

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

IVILLAGE INC  
Form SC 13D/A  
February 14, 2002

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D  
INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 2)

iVillage Inc.

(Name of Issuer)

Common Stock, \$.01 Par Value  
(Title of class of securities)

46588H105  
(CUSIP number)

Lawrence P. Tu, Esq., National Broadcasting Company, Inc.  
30 Rockefeller Plaza, New York, New York, 10112 (212) 664-4444

(Name, address and telephone number of person authorized  
to receive notices and communications)

November 14, 2002

(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 .

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1 NAME OF REPORTING PERSON: National Broadcasting Company, Inc.  
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: NOT APPLICABLE

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:	1,838,009
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	1,838,009
PERSON WITH	10	SHARED DISPOSITIVE POWER:	0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 1,838,009

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 3.5%

14 TYPE OF REPORTING PERSON: CO

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1 NAME OF REPORTING PERSON: National Broadcasting Company Holding, Inc.  
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: NOT APPLICABLE

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 11 BELOW)
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BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0
EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER:	DISCLAIMED (SEE 11 BELOW)
	10	SHARED DISPOSITIVE POWER:	0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

BENEFICIAL OWNERSHIP OF ALL SHARES DISCLAIMED BY 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

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1 NAME OF REPORTING PERSON: GE Investments Subsidiary, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):51-0294231

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

3 SEC USE ONLY

4 SOURCE OF FUNDS: NOT APPLICABLE

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 11 BELOW)
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0
EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER:	DISCLAIMED (SEE 11 BELOW)
	10	SHARED DISPOSITIVE POWER:	0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

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BENEFICIAL OWNERSHIP OF ALL SHARES DISCLAIMED  
BY GE INVESTMENT SUBSIDIARY, 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

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1 NAME OF REPORTING PERSON: GE Capital Equity Holdings, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):  
06-1448607

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

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS: 00

-----  
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 7 SOLE VOTING POWER: 0  
SHARES

-----  
BENEFICIALLY 8 SHARED VOTING POWER: 15,689  
OWNED BY

-----  
EACH 9 SOLE DISPOSITIVE POWER: 0  
REPORTING

-----  
PERSON WITH 10 SHARED DISPOSITIVE POWER: 15,689

-----  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 15,689

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

-----  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0.03%

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14 TYPE OF REPORTING PERSON: CO

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1 NAME OF REPORTING PERSON: General Electric Capital Corporation  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):  
 13-1500700

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

-----

3 SEC USE ONLY

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4 SOURCE OF FUNDS: NOT APPLICABLE

-----

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:	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	15,689
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	0
PERSON WITH	10	SHARED DISPOSITIVE POWER:	15,689

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:  
  
 BENEFICIAL OWNERSHIP OF ALL SHARES DISCLAIMED  
 BY GENERAL ELECTRIC CAPITAL CORPORATION

-----

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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1 NAME OF REPORTING PERSON: General Electric Pension Trust  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):  
 14-6015763

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:  [ ]  
 [X]

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3 SEC USE ONLY

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4 SOURCE OF FUNDS: NOT APPLICABLE

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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: NEW YORK

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NUMBER OF SHARES	7	SOLE VOTING POWER:	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	0
PERSON WITH	10	SHARED DISPOSITIVE POWER:	0

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 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: EP

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1 NAME OF REPORTING PERSON: GE Asset Management Incorporated  
(formerly General Electric Investment Corporation)  
as Investment Manager of General Electric Pension Trust  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): 22-2152310

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  [ ]  
(b)  [X]

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3 SEC USE ONLY

-----

4 SOURCE OF FUNDS: NOT APPLICABLE

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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:	0
-----			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0
-----			
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	0
-----			
PERSON WITH	10	SHARED DISPOSITIVE POWER:	0

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 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: IA, CO

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

-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)   
(b)

-----

3 SEC USE ONLY

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4 SOURCE OF FUNDS: NOT APPLICABLE

-----

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 11 BELOW)
-----			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0

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EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER: DISCLAIMED (SEE 11 BELOW)  
-----  
PERSON WITH 10 SHARED DISPOSITIVE POWER: 0  
-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 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:

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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-----  
1 NAME OF REPORTING PERSON: General Electric Capital Services, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): 06-1095035  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)   
(b)

3 SEC USE ONLY  
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4 SOURCE OF FUNDS: NOT APPLICABLE  
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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 11 BELOW)  
-----

BENEFICIALLY OWNED BY 8 SHARED VOTING POWER: 0  
-----

EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER: DISCLAIMED (SEE 11 BELOW)  
-----

PERSON WITH 10 SHARED DISPOSITIVE POWER: 0  
-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

BENEFICIAL OWNERSHIP OF ALL SHARES DISCLAIMED  
BY GENERAL ELECTRIC CAPITAL SERVICES, INC.  
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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

This Amendment No. 2 (this "Amendment") amends the Schedule 13D filed on April 9, 1999, as amended by Amendment No. 1 to Schedule 13D, filed on November 5, 1999 (as amended, the "Schedule 13D"), which relates to shares of common stock, par value \$0.01 per share of iVillage, Inc., a Delaware corporation (the "Company"). Capitalized terms used herein but not defined herein shall have the meanings attributed to them in the Schedule 13D.

Item 2. Identity and Background.

This statement is filed by National Broadcasting Company, Inc. ("NBC"), for and on behalf of itself, National Broadcasting Company Holding, Inc. ("NBCH"), GE Investments Subsidiary, Inc. ("GEIS"), GE Asset Management Incorporated, formerly General Electric Investment Corporation ("GEIC"), General Electric Pension Trust ("GEPT"), General Electric Company ("GE"), General Electric Capital Corporation ("GECC"), GE Capital Equity Holdings, Inc. ("GECEH") and General Electric Capital Services, Inc. ("GECS"). NBC, NBCH, GEIS, GEIC, GEPT, GE, GECC, GECEH and GECS, are referred to herein collectively as the "Reporting Persons". NBC is a wholly-owned subsidiary of NBCH, GECEH is a wholly-owned subsidiary of GECC, GECC is a wholly-owned subsidiary of GECS, GECS is an indirect wholly-owned subsidiary of GE and NBCH, GEIS and GEIC are wholly-owned subsidiaries of GE. In addition to the foregoing, GEIC acts as Investment Manager of GEPT. An agreement among the Reporting Persons with respect to the filing of this statement is attached hereto as Exhibit 1.

NBC is a Delaware corporation with principal executive offices located at 30 Rockefeller Plaza, New York, NY 10112. The principal business activities of NBC are the operation of television and cable broadcast networks and television stations. NBCH is a Delaware corporation with principal executive offices located at 30 Rockefeller Plaza, New York, NY 10112. NBCH is a holding company for NBC. GEIS is a Delaware corporation with its principal executive offices located at 3003 Summer Street Stamford, Connecticut 06904. The principal business activity of GEIS is corporate financing. GEIC is a Delaware corporation with principal executive offices located at 3003 Summer Street Stamford, Connecticut 06904. GEIC is a Registered Investment Adviser. GEPT is a New York common law trust with principal offices located at 3003 Summer Street, Stamford, Connecticut, 06904. GEPT administers the pension assets held for the benefit of employees and retired employees of GE. GE is a New York corporation with its principal executive offices located at 3135 Easton Turnpike, Fairfield, Connecticut 06431. GE engages in providing a wide variety of industrial, commercial and consumer products and services. GECEH is a Delaware corporation with its principal executive offices located at 120 Long Ridge Road, Stamford, Connecticut 06927. The principal business activities of GECEH are the making, managing and disposing of investments in private and public companies. GECC is a Delaware corporation with its principal executive offices located at 260 Long Ridge Road, Stamford,

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Connecticut 06927. GECC, together with its affiliates, operates primarily in the financing industry and, to a lesser degree, in the life insurance and property/casualty insurance industries. GECS is a Delaware corporation with its principal executive offices located at 260 Long Ridge Road, Stamford, Connecticut 06927. GECS is a holding company which owns all of the common stock of GECC and other subsidiaries.

The name, residence or business address, present principal occupation or employment, and citizenship of each director and executive officer of NBC, NBCH, GEIS, GEIC, GE, GECEH, GECC and GECS are set forth on Schedules A, B, C, D, E, H, I and J attached hereto, respectively. The name, business address, present principal occupation or employment, and citizenship of each trustee for GEPT is set forth on schedule F attached hereto.

Except as set forth on Schedule G to the Schedule 13D, during the last five years none of the Reporting Persons, nor, to the best of their knowledge, any of their directors or executive officers (or in the case of GEPT, its trustees), 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 judgement, degree 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 statement is being filed while the Reporting Persons are in the process of verifying information required herein from their respective directors, executive officers or trustees. If the Reporting Person obtains 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.

### 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 are incorporated herein by reference. As of February 7, 2002, NBC beneficially owned in the aggregate 1,838,009 shares of Common Stock of the Company, representing approximately 3.5% of the outstanding shares of Common Stock and GECEH beneficially owned in the aggregate 15,689 shares of Common Stock of the Company, representing approximately 0.03% of the outstanding shares of Common Stock (based upon 52,565,847 shares of Common Stock outstanding as reported in the Company's Form 10-Q dated November 14, 2001).

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 of the Company.

(b) The responses of the Reporting Persons to (i) Rows (7) through (10) of the cover pages of this Amendment and (ii) Item 5(a) hereof are incorporated herein by reference.

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 (or in case of GEPT, its trustees), presently has the power to vote to vote or to direct the vote or to dispose or direct the disposition of any of the shares of Common Stock of the Company which they may be deemed to beneficially own.

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(c) The warrant to purchase up to 271,003 shares of Common Stock held by GEIS expired on December 31, 2000. On December 7, 2001, GEPT sold all of its 85,295 shares of Common Stock. On July 18, 2000, GE Capital Equity Holdings, Inc. acquired 15,689 shares of Common Stock.

(d) Not Applicable

(e) The Reporting Persons ceased to be the beneficial owners of more than 5 percent (5%) of the Common Stock on approximately May 11, 2001, as a result of an increase in the number of outstanding shares of Common Stock.

Item 7. Materials to be Filed as Exhibits.  
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Exhibit 1 Power of Attorney by General Electric Company, dated  
February 8, 1999.

Exhibit 2 Joint Filing Agreement, dated February 14, 2002,  
among NBC, NBCH, GEIS, GEIC, GE, GEPT, GECEH, GECC and GECS.

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 14, 2002

NATIONAL BROADCASTING COMPANY, INC.

By: /s/ Elizabeth A. Newell .  
-----  
Elizabeth A. Newell  
Assistant Secretary

NATIONAL BROADCASTING COMPANY HOLDING, INC.

By: /s/ Elizabeth A. Newell .  
-----  
Elizabeth A. Newell  
Assistant Secretary

GE INVESTMENTS SUBSIDIARY, INC.

By: /s/ Robert E. Healing .  
-----  
Robert E. Healing  
Attorney-in-Fact

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Barbara J. Gould .  
-----  
Barbara J. Gould  
Department Operations Manager

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GE CAPITAL EQUITY HOLDINGS, INC.

By: /s/ Barbara J. Gould .  
-----  
Barbara J. Gould  
Managing Director

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Barbara J. Gould .  
-----  
Barbara J. Gould  
Attorney-in-Fact

GENERAL ELECTRIC PENSION TRUST  
By: GE Asset Management Incorporated,  
its Investment Manager

By: /s/ Michael Pastore .  
-----  
Michael Pastore  
Vice President

GE ASSET MANAGEMENT, INCORPORATED

By: /s/ Michael Pastore .  
-----  
Michael Pastore  
Vice President

GENERAL ELECTRIC CORPORATION

By: /s/ Robert E. Healing .  
-----  
Robert E. Healing  
Attorney-in-Fact

SCHEDULE A

NATIONAL BROADCASTING COMPANY, INC.

DIRECTORS

NAME	PRESENT BUSINESS ADDRESS	PRINCIPAL OCCU
----	-----	-----
S.S. Cathcart	222 Wisconsin Avenue Suite 103 Lake Forest, IL 60045	Retired Chairm Illinois Tool
D.D. Dammerman	General Electric Company	Vice Chairman

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	3135 Easton Turnpike Fairfield, CT 06431	and Executive General Electr Chairman, Gene Capital Servic
P. Fresco	Fiat SpA via Nizza 250 10126 Torino, Italy	Chairman of th Fiat SpA
A. M. Fudge	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Former Executi President Kraf
J. R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Chairman of th and Chief Exec Officer, Gener Company
A. Jung	Avon Products, Inc. 1345 Avenue of the Americas New York, NY 10105	President and Executive Offi Avon Products,
K.G. Langone	Invemed Associates, Inc. 375 Park Avenue New York, NY 10152	Chairman, Pres Chief Executiv Invemed Associ
R.B. Lazarus	Ogilvy & Mather Worldwide 309 West 49th Street New York, NY 10019-7316	Chairman and C Executive Offi
S.G. McNealy	Sun Microsystems, Inc. 901 San Antonio Road Palo Alto, CA 94303-4900	Chairman, Pres Chief Executiv Sun Microsysteme
G.G. Michelson	Federated Department Stores 151 West 34th Street New York, NY 10001	Former Member Board of Direc Federated Depa Stores
S. Nunn	King & Spalding 191 Peachtree Street, N.E. Atlanta, Georgia 30303	Partner, King
R.S. Penske	Penske Corporation 13400 Outer Drive, West Detroit, MI 48239-4001 Corporation	Chairman of th and President,
F.H.T. Rhodes	Cornell University 3104 Snee Building Ithaca, NY 14853	President Emer Cornell Univer
G. L. Rogers	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman and Executive General Electr
A.C. Sigler	Champion International Corporation 1 Champion Plaza Stamford, CT 06921	Retired Chairm Board and CEO and former Dir Champion Inter Corporation
D.A. Warner III	J. P. Morgan Chase & Co.,	Chairman of th

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10017-2070	270 Park Avenue and Morgan Guaranty Trust	The Chase Manh Co. of New Yor
R. C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Vice Chairman and Executive General Electr Chairman and C Executive Offi Broadcasting C Inc.

Citizenship

P. Fresco	Italy
Andrea Jung	Canada
All Others	U.S.A.

NATIONAL BROADCASTING COMPANY, INC

EXECUTIVE OFFICERS

NAME -----	PRESENT BUSINESS ADDRESS -----	PRINCIPAL OCCUPA -----
J.R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Chairman of the Chief Executive
R. C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Vice Chairman of and Executive Of General Electric Chairman and Chi Executive Office
M. W. Begor	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112 Treasurer	Executive Vice P Chief Financial
W. L. Bolster	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
R. Cotton	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
D. Ebersol	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
J. W. Eck	National Broadcasting Company, Inc.	Executive Vice P

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	30 Rockefeller Plaza New York, NY 10112	
R. A. Falco	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
B. W. Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice Pres General Counsel Secretary Genera Company
J. W. Ireland III	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
A. R. Lack	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	President and Ch Operating Office
P. Madison	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
S. Sassa	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
E. J. Scanlon	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
N. Shapiro	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
P. Thomas-Graham	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
L. Tu	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
M. Yudkovitz	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
D. Zaslav	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P
J. Zucker	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Executive Vice P

SCHEDULE B

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NATIONAL BROADCASTING COMPANY HOLDING, INC.

DIRECTORS

NAME -----	PRESENT BUSINESS ADDRESS -----	PRINCIPAL OCCUPATION -----
James I. Cash, Jr.	Harvard Business School Morgan Hall Soldiers Field Road Boston, MA 02163	Professor Administrative School of Administrative University
S.S. Cathcart	222 Wisconsin Avenue Suite 103 Lake Forest, IL 60045	Retired Illinois
D.D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman and Executive General Manager Chairman, General Electric Services,
P. Fresco	Fiat SpA via Nizza 250 10126 Torino, Italy	Chairman Fiat SpA
Claudio 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 and Chief Executive Kimberly-Clark S.A. de C.V.
A. Jung	Avon Products, Inc. 1345 Avenue of the Americas New York, NY 10105	President Executive Vice President Avon Products
S.G. McNealy	Sun Microsystems, Inc. 901 San Antonio Road Palo Alto, CA 94303-4900	Chairman, Executive Vice President Sun Microsystems
G.G. Michelson	Federated Department Stores 151 West 34th Street New York, NY 10001	Former Member Board of Directors Federated Stores
S. Nunn	King & Spalding 191 Peachtree Street, N.E. Atlanta, Georgia 30303	Partner,
R.S. Penske	Penske Corporation 13400 Outer Drive, West Detroit, MI 48239-4001 Corporation	Chairman and President
F.H.T. Rhodes	Cornell University	President



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	3104 Snee Building Ithaca, NY 14853	Cornell U
A.C. Sigler	Champion International Corporation 1 Champion Plaza Stamford, CT 06921	Retired C Board and and forme Champion Corporati
D.A. Warner III	J. P. Morgan Chase & Co., 270 Park Avenue New York, NY 10017-2070	Chairman The Chase Morgan Gu New York

Citizenship

P. Fresco	Italy
Andrea Jung	Canada
All Others	U.S.A.

NATIONAL BROADCASTING COMPANY HOLDING, INC. EXECUTIVE OF

NAME -----	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL -----
Robert C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Chairman, Executive
Andrew Lack	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	President Operating
Mark Vachon	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Vice Pres Treasurer
Brian O'Leary	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Assistant
Benjamin Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Secretary
Eliza Fraser	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Assistant
Elizabeth Newell	National Broadcasting Company, Inc. 30 Rockefeller Plaza	Assistant

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New York, NY 10112

SCHEDULE C  
GE INVESTMENT SUBSIDIARY, INC.

DIRECTORS

The principal business address for all directors of GE Investment Subsidiary, Inc. is General Electric Company, 3135 Easton Turnpike, Fairfield, CT 06431.

Name	Present Principal Occupation
Phillip D. Ameen	Vice President and Comptroller, General Electric Company
James R. Bunt	Vice President and Treasurer, General Electric Company
John M. Samuels	Vice President and Senior Counsel, General Electric Company

Citizenship of all directors: U.S.A.

EXECUTIVE OFFICERS

The principal business address for all executive officers of GE Investment Subsidiary, Inc. is General Electric Company, 3135 Easton Turnpike, Fairfield, CT 06431

Name	Present Principal Occupation
James R. Bunt	Vice President and Treasurer, General Electric Company
John M. Samuels	Vice President and Senior Counsel, General Electric Company
Phillip D. Ameen	Vice President and Comptroller, General Electric Company
Robert E. Healing	Corporate Counsel, General Electric Company
Eliza W. Fraser	Associate Corporate Counsel, General Electric Company
Mark E. Buchanan	Manager, State Tax, General Electric Company
Barbara A. Melita	Tax Specialist, General Electric Company
Robert J. Zalucki	Tax Counsel and Quality Leader, General Electric Company

Citizenship of all executive officers: U.S.A.

SCHEDULE D

GE ASSET MANAGEMENT INCORPORATED

DIRECTORS

The business address of each of the persons listed below is 3003 Summer Street, P.O. Box 7900, Stamford, Connecticut 06904.

NAME	PRESENT PRINCIPAL OCCUPATION
------	------------------------------

Eugene K. Bolton	Executive Vice President of GEAM and Tr
------------------	---

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Michael J. Cosgrove	Executive Vice President of GEAM and Tr
John H. Myers	Vice President of General Electric Comp
Ralph R. Layman	the Board and President GEAM and Truste
Alan M. Lewis	Executive Vice President of GEAM and Tr
Robert A. MacDougall	Executive Vice President, General Couns
Geoffrey R. Norman	GEAM and Trustee of GEPT
Donald W. Torey	Executive Vice President of GEAM and Tr
John J. Walker	Executive Vice President - Chief Financ
	and Trustee of GEPT

Citizenship of all Directors

U.S.A

GE ASSET MANAGEMENT INCORPORATED

EXECUTIVE OFFICERS

The business address of each of the persons listed below is 3003 Summer Street, P.O. Box 7900, Stamford, Connecticut 06904.

NAME	PRESENT PRINCIPAL OCCUPATION
John H. Myers	Chairman of the Board and President
Eugene K. Bolton	Executive Vice President - Domestic Equity Investments
Michael J. Cosgrove	Executive Vice President - Sales and Marketing
Ralph R. Layman	Executive Vice President - International Equity Investment
Alan M. Lewis	Executive Vice President - General Counsel and Secretary
Robert A. MacDougall	Executive Vice President - Fixed Income
Geoffrey R. Norman	Executive Vice President - Marketing
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
Christopher D. Brown	Senior Vice President - Equity Portfolios
David B. Carlson	Senior Vice President - Equity Portfolios
Jane E. Hackney	Senior Vice President - Equity Investments
Peter J. Hathaway	Senior Vice President - Equity Portfolios
Damian J. Maroun	Senior Vice President - Equity Trading
Paul C. Reinhardt	Senior Vice President - Equity Portfolios
Richard L. Sanderson	Senior Vice President - Equity Research
Christopher W. Smith	Senior Vice President - Equity Investments
Ralph E. Whitman	Senior Vice President - Equity Portfolios
Nancy A. Ward	Vice President - Client Portfolio Manager - Domestic Equities
Gerald L. Igou	Vice President - Equity Investments
Mark A. Mitchell	Vice President - Equity Investments
John H. Schaetzl	Vice President - Equity Investments
Brian Hopkinson	Senior Vice President - International Equity Portfolios
Daizo Motoyoshi	Senior Vice President - International Equity Portfolios
Michael J. Solecki	Senior Vice President - International Equity Portfolios
Judith A. Studer	Senior Vice President - International Equity Portfolios

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Peter Gillespie	Vice President - International Equity Portfolios
T. Brent Jones	Vice President - International Equity Portfolios
Paul Nestro	Vice President - International Equity Portfolios
Makoto F. Sumino	Vice President - International Equity Portfolios
Robert W. Aufiero	Vice President - Fixed Income
Kathleen S. Brooks	Vice President - Fixed Income
Paul M. Colonna	Vice President - Fixed Income
William M. Healey	Vice President - Fixed Income
Craig M. Varrelman	Vice President - Client Portfolio Manager - Fixed Income
Michael J. Caufield	Senior Vice President - Municipal Bonds
Robert R. Kaelin	Senior Vice President - Municipal Bonds
Susan M. Courtney	Vice President - Municipal Bonds
Stella V. Lou	Vice President - Municipal Bonds
Michael A. Sullivan	Vice President - Municipal Bonds
James M. Mara	Senior Vice President - International Private Equities
Wolfe H. Bragin	Vice President - Private Equities
Andreas T. Hildebrand	Vice President - Private Equities
Patrick J. McNeela	Vice President - Private Equities
David W. Wiederecht	Vice President - Private Equities
Philip A. Riordan	Senior Vice President - Real Estate
B. Bradford Barrett	Vice President - Real Estate
Robert P. Gigliotti	Vice President - Real Estate
Preston R. Sargent	Vice President - Real Estate
Timothy M. Morris	Vice President - Risk Management
Sandra J. O'Keefe	Vice President - Financial Planning & Analysis
William F. Ruoff, III	Vice President - Quality
Michael J. Tansley	Vice President & Controller
Matthew J. Simpson	Senior Vice President, Gen. Counsel - Investment Services Secretary
Paul J. Crispino	Vice President - Tax Counsel
Judith M. Bandler	Vice President - Benefits Counsel
Marc R. Bryant	Vice President - Assoc. Gen. Counsel & Asst. Secretary
Jeanne M. La Porta	Vice President - Assoc. Gen. Counsel & Asst. Secretary
Michael M. Pastore	Vice President - Assoc. Gen. Counsel & Asst. Secretary
Scott A. Silberstein	Vice President - Assoc. Gen. Counsel & Asst. Secretary
Michael J. Strone	Vice President - Assoc. Gen. Counsel & Asst. Secretary
Anthony H. Zacharski	Vice President - Assoc. Gen. Counsel & Asst. Secretary

Citizenship - U.S.A.

SCHEDULE E

GENERAL ELECTRIC COMPANY

DIRECTORS

NAME	PRESENT BUSINESS ADDRESS	PRESENT PRINCIPAL OCCUPATION
J.I. Cash, Jr.	Harvard Business School Morgan Hall Soldiers Field Road Boston, MA 02163	Professor of Business Administration-Graduate School of Business Administration, Harvard University

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S.S. Cathcart	222 Wisconsin Avenue Suite 103 Lake Forest, IL 60045	Retired Chairman, Illinois Tool Wor
D.D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman of and Executive Off General Electric Chairman, General Capital Services,
P. Fresco	Fiat SpA via Nizza 250 10126 Torino, Italy	Chairman of the B Fiat SpA
A.M. Fudge	4 Lowlyn Road Westport, CT 06880	Former Executive President Kraft F
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 B and Chief Executi Officer, Kimberly Mexico, S.A. de C
J.R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Chairman of the B and Chief Executi Officer, General Company
A. Jung	Avon Products, Inc. 1345 Avenue of the Americas New York, NY 10105	Chairman and Chie Executive Officer Avon Products, In
K.G. Langone	Invemed Associates, Inc. 375 Park Avenue New York, NY 10152	Chairman, Preside Chief Executive O Invemed Associate
R.B. Lazarus	Ogilvy & Mather Worldwide 309 West 49th Street New York, NY 10019-7316	Chairman and Chie Executive Officer
S.G. McNealy	Sun Microsystems, Inc. 901 San Antonio Road Palo Alto, CA 94303-4900	Chairman, Preside Chief Executive O Sun Microsystems,
G.G. Michelson	Federated Department Stores 151 West 34th Street New York, NY 10001	Former Member of Board of Director Federated Departm Stores
S. Nunn	King & Spalding 191 Peachtree Street, N.E. Atlanta, Georgia 30303	Partner, King & S
R.S. Penske	Penske Corporation 13400 Outer Drive, West Detroit, MI 48239-4001	Chairman of the B and President, Pe Corporation
F.H.T. Rhodes	Cornell University 3104 Snee Building Ithaca, NY 14853	President Emeritu Cornell Universit

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G.L. Rogers	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman of and Executive Off General Electric
A.C. Sigler	Champion International Corporation 1 Champion Plaza Stamford, CT 06921	Retired Chairman Board and CEO and former Direct Champion Internat Corporation
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 Board
R.C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Vice Chairman of and Executive Off General Electric Chairman and Chie Executive Officer Broadcasting Comp

Citizenship

P. Fresco	Italy
C. X. Gonzalez	Mexico
Andrea Jung	Canada
All Others	U.S.A.

GENERAL ELECTRIC COMPANY EXECUTIVE OFFICERS

NAME	PRESENT BUSINESS ADDRESS	PRESENT 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 Comptroller
J.R. Bunt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice President an Treasurer
D.C. Calhoun	General Electric Company 1 Neumann Way Cincinnati, OH 05215	Senior Vice Presi GE Aircraft Engin
J.P. Campbell	General Electric Company	Vice President -

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	Appliance Park Louisville, KY 40225	GE Appliances
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 and Executive Officer General Electric Chairman, General Capital Services,
S.C. Donnelly	General Electric Company One Research Circle Niskayuna 12309	Senior Vice President Corporate Research and Development
M.J. Espe	General Electric Company Nela Park Cleveland, OH 44112	Senior Vice President GE Lighting
Y. Fujimori	General Electric Company 1 Plastics Avenue Pittsfield, MA 01201	Senior Vice President GE Plastics
B.W. Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President General Counsel and Secretary
J.M. Hogan	General Electric Company P.O. Box 414 Milwaukee, WI 53201	Senior Vice President GE Medical Systems
R.A. Jeffe	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President Corporate Business Development
J. Krenicki, Jr.	General Electric Company 2901 East Lake Road Erie, PA 16531	Vice President - GE Transportation
R.W. Nelson	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice President - Corporate Financial Planning and Analysis
G.M. Reiner	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President Chief Information Officer
J.G. Rice	General Electric Company 4200 Wildwood Parkway Atlanta, GA 30339	Senior Vice President GE Power Systems
G.L. Rogers	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman of and Executive Officer
K.S. Sherin	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President Finance and Chief Officer
L.G. Trotter	General Electric Company	Senior Vice President

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	41 Woodford Avenue Plainville, CT 06062	GE Industrial Sys
W.A. Woodburn	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice Presi GE Specialty Mate
R.C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Vice Chairman of and Executive Off General Electric Chairman and Chie Executive Officer Broadcasting Comp Inc.

Citizenship

Yoshiaki Fujimori	Japan
All Others	U.S.A.

SCHEDULE F

GE PENSION TRUST

TRUSTEES

The business address of each of the persons listed below is 3003 Summer Street, P.O. Box 7900, Stamford, Connecticut 06904.

NAME	PRESENT PRINCIPAL OCCUPATION
Eugene K. Bolton	Executive Vice President of GEAM and Tr
Michael J. Cosgrove	Executive Vice President of GEAM and Tr
John H. Myers	Vice President of General Electric Comp the Board and President GEAM and Trustee
Ralph R. Layman	Executive Vice President of GEAM and Tr
Alan M. Lewis	Executive Vice President, General Couns GEAM and Trustee of GEPT
Robert A. MacDougall	Executive Vice President of GEAM and Tr
Donald W. Torey	Executive Vice President of GEAM and Tr
John J. Walker	Executive Vice President - Chief Financ and Trustee of GEPT

Citizenship of All Trustees



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U.S.A.

SCHEDULE H

GE CAPITAL EQUITY HOLDINGS, INC.

DIRECTOR

Name	Present Business Address	Present Principa
----	-----	-----
Joseph E. Parsons	GE Capital Equity Holdings, Inc. 120 Long Ridge Road Stamford, CT 06927	President, Chair

Citizenship: U.S.A.

EXECUTIVE OFFICERS

The principal business address for all executive officers of GE Capital Equity Holdings, is 120 Long Ridge Road, Stamford, Connecticut 06927.

Name	Present Principal Occupation
-----	-----
Joseph E. Parsons	President, Chairman of the Board
Jonathan K. Sprole	Managing Director, General Counsel and Secretary
Daniel Janki	Managing Director, Chief Financial Officer and Treasurer
Mario Mastrantoni	Vice President - Controller
Barbara J. Gould	Managing Director, Associate General Counsel and Assistant Secretary
Peter J. Muniz	Senior Vice President, Associate General Counsel and Assistant Secretary
Mark Horncastle	Senior Vice President, Associate General Counsel and Assistant Secretary
Ian Sharpe	Vice President - Taxes

Citizenship for Mark Horncastle: United Kingdom  
Citizenship for all other executive officers: U.S.A.

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## SCHEDULE I

### GENERAL ELECTRIC CAPITAL CORPORATION

#### DIRECTORS

Name	Present Business Address	Principal
Nancy E. Barton	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Senior Vice Counsel and
James R. Bunt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice President Treasurer General EL
David L. Calhoun	GE Aircraft Engines 1 Neumann Way Cincinnati, OH 45215	Chief Executive GE Aircraft
Dennis D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman Executive General EL
Scott C. Donnelly	General Electric CR&D One Research Circle Niskayuna, NY 12309	Senior Vice General EL
Michael D. Fraizer	GE Financial Assurance 6604 W. Broad Street Richmond, VA 23230	President GE Financial
Arthur H. Harper	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Executive
Benjamin W. Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice Counsel and General EL
Jeffrey R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Chairman and General EL
Robert Jeffe	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice Business Development General EL
John H. Myers	GE Investment Corporation 3003 Summer Street, 7th Fl. Stamford, CT 06905	Chairman and GE Investment
Denis J. Nayden	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Chairman and
Michael A. Neal	GE Capital Corporation	President

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	260 Long Ridge Road Stamford, CT 06927	
James A. Parke	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Vice Chair
Ronald R. Pressman	Employers Reinsurance Corporation 5200 Metcalf Overland Park, KS 66204	Chairman, Employers Corporatio
Gary M. Reiner	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Sr. Vice P Chief Info General EL
Gary L. Rogers	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chair General EL
John M. Samuels	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Presi Corporate General EL
Keith S. Sherin	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vic & CFO General EL
Edward D. Stewart	GE Capital Corporation 1600 Summer Street Stamford, CT 06927	Executive
Robert C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, NY 10112	Chairman & National B Inc.

GENERAL ELECTRIC CAPITAL CORPORATION

OFFICERS

Name	Present Business Address	Principal
Denis J. Nayden	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Chairman a
Michael A. Neal	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	President
James A. Parke	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Vice Chair
Arthur H. Harper	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Executive

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Edward D. Stewart	GE Capital Corporation 1600 Summer Street Stamford, CT 06927	Executive
Nancy E. Barton	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Senior Vice General Co
Kathryn A. Cassidy	GE Capital Corporation 201 High Ridge Road Stamford, CT 06927	Senior Vice Treasury &
James A. Colica	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Senior Vice Global Ris
Richard D'Avino	GE Capital Corporation 777 Long Ridge Road Stamford, CT 06927	Senior Vice
Robert L. Lewis	GE Capital Corporation 120 Long Ridge Road Stamford, CT 06927	Senior Vice
David R. Nissen	GE Capital Corporation 1600 Summer Street Stamford, CT 06927	Senior Vice Global Con
Marc J. Saperstein	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Senior Vice Human Reso
Joan C. Amble	GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927	Vice Presi

SCHEDULE J

GENERAL ELECTRIC CAPITAL SERVICES, INC.

DIRECTORS

Name	Occupation
----	-----
Nancy E. Barton Director	Senior Vice President, General Counsel and Secretary GE Capital Corporation 260 Long Ridge Road Stamford, CT 06927
James R. Bunt Director	Vice President and Treasurer GE Company 3135 Easton Turnpike Fairfield, CT 06431

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David L. Calhoun  
Director

Chief Executive Officer  
GE Aircraft Engines  
1 Neumann Way  
Cincinnati, OH 45215

Dennis D. Dammerman  
Director

Vice Chairman and Executive Officer  
GE Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Scott C. Donnelly  
Director

Senior Vice President  
General Electric CR&D  
One Research Circle  
Niskayuna, NY 12309

Michael D. Fraizer  
Director

President & CEO  
GE Financial Assurance  
6604 W. Broad Street  
Richmond, VA 23230

Arthur H. Harper  
Director

Executive Vice President  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Benjamin W. Heineman, Jr.  
Director

Senior Vice President, General Counsel and Secretary  
GE Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Jeffrey R. Immelt  
Director

Chairman and CEO  
General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Robert Jeffe  
Director

Senior Vice President, Corporate Business Development  
General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06431

John H. Myers  
Director

Chairman and President  
GE Investment Corporation  
3003 Summer Street, 7th Fl.  
Stamford, CT 06905

Denis J. Nayden  
Director

Chairman and CEO  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Michael A. Neal  
Director

President and COO  
GE Capital Corporation  
260 Long Ridge Road

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Stamford, CT 06927

James A. Parke  
Director

Vice Chairman & Chief Financial Officer  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Ronald R. Pressman  
Director

Chairman, President & CEO  
Employers Reinsurance Corporation  
5200 Metcalf  
Overland Park, KS 66204

Gary M. Reiner  
Director

Sr. Vice President & Chief Information Officer  
General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Gary L. Rogers  
Director

Vice Chairman  
General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06431

John M. Samuels  
Director

Vice President and Senior Counsel, Corporate Taxes  
General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Keith S. Sherin  
Director

Senior Vice President, Finance,  
and Chief Financial Officer  
General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Edward D. Stewart  
Director

Executive Vice President  
GE Capital Corporation  
1600 Summer Street  
Stamford, CT 06927

Robert C. Wright  
Director

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

GENERAL ELECTRIC CAPITAL SERVICES, INC.  
EXECUTIVE OFFICERS

Name  
-----

Occupation  
-----

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Dennis D. Dammerman  
Chairman of the Board

Vice Chairman and Executive Officer  
GE Company  
3135 Easton Turnpike  
Fairfield, CT 06431

Denis J. Nayden  
President

Chairman and CEO  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Michael D. Fraizer  
Executive Vice President

President & CEO  
GE Financial Assurance  
6604 W. Broad Street  
Richmond, VA 23230

Arthur H. Harper  
Executive Vice President

Executive Vice President  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Michael A. Neal  
Executive Vice President

President and COO  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Ronald R. Pressman  
Executive Vice President

Chairman, President & CEO  
Employers Reinsurance Corporation  
5200 Metcalf  
Overland Park, KS 66204

Edward D. Stewart  
Executive Vice President

Executive Vice President  
GE Capital Corporation  
1600 Summer Street  
Stamford, CT 06927

James A. Parke  
Executive Vice President and Chief  
Financial Officer

Vice Chairman & Chief Financial Officer  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Nancy E. Barton  
Senior Vice President, General  
Counsel and Secretary

Senior Vice President, General Counsel and Secretary  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Kathryn A. Cassidy  
Senior Vice President

Sr. Vice President, Corp. Treasury & Global Funding  
GE Capital Corporation  
201 High Ridge Road  
Stamford, CT 06927

James A. Colica  
Senior Vice President

Senior Vice President, Global Risk Management  
GE Capital Corporation  
260 Long Ridge Road

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Stamford, CT 06927

Richard D'Avino  
Senior Vice President, Taxes

Senior Vice President, Taxes  
GE Capital Corporation  
777 Long Ridge Road  
Stamford, CT 06927

Marc J. Saperstein  
Senior Vice President

Senior Vice President, Human Resources  
General Electric Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

Joan C. Amble  
Vice President and Controller

Vice President and Controller  
GE Capital Corporation  
260 Long Ridge Road  
Stamford, CT 06927

EXHIBIT 1

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that General Electric Company ("GE") constitutes and appoints each of the Corporate Counsel, Associate Corporate Counsel, and Associate Securities Counsel as its true and lawful attorney-in-fact and agent with full power of substitution and resubstitution, for and on behalf of GE and in GE's respective name, place and stead, in any and all capacities, to sign any Statements on Schedule 13D, Schedule 13G, Schedule 14D, Form 3, Form 4 or Form 5 under the Securities Exchange Act of 1934, and any and all amendments to any thereof, and other documents in connection therewith (including, without limitation, any joint filing agreement with respect to any Statement on Schedule 13D, Schedule 13G or 14D amendment thereto) and to file the same with all exhibits thereto, with the Securities and Exchange Commission, granting unto each said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully and to all intents and purposes as GE might or could do in person, hereby ratifying and confirming all that each said attorney-in-fact and agent, or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Dated: February 8, 1999.

GENERAL ELECTRIC COMPANY

By: /s/ B.W. Heineman, Jr.  
-----  
Name: B.W. Heineman, Jr.  
Title: Senior Vice President  
General Counsel and Secretary



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EXHIBIT 2

JOINT FILING AGREEMENT

This will confirm the agreement by and among all the undersigned that the Schedule 13D filed on or about this date and any amendments thereto with respect to beneficial ownership by the undersigned of shares of the Common Stock, par value \$.01 per share, of iVillage Inc. is being filed on behalf of each of the undersigned under the Securities Exchange Act of 1934. This agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: February 14, 2002

NATIONAL BROADCASTING COMPANY, INC.

By: /s/ Elizabeth A. Newell

-----  
Elizabeth A. Newell  
Assistant Secretary

NATIONAL BROADCASTING COMPANY HOLDING, INC.

By: /s/ Elizabeth A. Newell

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Elizabeth A. Newell  
Assistant Secretary

GE INVESTMENTS SUBSIDIARY, INC.

By: /s/ Robert E. Healing

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Robert E. Healing  
Attorney-in-Fact

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Barbara J. Gould

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Barbara J. Gould  
Department Operations Manager

GE CAPITAL EQUITY HOLDINGS, INC.

By: /s/ Barbara J. Gould

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Barbara J. Gould  
Managing Director

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GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Barbara J. Gould

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Barbara J. Gould  
Attorney-in-Fact

GENERAL ELECTRIC PENSION TRUST

By: GE Asset Management Incorporated,  
its Investment Manager

By: /s/ Michael Pastore

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Michael Pastore  
Vice President

GE ASSET MANAGEMENT INCORPORATED

By: /s/ Michael Pastore

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Michael Pastore  
Vice President

GENERAL ELECTRIC CORPORATION

By: /s/ Robert E. Healing

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Robert E. Healing  
Attorney-in-Fact