

Baker Hughes a GE Co
 Form 3
 July 03, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 (Last) (First) (Middle) 41 FARNSWORTH STREET (Street) BOSTON, ^ MA ^ 02210 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 07/03/2017 | 3. Issuer Name and Ticker or Trading Symbol Baker Hughes a GE Co [BHGE] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|--|---|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-------------------------------------|--|---|--|
| Class B Common Stock ⁽¹⁾ | 129,889,088.15 | D | ^ |
| Class B Common Stock ⁽¹⁾ | 587,221,633.85 | I | See footnote ⁽²⁾ |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
| | Date Exercisable Expiration Date | Title Amount or Number of Shares | Price of Derivative | Derivative Security: | |

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| | | | | | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-------------|-------|-------|----------------------------|----------------|----------|--|------------------|
| Common Unit | Â (1) | Â (1) | Class A common stock | 129,889,088.15 | \$ (1) | D | Â |
| Common Unit | Â (1) | Â (1) | Class A common stock | 587,221,633.85 | \$ (1) | I | See footnote (2) |

Reporting Owners

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

Signatures

/s/ Christoph A. Pereira, Vice President, Chief Corporate, Securities and Finance Counsel on behalf of General Electric Company

07/03/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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"), is convertible into a share of Class A common stock of the Issuer pursuant to the Exchange Agreement, dated as of July 3, 2017, among the Reporting Person, the Issuer and BHGE LLC. As of the date of this report, the Reporting Person beneficially owns more than 10% of the Class A common stock of the Issuer on an as converted basis.
- (2) The Reporting Person holds these securities through wholly-owned subsidiaries.

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Remarks:

Pursuant to the Stockholders Agreement, dated as of July 3, 2017, between the Reporting Person and

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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