

Edgar Filing: TIVO INC - Form SC 13D/A

TIVO INC
Form SC 13D/A
February 11, 2004

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(AMENDMENT NO. 2)

TiVo, Inc.

(Name of Issuer)

Common Stock, \$0.001 par value per share

(Title of class of securities)

888706-10-8

(CUSIP Number)

Lawrence P. Tu, Vice President and General Counsel
National Broadcasting Company, Inc.
30 Rockefeller Plaza
New York, New York 10012
(212) 664-7024

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

February 9, 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 that is the subject of this Schedule 13D, and is filing this schedule because of Rules 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

CUSIP NO. 888706-10-8

13D

1 NAME OF REPORTING PERSONS National Broadcasting
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): 14-1682529

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

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3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

| | | | |
|--------------------------|----|---------------------------|-----------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER: | 3,687,151 |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER: | 0 |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER: | 3,687,151 |
| PERSON WITH | 10 | SHARED DISPOSITIVE POWER: | 0 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 3,687,151

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 5.2%

14 TYPE OF REPORTING PERSON: CO

SEE INSTRUCTIONS BEFORE FILLING OUT!

2

CUSIP NO. 888706-10-8

13D

1 NAME OF REPORTING PERSON: National Broadcastin
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): 13-3448662

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER: Disclaimed (see

BENEFICIALLY OWNED BY 8 SHARED VOTING POWER: 0

EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER: Disclaimed (see

10 SHARED DISPOSITIVE POWER: 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: Beneficial ownership
National Broadcasting Company Holding, Inc.

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

SEE INSTRUCTIONS BEFORE FILLING OUT!

3

CUSIP NO. 888706-10-8 13D

1 NAME OF REPORTING PERSON: General Electric Com
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): 14-0689340

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: New York

NUMBER OF SHARES 7 SOLE VOTING POWER: Disclaimed (see

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| | | | |
|----------------------------|--|---------------------------|---|
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER: | 0 |
| EACH REPORTING PERSON WITH | 9 | SOLE DISPOSITIVE POWER: | Disclaimed (see |
| | 10 | SHARED DISPOSITIVE POWER: | 0 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: | | Beneficial ownership General Electric Company |
| 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 abo | | |
| 14 | TYPE OF REPORTING PERSON: | | CO |

SEE INSTRUCTIONS BEFORE FILLING OUT!

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This Amendment No. 2 amends the Schedule 13D dated March 18, 2002, as amended, and is filed by National Broadcasting Company, Inc. ("NBC"), for and on behalf of itself, National Broadcasting Company Holding, Inc. ("NBC Holding"), and General Electric Company ("GE") (each a "Reporting Person"), with respect to the common stock, \$0.001 par value per share (the "Common Stock"), of TiVo Inc. (the "Company").

Item 2. Identity and Background.

Item 2 is supplemented as follows:

As of February 10, 2004, the name, business address, present principal occupation or employment, and citizenship of each director and executive officer of NBC, NBC Holding and GE, are set forth on Schedules A, B and C respectively, attached hereto.

During the last five years, none of the Reporting Persons, nor, to the best of their knowledge, any of their directors or executive officers, has been (i) convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws.

This Amendment No. 2 is being filed while the Reporting Persons are in the process of verifying information required herein from their respective directors and executive officers. If the Reporting Persons obtain information concerning such individuals which would cause a material change in the disclosure contained herein, an amendment to this statement will be filed that will disclose such change.

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Item 5. Interest in Securities of the Issuer.

(a) The responses of the Reporting Persons to Rows (11) through (13) of the cover pages of this Amendment No. 2 are incorporated herein by reference. As of February 10, 2004, NBC beneficially owned in the aggregate 3,687,151 shares of the Common Stock, representing approximately 5.2% of the outstanding shares of Common Stock (based on the number of shares outstanding as of December 5, 2003, as reported in the Company's Quarterly Report on Form 10-Q for the quarterly period ended October 31, 2003, after giving effect to the Company's subsequent issuance of shares of Common Stock to NBC as described in Item 5(c) hereof).

Except as disclosed in this Item 5(a), none of the Reporting Persons, nor, to the best of their knowledge, any of their directors, or executive officers, beneficially owns any shares of Common Stock.

(b) The responses of the Reporting Persons to (i) Rows (7) through (10) of the cover pages of this Amendment No. 2 and (ii) Item 5(a) hereof are incorporated herein by reference.

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Except as disclosed in this Item 5(b), none of the Reporting Persons, nor to the best of their knowledge, any of their directors or executive officers, presently has the power to vote or direct the vote or to dispose or direct the disposition of any of the shares of Common Stock which they may be deemed to beneficially own.

(c) None of the Reporting Persons, nor, to the best of their knowledge, any of their directors or executive officers, has effected any transaction in the Common Stock during the past 60 days except that (i) on January 16, 2004, NBC converted \$10 million aggregate principal amount of 7% Convertible Senior Notes due 2006 (having a conversion price of \$3.99 per share) into 2,506,265 shares of Common Stock and (ii) on February 9, 2004, NBC "cashless" exercised 490,196 Warrants (having an exercise price of \$7.85 per share) and acquired 167,373 shares of Common Stock.

(d) Not applicable.

(e) Not applicable.

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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: February 10, 2004

NATIONAL BROADCASTING COMPANY, INC.

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By: /s/ Elizabeth A. Newell

Name: Elizabeth A. Newell
Title: Assistant Secretary

NATIONAL BROADCASTING COMPANY
HOLDING, INC.

By: /s/ Elizabeth A. Newell

Name: Elizabeth A. Newell
Title: Assistant Secretary

GENERAL ELECTRIC COMPANY

By: /s/ Robert E. Healing

Name: Robert E. Healing
Title: Attorney-in-fact

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SCHEDULE A

NATIONAL BROADCASTING COMPANY, INC.
DIRECTORS

| NAME | PRESENT BUSINESS ADDRESS | PRINCIPAL |
|---------------------|---|--------------------------------------|
| ---- | ----- | ----- |
| J.I. Cash, Jr. | Harvard Business School Morgan Hall Soldiers Field Road Boston, MA 02163 | Profes Admini School Harvar |
| Dennis D. Dammerman | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice C Board Genera Genera |
| A.M. Fudge | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Forme Presid |
| Jeffrey R. Immelt | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Chairm Chief Genera |
| A. Jung | Avon Products 1345 Avenue of the Americas New York, NY 10105 | Chairm Office |

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| | | |
|------------------|--|--|
| A.G. Lafley | The Proctor & Gamble Company 1 Proctor & Gamble Plaza Cincinnati, OH 45202-3315 | Chairman and Chief Executive Officer The Proctor & Gamble Company |
| K.G. Langone | Invemed Associates, Inc. 375 Park Avenue New York, NY 10152 | Chairman Chief Executive Officer Invemed Associates, Inc. |
| R.S. Larsen | Johnson & Johnson 100 Albany Street Suite 200 New Brunswick, NJ 08901 | Former Chairman Chief Executive Officer Johnson & Johnson |
| R.B. Lazarus | Ogilvy & Mather Worldwide 309 West 49th Street New York, NY 10019-7316 | Chairman Executive Vice President Ogilvy & Mather Worldwide |
| S. Nunn | King & Spalding 191 Peachtree Street, N.E. Atlanta, Georgia 30303 | Partner King & Spalding |
| R.S. Penske | Penske Corporation 2555 Telegraph Road Bloomfield Hills, MI 48302-0954 | Chairman and President Penske Corporation |
| G. L. Rogers | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice Chairman and Executive Vice President General Electric Company |
| A.C. Sigler | Champion International Corporation 1 Champion Plaza Stamford, CT 06921 | Retired Chairman Board of Directors Champion International Corporation |
| R.J. Swieringa | S.C. Johnson Graduate School Cornell University 207 Sage Hall Ithaca, NY 14853-6201 | Anne and Robert Swieringa Dean of the College 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 | Retired Chairman J.P. Morgan Chase & Co. |
| Robert C. Wright | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Vice Chairman Executive Vice President Electronic Data Systems Corporation Chief Executive Officer National Broadcasting Company, Inc. |
| Citizenship: | | |
| ----- | | |
| A. Jung | Canada | |
| All Others | U.S.A. | |
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| R. C. Wright | National Broadcasting Company, Inc. 30 Rockefeller Plaza | Vice Chairman Executive Vice President National Broadcasting Company, Inc. |

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| | | |
|-------------------|---|---------------------------|
| | New York, NY 10112 | Electr Chief Nation |
| M. Vachon | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut Financ |
| W. L. Bolster | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| R. B. Burgess | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| R. Cotton | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| D. Ebersol | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| J. W. Eck | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| R. A. Falco | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| | 10 | |
| J. W. Ireland III | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| N. Shapiro | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| P. Thomas-Graham | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| L. Tu | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| E. Whelley | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| D. Zaslav | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |
| J. Zucker | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Execut |

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Citizenship: USA

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SCHEDULE B

NATIONAL BROADCASTING COMPANY, INC.
DIRECTORS

| NAME ----- | PRESENT BUSINESS ADDRESS ----- | PRINCIPAL ----- |
|---------------------|---|---|
| J.I. Cash, Jr. | Harvard Business School Morgan Hall Soldiers Field Road Boston, MA 02163 | Professor Administration School Harvard |
| Dennis D. Dammerman | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice Chairman Board of Directors General Electric General Electric |
| A.M. Fudge | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Former President |
| Jeffrey R. Immelt | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Chairman Chief Executive General Electric |
| A. Jung | Avon Products 1345 Avenue of the Americas New York, NY 10105 | Chairman Officer |
| A.G. Lafley | The Procter & Gamble Company 1 Procter & Gamble Plaza Cincinnati, OH 45202-3315 | Chairman and Chief Executive The Procter & Gamble Company |
| K.G. Langone | Invemed Associates, Inc. 375 Park Avenue New York, NY 10152 | Chairman Chief Executive Invermed |
| R.S. Larsen | Johnson & Johnson 100 Albany Street Suite 200 New Brunswick, NJ 08901 | Former Chief Executive Johnson & Johnson |
| R.B. Lazarus | Ogilvy & Mather Worldwide 309 West 49th Street New York, NY 10019-7316 | Chairman Ogilvy & Mather |

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|---------|---|---------|
| S. Nunn | King & Spalding 191 Peachtree Street, N.E. Atlanta, Georgia 30303 | Partner |
|---------|---|---------|

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|---------------------------|--|--|
| R.S. Penske | Penske Corporation 2555 Telegraph Road Bloomfield Hills, MI 48302-0954 | Chairman and President Penske |
| G. L. Rogers | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice Chairman and Executive General |
| A.C. Sigler | Champion International Corporation 1 Champion Plaza Stamford, CT 06921 | Retired Board Member Formerly Champion Corporation |
| R.J. Swieringa | S.C. Johnson Graduate School Cornell University 207 Sage Hall Ithaca, NY 14853-6201 | Anne and Dean |
| 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 | Retired J.P. Morgan |
| Robert C. Wright | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Vice Chairman Executive Electronics Chief National |
| Citizenship: ----- | | |
| A. Jung | Canada | |
| All Others | U.S.A. | |
| 13 | | |
| R. C. Wright | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Chairman |
| Lynn Calpeter | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Vice President |
| Todd Davis | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Assistant |
| Brian O'Leary | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Assistant |
| Benjamin W. Heineman, Jr. | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Secretary |
| Eliza Fraser | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Assistant |

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Elizabeth Newell

National Broadcasting Company, Inc.
30 Rockefeller Plaza
New York, NY 10112

Assist

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SCHEDULE C

GENERAL ELECTRIC COMPANY
DIRECTORS

| NAME | PRESENT BUSINESS ADDRESS | PRINCIPAL POSITION |
|---------------------|--|--|
| ---- | ----- | ----- |
| J.I. Cash, Jr. | Harvard Business School Morgan Hall Soldiers Field Road Boston, MA 02163 | Professor Administration School Harvard |
| Dennis D. Dammerman | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice Chairman Board General General |
| A.M. Fudge | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Former President |
| C.X. Gonzalez | Kimberly-Clark de Mexico S.A. de C.V. Jose Luis Lagrange 103, Tercero Piso Colonia Los Morales Mexico, D.F. 11501, Mexico | Chairman Chief de Mexico |
| J. R. Immelt | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Chairman Chief General |
| A. Jung | Avon Products 1345 Avenue of the Americas New York, NY 10105 | Chairman Office |
| A.G. Lafley | The Proctor & Gamble Company 1 Proctor & Gamble Plaza Cincinnati, OH 45202-3315 | Chairman and Chairman The Proctor |
| K.G. Langone | Invemed Associates, Inc. 375 Park Avenue New York, NY 10152 | Chairman Chief Invemed |

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R.S. Larsen

Johnson & Johnson
100 Albany Street
Suite 200
New Brunswick, NJ 08901

Former
Chief
Johnson

R.B. Lazarus

Ogilvy & Mather Worldwide

Chairman

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| | | |
|------------------|--|---|
| | 309 West 49th Street New York, NY 10019-7316 | Ogilvy |
| S. Nunn | King & Spalding 191 Peachtree Stsreet, N.E. Atlanta, Georgia 30303 | Former |
| R.S. Penske | Penske Corporation 2555 Telegraph Road Bloomfield Hills, MI 48302-0954 | Chairm and Pr Penske |
| A.C. Sigler | Champion International Corporation 1 Champion Plaza Stamford, CT 06921 | Retire Board Former Champi Corpor |
| R.J. Swieringa | S.C. Johnson Graduate School Cornell University 207 Sage Hall Ithaca, NY 14853-6201 | Anne a Dean a |
| 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 J.P. M |
| Robert C. Wright | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Vice C Execut Electr Chief Nation |

Citizenship:

| | |
|---------------|--------|
| C.X. Gonzalez | Mexico |
| A. Jung | Canada |
| All Others | U.S.A |

GENERAL ELECTRIC COMPANY

EXECUTIVE OFFICERS

| NAME | PRESENT BUSINESS ADDRESS | PRINCIPAL OCCUPAT |
|-------------|---|--|
| ---- | ----- | ----- |
| J.R. Immelt | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Chairman of the B Chief Executive O |
| P.D. Ameen | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice President an |
| F. Beccalli | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Senior Vice Presi |

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|----------------|--|---|
| C.T. Begley | General Electric Company 2901 East Lake Road Erie, PA 16531 | Vice President - |
| D.C. Calhoun | General Electric Company 1 Neumann Way Cincinnati, OH 05215 | Senior Vice President GE Aircraft Engine |
| J.P. Campbell | General Electric Company Appliance Park Louisville, KY 40225 | Senior Vice President GE Consumer Products |
| W.H. Cary | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice President - |
| K.A. Cassidy | General Electric Company 201 High Ridge Road Stamford, CT 06905-3417 | Vice President and |
| W.J. Conaty | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Senior Vice President Human Resources |
| D.D. Dammerman | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice Chairman of General Electric Capital Services, |
| S.C. Donnelly | General Electric Company One Research Circle Niskayuna 12309 | Senior Vice President |
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| M.D. Fraizer | General Electric Company 6620 W. Broad Street Richmond, VA 23230 | Senior Vice President GE Insurance |
| Y. Fujimori | General Electric Company 21 Mita 1-chome Meguro-ku 3rd Floor Alto Tokyo, Japan 153-0062 | Senior Vice President |
| A.H. Harper | General Electric Company 260 Long Ridge Road Stamford, CT 06927 | Senior Vice President |
| B.W. Heinemann | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Senior Vice President Secretary |
| J.M. Hogan | General Electric Company P.O. Box 414 Milwaukee, WI 53201 | Senior Vice President |
| R.A. Jeffe | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Senior Vice President Development |

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|------------------|--|--|
| J. Krenicki, Jr. | General Electric Company 1 Plastics Avenue Pittsfield, MA 01201 | Senior Vice Presi |
| M.A. Neal | General Electric Company 260 Long Ridge Road Stamford, CT 06927 | Senior Vice Presi |
| D.R. Nissen | General Electric Company 201 High Ridge Road Stamford, CT 06905-3417 | Senior Vice Presi |
| J.A. Parke | General Electric Company 260 Long Ridge Road Stamford, CT 06927 | Senior Vice Presi Vice Chairman, GE |
| R.R. Pressman | General Electric Company 5200 Metcalf Avenue Overland Park, KS 66201 | Senior Vice Presi Corporation |
| G.M. Reiner | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Senior Vice Presi |
| J.G. Rice | General Electric Company 4200 Wildwood Parkway Atlanta, GA 30339 | Senior Vice Presi |

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| | | |
|---------------|---|--|
| K.S. Sherin | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Senior Vice Presi Officer |
| L.G. Trotter | General Electric Company 41 Woodford Avenue Plainville, CT 06062 | Senior Vice Presi GE Industrial Sys |
| R.F. Wacker | General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 | Vice President - |
| W.A. Woodburn | General Electric Company 187 Danbury Road Wilton, CT 06897 | Senior Vice Presi GE Specialty Mate |
| R.C. Wright | National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 | Vice Chairman of Executive Officer General Electric Chairman & Chief National Broadcas |

Citizenship:

| | |
|-------------------|--------|
| Fernando Beccalli | Italy |
| Yoshiaki Fujimori | Japan |
| All Others | U.S.A. |

