

GENERAL ELECTRIC CAPITAL CORP  
Form FWP  
October 23, 2012

Filed Pursuant to Rule 433  
Dated October 22, 2012  
Registration Statement No. 333-178262

**GENERAL ELECTRIC CAPITAL CORPORATION**

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

**(Senior Unsecured Floating 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.***

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| Issuer:                                | General Electric Capital Corporation   |
| Trade Date:                            | October 22, 2012   |
| Settlement Date (Original Issue Date): | October 25, 2012   |
| Maturity Date:                         | April 25, 2014   |
| Principal Amount:                      | US \$100,000,000   |
| Price to Public (Issue Price):         | 100.000%   |
| Agents Commission:                     | 0.10%  |
| All-in Price:                          | 99.90%   |
| Net Proceeds to Issuer:                | US \$99,900,000  |
| Interest Rate Basis (Benchmark):       | LIBOR, as determined by Reuters  |
| Index Currency:                        | U.S. Dollars   |
| Spread (Plus or Minus):                | Plus 0.20%   |
| Index Maturity:                        | Three Months   |
| Interest Payment Period:               | Quarterly  |
| Interest Payment Dates:                | Quarterly on the 25 <sup>th</sup> day of each July, October, January, and April, commencing January 25, 2013 and ending on the Maturity Date |

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Initial Interest Rate: To be determined two London Business Days prior to the Original Issue Date  
Interest Reset Periods and Dates: Quarterly on each Interest Payment Date

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Interest Determination Date: Quarterly, two London Business Days prior to each Interest Reset Date  
Day Count Convention: Actual/360, Modified Following Adjusted  
Business Day Convention: New York  
Method of Settlement: The Depository Trust Company  
Trustee: The Bank of New York Mellon  
Denominations: Minimum of \$2,000 with increments of \$1,000 thereafter.  
Call Dates (if any): Not Applicable  
Call Notice Period: Not Applicable  
Put Dates (if any): Not Applicable  
Put Notice Period: Not Applicable  
CUSIP: 36962G6H2  
ISIN: US36962G6H28

**Plan of Distribution:**

The Notes are being purchased by the underwriters listed below (collectively, the Underwriters ), as principal, at 100.000% of the aggregate principal amount less an underwriting discount equal to 0.10% of the principal amount of the Notes.

| <u>Institution</u>            | Commitment    |
|-------------------------------|---------------|
| <b>Lead Managers:</b>         |               |
| Citigroup Global Markets Inc. | \$100,000,000 |
| Total                         | \$100,000,000 |

**The Issuer has agreed to indemnify the Underwriters 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). Alternatively, the Issuer or the Underwriters participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 1-877-858-5407.**

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