

Edgar Filing: LEXAR MEDIA INC - Form SC 13G

LEXAR MEDIA INC
Form SC 13G
February 14, 2001

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. _____) *

LEXAR MEDIA, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.0001 PER SHARE

(Title of Class of Securities)

52886P 10 4

(CUSIP Number)

DECEMBER 31, 2000

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.

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

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CUSIP NO.	52886P 10 4	PAGE
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1	NAME OF REPORTING PERSON /I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	GE CAPITAL EQUITY INVESTMENTS, INC. 06-1268495	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, U.S.A.	
	5	SOLE VOTING POWER
	NUMBER OF SHARES	0
	6	SHARED VOTING POWER
	BENEFICIALLY OWNED BY	3,225,806
	EACH	7
	8	SOLE DISPOSITIVE POWER
	REPORTING PERSON	0
	8	SHARED DISPOSITIVE POWER
	WITH	3,225,806
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	3,225,806
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	5.4%
12	TYPE OF REPORTING PERSON*	CO

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 CUSIP NO. 52886P 10 4 PAGE

 1 NAME OF REPORTING PERSON
 /I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

 GENERAL ELECTRIC CAPITAL CORPORATION
 13-1500700

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

 3 SEC USE ONLY

 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 NEW YORK, U.S.A.

 5 SOLE VOTING POWER

 NUMBER OF
 SHARES 0

 6 SHARED VOTING POWER
 BENEFIICIALLY OWNED BY 3,225,806

 7 SOLE DISPOSITIVE POWER
 EACH REPORTING PERSON 0

 8 SHARED DISPOSITIVE POWER
 WITH 3,225,806

 9 AGGREGATE AMOUNT BENEFIICIALLY OWNED BY EACH REPORTING PERSON
 3,225,806

 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
 5.4%

 12 TYPE OF REPORTING PERSON*
 CO

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1	NAME OF REPORTING PERSON /I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	GENERAL ELECTRIC CAPITAL SERVICES, INC. 06-1109503	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, U.S.A.	
	5 SOLE VOTING POWER	
NUMBER OF SHARES	0	
BENEFICIALLY OWNED BY	6 SHARED VOTING POWER DISCLAIMED. SEE 9 BELOW.	
EACH REPORTING PERSON	7 SOLE DISPOSITIVE POWER 0	
WITH	8 SHARED DISPOSITIVE POWER DISCLAIMED. SEE 9 BELOW.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON BENEFICIAL OWNERSHIP OF ALL SHARES IS DISCLAIMED.	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) DISCLAIMED. SEE 9 ABOVE.	
12	TYPE OF REPORTING PERSON* CO	
	4	
CUSIP NO.	52886P 10 4	PAGE
1	NAME OF REPORTING PERSON /I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	

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GENERAL ELECTRIC COMPANY
14-0689340

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION NEW YORK, U.S.A.
5	SOLE VOTING POWER
NUMBER OF SHARES	0
6	SHARED VOTING POWER
BENEFICIALLY OWNED BY	DISCLAIMED. SEE 9 BELOW.
EACH	7
REPORTING PERSON	SOLE DISPOSITIVE POWER
0	
8	SHARED DISPOSITIVE POWER
WITH	DISCLAIMED. SEE 9 BELOW.
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON BENEFICIAL OWNERSHIP OF ALL SHARES IS DISCLAIMED.
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) DISCLAIMED. SEE 9 ABOVE.
12	TYPE OF REPORTING PERSON* CO

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Item 1.

- (a) NAME OF ISSUER: Lexar Media, Inc.
- (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
47421 Bayside Parkway
Fremont, California 94538

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Item 2.

1. (a) - (c) NAME OF PERSON FILING; ADDRESS OF PRINCIPAL BUSINESS OFFICE; AND CITIZENSHIP:
- GE Capital Equity Investments, Inc.
- 120 Long Ridge Road
- Stamford, Connecticut 06927
- Citizenship: Delaware
- (d) TITLE OF CLASS OF SECURITIES: Common Stock, par value \$0.0001 per share
- (e) CUSIP NUMBER: 52886P 10 4
2. (a) - (c) NAME OF PERSON FILING; ADDRESS OF PRINCIPAL BUSINESS OFFICE; AND CITIZENSHIP:
- General Electric Capital Corporation
- 260 Long Ridge Road
- Stamford, Connecticut 06927
- Citizenship: New York
- (d) TITLE OF CLASS OF SECURITIES: Common Stock, par value \$0.0001 per share
- (e) CUSIP NUMBER: 52886P 10 4
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3. (a) - (c) NAME OF PERSON FILING; ADDRESS OF PRINCIPAL BUSINESS OFFICE; AND CITIZENSHIP:
- General Electric Capital Services, Inc.
- 260 Long Ridge Road
- Stamford, Connecticut 06927
- Citizenship: Delaware
- (d) TITLE OF CLASS OF SECURITIES: Common Stock, par value \$0.0001 per share
- (e) CUSIP NUMBER: 52886P 10 4
4. (a) - (c) NAME OF PERSON FILING; ADDRESS OF PRINCIPAL BUSINESS

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OFFICE; AND CITIZENSHIP:

General Electric Company

3135 Easton Turnpike

Fairfield, Connecticut 06431

Citizenship: New York

(d) TITLE OF CLASS OF SECURITIES: Common Stock, par value
\$0.0001 per share

(e) CUSIP NUMBER: 52886P 10 4

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b),
OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment Company registered under Section 8 of the Investment Company Act (15 U.S.C. 80a-8);
- (e) An investment advisor in accordance with Section 240.13d-1(b)(1)(ii)(E);

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- (f) An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person, in accordance with Section 240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with Section 240.13d-1(b)(1)(ii)(H)

If this statement is filed pursuant to ss. 240.13d-1(c), check this box.

Item 4. OWNERSHIP:

1. GE Capital Equity Investments, Inc.

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- (a) AMOUNT BENEFICIALLY OWNED: 3,225,806 shares of Common Stock.
- (b) PERCENT OF CLASS: 5.4%
- (c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:
- (i) sole power to vote or to direct the vote:
0
 - (ii) shared power to vote or to direct the vote:
3,225,806
 - (iii) sole power to dispose or to direct the disposition of:
0
 - (iv) shared power to dispose or to direct the disposition of:
3,225,806

2. General Electric Capital Corporation

- (a) AMOUNT BENEFICIALLY OWNED: 3,225,806 shares of Common Stock.
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- (b) PERCENT OF CLASS: 5.4%
- (c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:
- (i) sole power to vote or to direct the vote:
0
 - (ii) shared power to vote or to direct the vote:
3,225,806
 - (iii) sole power to dispose or to direct the disposition of:
0
 - (iv) shared power to dispose or to direct the disposition of:
3,225,806

3. General Electric Capital Services, Inc.

- (a) AMOUNT BENEFICIALLY OWNED: Beneficial ownership of all shares is disclaimed.

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(b) PERCENT OF CLASS: Disclaimed. See (a) above.

(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

(i) sole power to vote or to direct the vote:

0

(ii) shared power to vote or to direct the vote:

Disclaimed. See (a) above.

(iii) sole power to dispose or to direct the disposition of:

0

(iv) shared power to dispose or to direct the disposition of:

Disclaimed. See (a) above.

4. General Electric Company

(a) AMOUNT BENEFICIALLY OWNED: Beneficial ownership of all shares is disclaimed.

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(b) PERCENT OF CLASS: Disclaimed. See (a) above.

(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

(i) sole power to vote or to direct the vote:

0

(ii) shared power to vote or to direct the vote:

Disclaimed. See (a) above.

(iii) sole power to dispose or to direct the disposition of:

0

(iv) shared power to dispose or to direct the disposition of:

Disclaimed. See (a) above.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not applicable.

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

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Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

Item 9. NOTICES OF DISSOLUTION OF GROUP:

Not applicable.

Item 10. CERTIFICATION:

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 14, 2001

GE CAPITAL EQUITY INVESTMENTS, INC.

By: /s/ Barbara J. Gould

Name: Barbara J. Gould
Title: Managing Director and Associate
General Counsel

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Barbara J. Gould

Name: Barbara J. Gould
Title: Department Operations Manager

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Barbara J. Gould

Name: Barbara J. Gould
Title: Attorney-in-fact

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GENERAL ELECTRIC COMPANY

By: /s/ Barbara J. Gould

Name: Barbara J. Gould
Title: Attorney-in-fact

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EXHIBIT INDEX

EXHIBIT -----	DESCRIPTION -----
A	Joint Filing Agreement, dated February 14, 2001, among GECEH, GE Capital, GECS and GE, to file joint statement on Schedule 13G.
B	Power of Attorney, dated as of February 22, 2000, appointing Barbara J. Gould as attorney-in-fact for General Electric Company.
C	Power of Attorney, dated as of February 22, 2000, appointing Barbara J. Gould as attorney-in-fact for General Electric Capital Services, Inc.

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