
Title: Vice President

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ORBITAL HOLDINGS, LTD.

By: /s/ Ronald Herman
Name: Ronald Herman
Title: Vice President

GE CAPITAL EQUITY INVESTMENTS, LTD.

By: /s/ Ronald Herman
Name: Ronald Herman
Title: President

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Ronald Herman
Name: Ronald Herman
Title: Vice President

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Ronald Herman
Name: Ronald Herman
Title: Attorney-in-Fact

General Electric Pension Trust

The business address of each of the persons listed below is 3001 Summer Street, P.O. Box 7900, Stamford, Connecticut 06904.

<u>Trustees</u>	<u>Present Principal Occupation</u>
David B. Carlson	Executive Vice President of GEAM and Trustee of GEPT
Michael J. Cosgrove	Executive Vice President of GEAM and Trustee of GEPT
Ralph R. Layman	Executive Vice President of GEAM and Trustee of GEPT
Alan M. Lewis	Executive Vice President, General Counsel and Secretary of GEAM and Trustee of GEPT
Robert A. MacDougall	Executive Vice President of GEAM and Trustee of GEPT
John H. Myers	Vice President of General Electric Company, President and Chief Executive Officer of GEAM and Trustee of GEPT
Donald W. Torey	Executive Vice President of GEAM and Trustee of GEPT
John J. Walker	Executive Vice President Chief Financial Officer of GEAM and Trustee of GEPT

Citizenship of All Trustees

U.S.A.

Insurance Private Equity Investors, L.L.C.

The Manager of Insurance Private Equity Investors, L.L.C. is GE Asset Management Incorporated (a Delaware corporation). Its principal place of business is 3001 Summer Street, P.O. Box 7900, Stamford, Connecticut 06904.

GE Asset Management Incorporated

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The business address of each of the persons listed below is 3001 Summer Street, P.O. Box 7900, Stamford, Connecticut 06904.

Directors

<u>Directors</u>	<u>Present Principal Occupation</u>
David B. Carlson	Executive Vice President of GEAM and Trustee of GEPT
Michael J. Cosgrove	Executive Vice President of GEAM and Trustee of GEPT
Pamela K. Halligan	Vice President of GEAM
Kathryn D. Karlic	Executive Vice President of GEAM
Ralph R. Layman	Executive Vice President of GEAM and Trustee of GEPT
Alan M. Lewis	Executive Vice President, General Counsel and Secretary of GEAM and Trustee of GEPT
Robert A. MacDougall	Executive Vice President of GEAM and Trustee of GEPT
John H. Myers	Vice President of General Electric Company, President and Chief Executive Officer of GEAM and Trustee of GEPT
Anthony J. Sirabella	Senior Vice President Chief Information Officer of GEAM
Donald W. Torey	Executive Vice President of GEAM and Trustee of GEPT
John J. Walker	Executive Vice President Chief Financial Officer of GEAM and Trustee of GEPT

Citizenship of all Directors

U.S.A.

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Executive Officers

<u>Executive Officers</u>	<u>Present Principal Occupation</u>
John H. Myers	President and Chief Executive Officer
David B. Carlson	Executive Vice President Domestic Equity Investments
Michael J. Cosgrove	Executive Vice President Sales and Marketing
Kathryn D. Karlic	Executive Vice President Fixed Income
Ralph R. Layman	Executive Vice President International Equity Investments
Alan M. Lewis	Executive Vice President General Counsel and Secretary
Robert A. MacDougall	Executive Vice President Fixed Income
Donald W. Torey	Executive Vice President Real Estate and Private Equities
John J. Walker	Executive Vice President Chief Financial Officer
Anthony J. Sirabella	Senior Vice President Chief Information Officer
Pamela K. Halligan	Vice President Human Resources
William F. Ruoff, III	Vice President Quality
Greg O. Bouleris	Senior Vice President Fixed Income

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Stephen N. DeVos	Senior Vice President	Fixed Income
Thomas M. Powers	Senior Vice President	Fixed Income
Paul M. Colonna	Senior Vice President	Fixed Income
William M. Healey	Senior Vice President	Fixed Income
Mark R. Delaney	Senior Vice President	Fixed Income
Gregory B. Hartch	Senior Vice President	Fixed Income
Gregory W. Fletcher	Vice President	Fixed Income Finance
Kathleen S. Brooks	Vice President	Fixed Income
Vita-Marie Pike	Vice President	Fixed Income
Eric H. Gould	Vice President	Fixed Income
Craig M. Enright	Vice President	Fixed Income
Brad G. Postema	Vice President	Fixed Income
Alfredo Chang	Vice President	Fixed Income
Frederick W. Jackson	Vice President	Fixed Income
Mark H. Johnson	Vice President	Fixed Income
Don J. Duncan	Vice President	Money Market Investments
Michael J. Caufield	Senior Vice President	Fixed Income

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Craig M. Varrelman	Vice President	Fixed Income
Susan M. Courtney	Vice President	Fixed Income
Stella V. Lou DeLucia	Vice President	Fixed Income
Brian Hopkinson	Senior Vice President	International Equity Portfolios
Daizo Motoyoshi	Senior Vice President	International Equity Portfolios
Jonathan L. Passmore	Senior Vice President	International Equity Portfolios
Michael J. Solecki	Senior Vice President	International Equity Portfolios
Judith A. Studer	Senior Vice President	International Equity Portfolios
T. Brent Jones	Vice President	International Equity Portfolios
Ping Zhou	Vice President	International Equity Portfolios
Robert A. Jasminiski	Vice President	International Equity Portfolios
Paul Nestro	Vice President	International Equity Portfolios
Makoto F. Sumino	Vice President	International Equity Portfolios
Philip A. Riordan	Senior Vice President	Real Estate
Thomas D. Mockler	Vice President	Fixed Income
B. Bradford Barrett	Vice President	Real Estate
Robert P. Gigliotti	Vice President	Real Estate
Gerald Karr	Vice President	Real Estate
James M. Mara	Senior Vice President	International Private Equities
Andreas T. Hildebrand	Vice President	Private Equities

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Patrick J. McNeela	Vice President	Private Equities
James Mitchell, Jr	Vice President	Private Equities
Paolo G. M. Simonato	Vice President	International Private Equities
David W. Wiederecht	Vice President	Private Equities
Christopher D. Brown	Senior Vice President	Equity Portfolios
Damian J. Maroun	Senior Vice President	Equity Trading
Paul C. Reinhardt	Senior Vice President	Equity Portfolios
Nancy A. Ward	Senior Vice President	Equity Portfolios
Ralph E. Whitman	Senior Vice President	Equity Investments
Christopher W. Smith	Senior Vice President	Equity Portfolios
Richard L. Sanderson	Senior Vice President	Equity Research

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Diane M. Wehner	Senior Vice President	Equity Portfolios
George A. Bicher	Vice President	Equity Investments
Clemence C. Garcia	Vice President	Equity Investments
Gerald L. Igou	Vice President	Equity Investments
Michael Isakov	Vice President	Equity Investments
Sandra J. O Keefe	Vice President	Equity Investments
John H. Schaeztl	Vice President	Equity Investments
Christopher J. Sierakowski	Vice President	Equity Investments
Charles F. Stuart	Vice President	Equity Investments
Steven M. Fierstein	Vice President	Equity Investments
Thomas R. Lincoln	Vice President	Equity Portfolios
Anthony J. Mariani	Vice President	Equity Investments
Walter P. Ruane	Vice President	Equity Investments
Ravi K. Pamnani	Vice President	Equity Investments
John T. Boyce	Senior Vice President	Institutional Investments
Joseph M. Connors	Senior Vice President	Operations
Barbara Regan	Senior Vice President	Marketing
Michelle Fang	Vice President	Product Management
Mary R. Stone	Vice President	Trade Operations
Gareth J. Davies	Vice President	Risk Management
Tiffany Hanisch	Vice President	Financial Planning & Analysis
Lowell E. Haims	Vice President	Controller
John F. Robbins	Vice President	Compliance
Jane E. Hackney	Vice President	Equity Portfolio Management
Erica K. Evans	Vice President	Client Portfolio Management
Michael J. Tansley	Vice President	Finance Integration Quality

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Dory S. Black	Vice President	Assoc. Gen. Counsel & Asst. Secretary
Christopher J. Costello	Vice President	Assoc. Gen. Counsel & Asst. Secretary
Daniel L. Furman	Vice President	Assoc. Gen. Counsel Private Equities & Asst. Secretary
Leanne R. Dunn	Vice President	Assoc. Gen. Counsel Real Estate & Asst. Secretary

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Jeanne M. La Porta	Vice President	Assoc. Gen. Counsel & Asst. Secretary
Michael M. Pastore	Vice President	Assoc. Gen. Counsel Private Equities & Real Estate & Asst. Secretary
Scott A. Silberstein	Vice President	Assoc. Gen. Counsel & Asst. Secretary
Matthew J. Simpson	Senior Vice President, Gen. Counsel	Investment Services & Asst. Secretary
Charles I. Middleton	Vice President	Tax Counsel

Citizenship of all Executive Officers

U.S.A.

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Schedule IV

General Electric Company

The names and principal occupations of the Directors of General Electric Company are as follows:

<u>NAME</u>	<u>PRESENT BUSINESS ADDRESS</u>	<u>PRESENT PRINCIPAL OCCUPATION</u>
J.I. Cash, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Former Professor of Business Administration-Graduate School of Business Administration, Harvard University
Sir William Castell	GE Healthcare Pollards Wood, Nightingales Lane Chalfont St. Giles HP8 4SP Great Britain	Vice Chairman of the Board and Executive Officer, General Electric Company; President and CEO, GE Healthcare
D.D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice Chairman of the Board and Executive Officer, General Electric Company; Chairman, General Electric Capital Services, Inc.
A.M. Fudge	Young & Rubicam, Inc.	Chairman and Chief Executive

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	285 Madison Avenue New York, NY 10017	Officer, Young & Rubicam, Inc.
C.X. Gonzalez	Kimberly-Clark de Mexico, S.A. de C.V. Jose Luis Lagrange 103, Tercero Piso Colonia Los Morales Mexico, D.F. 11510, Mexico	Chairman of the Board and Chief Executive Officer, Kimberly-Clark de Mexico, S.A. de C.V.
J.R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Chairman of the Board and Chief Executive Officer, General Electric Company
A. Jung	Avon Products, Inc. 1345 Avenue of the Americas New York, NY 10105	Chairman and Chief Executive Officer, Avon Products, Inc.
A.G. Lafley	The Procter & Gamble Company 1 Procter & Gamble Plaza Cincinnati, OH 45202-3315	Chairman of the Board, President and Chief Executive The Procter & Gamble Company
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K.G. Langone	Invemed Associates, Inc. 375 Park Avenue New York, NY 10152	Chairman, President and Chief Executive Officer, Invemed Associates, Inc.
R.S. Larsen	Johnson & Johnson 100 Albany Street Suite 200 New Brunswick, NJ 08901	Former Chairman and Chief Executive Officer, Johnson & Johnson
R.B. Lazarus	Ogilvy & Mather Worldwide 309 West 49th Street New York, NY 10019-7316	Chairman and Chief Executive Officer, Ogilvy & Mather Worldwide
S. Nunn	King & Spalding 191 Peachtree Street, N.E. Atlanta, Georgia 30303	Retired Partner King & Spalding
R.S. Penske	Penske Corporation 2555 Telegraph Road Bloomfield Hills, MI 48302-0954	Chairman of the Board and President, Penske Corporation
R.J. Swieringa	S.C. Johnson Graduate School Cornell University 207 Sage Hall Ithaca, NY 14853-6201	Anne and Elmer Lindseth Dean and Professor of Accounting, S.C. Johnson Graduate School, Cornell University
D.A. Warner III	J. P. Morgan Chase & Co., The Chase Manhattan Bank and Morgan Guaranty Trust Co. of New York 345 Park Avenue New York, NY 10154	Former Chairman of the Board, J.P. Morgan Chase & Co., The Chase Manhattan Bank and Morgan Guaranty Trust Co. of New York
R.C. Wright	NBC Universal, Inc.	Vice Chairman of the Board and

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30 Rockefeller Plaza
New York, NY 10112

Executive Officer, General Electric
Company; Chairman and Chief
Executive Officer, NBC
Universal, Inc.

Citizenship

Sir William Castell
C. X. Gonzalez
Andrea Jung
All Others

United Kingdom
Mexico
Canada
U.S.A.

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The names and principal occupations of the officers of General Electric Company are as follows:

<u>NAME</u>	<u>PRESENT BUSINESS ADDRESS</u>	<u>PRESENT PRINCIPAL OCCUPATION</u>
J.R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Chairman of the Board and Chief Executive Officer
P.D. Ameen	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice President and Comptroller
F. Beccalli	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Senior Vice President GE Europe
C. T. Begley	General Electric Company 2901 East Lake Road Erie, PA 16531	Vice President GE Rail
D.L. Calhoun	General Electric Company 1 Neumann Way Cincinnati, OH 05215	Senior Vice President GE Transportation
J.P. Campbell	General Electric Company Appliance Park Louisville, KY 40225	Senior Vice President GE Consumer & Industrial, Americas
W.H. Cary	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice President Investor Communications
K.A. Cassidy	General Electric Company 201 High Ridge Road Stamford, CT 06905-3417	Vice President and GE Treasurer
Sir William Castell	GE Healthcare Pollards Wood, Nightingales Lane Chalfont St. Giles	Vice Chairman of the Board and Executive Officer, General Electric Company; President and CEO,

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	HP8 4SP Great Britain	GE Healthcare
W.J. Conaty	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Senior Vice President Human Resources
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P. Daley	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice President Corporate Business Development
D.D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice Chairman of the Board and Executive Officer, General Electric Company; Chairman, General Electric Capital Services, Inc.
B.B. Denniston III	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice President and General Counsel
S.C. Donnelly	General Electric Company One Research Circle Niskayuna, NY 12309	Senior Vice President GE Global Research
S. Fitzsimons	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Vice President Corporate Financial Planning and Analysis
Y. Fujimori	General Electric Company 21 Mita 1-chome Meguro-ku 3d Floor Alto Tokyo, Japan 153-0062	Senior Vice President GE Asia
A.H. Harper	General Electric Company 260 Long Ridge Road Stamford, CT 06927	Senior Vice President GE Equipment Management
B.W. Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Senior Vice President Law and Public Affairs
J.M. Hogan	General Electric Company P.O. Box 414 Milwaukee, WI 53201	Senior Vice President GE Healthcare
J. Krenicki	General Electric Company 1 Plastics Avenue Pittsfield, MA 01201	Senior Vice President GE Advanced Materials
M.A. Neal	General Electric Company 260 Long Ridge Road Stamford, CT 06927	Senior Vice President GE Commercial Finance
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D.R. Nissen	General Electric Company 201 High Ridge Road	Senior Vice President GE Consumer Finance

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J.A. Parke	General Electric Company 260 Long Ridge Road Stamford, CT 06927	Senior Vice President General Electric Company Vice Chairman, GE Capital Corporation
R.R. Pressman	General Electric Company 5200 Metcalf Avenue Overland Park, KS 66201	Senior Vice President Employers Reinsurance Corporation
G.M. Reiner	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Senior Vice President Chief Information Officer
J.G. Rice	General Electric Company 4200 Wildwood Parkway Atlanta, GA 30339	Senior Vice President GE Energy
K.S. Sherin	General Electric Company 3135 Easton Turnpike Fairfield, CT 06828	Senior Vice President Finance and Chief Financial Officer
L.G. Trotter	General Electric Company Appliance Park Louisville, KY 40225	Senior Vice President GE Consumer and Industrial
W.A. Woodburn	General Electric Company 187 Danbury Road Wilton, CT 06897	Senior Vice President GE Infrastructure
R.C. Wright	NBC Universal, Inc. 30 Rockefeller Plaza New York, NY 10112	Vice Chairman of the Board and Executive Officer, General Electric Company; Chairman and Chief Executive Officer, NBC Universal, Inc.

Citizenship

Ferdinando Beccalli	Italy
Sir William Castell	U.K.
Shane Fitzsimons	Ireland
Yoshiaki Fujimori	Japan
All Others	U.S.A.