

GENERAL ELECTRIC CAPITAL CORP  
Form FWP  
August 17, 2012

Filed Pursuant to Rule 433  
Dated August 15, 2012  
Registration Statement No. 333-178262

**GENERAL ELECTRIC CAPITAL CORPORATION**

**GLOBAL MEDIUM-TERM NOTES, SERIES A**

**(Senior Unsecured Callable Fixed Rate Notes)**

*Investing in these notes involves risks. See Risk Factors in Item 1A of our Annual Report on Form 10-K for the year ended December 31, 2011 filed with the Securities and Exchange Commission and in the Prospectus and Prospectus Supplement pursuant to which these notes are issued.*

|                                               |                                                                                                                                                             |
|-----------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Issuer:</b>                                | General Electric Capital Corporation                                                                                                                        |
| <b>Trade Date:</b>                            | August 15, 2012                                                                                                                                             |
| <b>Settlement Date (Original Issue Date):</b> | August 24, 2012                                                                                                                                             |
| <b>Maturity Date:</b>                         | August 24, 2037, subject to redemption at the option of the Issuer (as set forth below).                                                                    |
| <b>Principal Amount:</b>                      | US\$100,000,000                                                                                                                                             |
| <b>Price to Public (Issue Price):</b>         | 100.00%                                                                                                                                                     |
| <b>Underwriters Commission:</b>               | 1.00%                                                                                                                                                       |
| <b>All-in Price:</b>                          | 99.00%                                                                                                                                                      |
| <b>Net Proceeds to Issuer:</b>                | US\$ 99,000,000                                                                                                                                             |
| <b>Interest Rate:</b>                         | 4.575%                                                                                                                                                      |
| <b>Interest Payment Dates:</b>                | Monthly on the 24 <sup>th</sup> of each month, commencing on September 24, 2012 and ending on the maturity date or the early redemption date, if applicable |
| <b>Day Count Convention:</b>                  | 30/360, Modified Following, Unadjusted                                                                                                                      |

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**Business Day Convention:** New York

**Method of Settlement:** Depository Trust Company

**Trustee:** The Bank of New York Mellon

**Denominations:** Minimum of \$1,000 with increments of \$1,000 thereafter

**Issuer Redemption:** We may redeem your Notes, in whole or in part, at the Redemption Price set forth below on any Interest Payment Date commencing on or after August 24 2016. If we exercise our redemption option, the Interest Payment Date on which we so exercise it will be referred to as the Early Redemption Date

**Redemption Price:** If we exercise our redemption option, you will receive on the Early Redemption Date 100% of the principal amount together with any accrued and unpaid interest to but excluding the Early Redemption Date.

**Call Notice Period:** At least 30 business days prior written notice to the trustee and DTC

**Put Dates (if any):** Not Applicable

**Put Notice Period:** Not Applicable

**CUSIP:** 36962G6E9

**ISIN:** US36962G6E96

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**Plan of Distribution:**

The Notes are being purchased by Barclays Capital Inc. (the Underwriter ), as principal, at 100.00% of the aggregate principal amount less an underwriting discount equal to 1.00% of the principal amount of the Notes.

**The Issuer has agreed to indemnify the Underwriter against certain liabilities, including liabilities under the Securities Act of 1933, as amended**

**CAPITALIZED TERMS USED HEREIN WHICH ARE DEFINED IN THE PROSPECTUS SUPPLEMENT SHALL HAVE THE MEANINGS ASSIGNED TO THEM IN THE PROSPECTUS SUPPLEMENT.**

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting the SEC Web site at [www.sec.gov](http://www.sec.gov) or by accessing the links below. Alternatively, the issuer or the underwriter participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. toll-free at 1-888-603-5847**

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