

GENERAL ELECTRIC CAPITAL CORP

Form 424B3

November 02, 2011

**CALCULATION OF REGISTRATION FEE**

| <b>Title of Each Class of Securities Offered</b> | <b>Maximum Aggregate Offering Price</b> | <b>Amount of Registration Fee</b> |
|--|---|-----------------------------------|
| 3.500% InterNotes® Due November 15, 2018         | \$29,242,000                            | \$3,351.13                        |
| 4.300% InterNotes® Due November 15, 2025         | \$16,024,000                            | \$1,836.35                        |

Filed Under Rule 424(b)(3), Registration Statement No. 333-156929

Term Sheet Number 377 Dated October 31, 2011

(To: Prospectus Dated January 23, 2009 , as supplemented by Prospectus Supplement Dated January 23, 2009)

| CUSIP Number | Selling Price | Gross Concession | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1 <sup>st</sup> Coupon Date | 1 <sup>st</sup> Coupon Amount | Survivor's Option | FDIC Guaranteed | Pr          |
|--------------|---------------|------------------|-------------|-------------|------------------|---------------|-----------------------------|-------------------------------|-------------------|-----------------|-------------|
| 36966TDM1    | 100.000%      | 1.450%           | Fixed       | 3.500%      | SEMI-ANNUAL      | 11/15/2018    | 05/15/2012                  | \$18.67                       | Yes               | No              | S<br>U<br>N |

Redemption Information: Non-Callable

Investing in these notes involves risks (See "Risk Factors" in our Annual Report on Form 10-K filed with the Securities and Exchange Commission).

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|--------------|---------------|------------------|-------------|-------------|------------------|---------------|-----------------------------|-------------------------------|-------------------|-----------------|-------------|
| 36966TDN9    | 100.000%      | 2.300%           | Fixed       | 4.300%      | SEMI-ANNUAL      | 11/15/2025    | 05/15/2012                  | \$22.93                       | Yes               | No              | S<br>U<br>N |

Redemption Information: Non-Callable

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|   |  |   |
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| <p>General Electric Capital Corporation</p> | <p>Offering Dates: Monday, October 24, 2011 through Monday, October 31, 2011</p> <p>Trade Date: Monday, October 31, 2011 @12:00 PM ET</p> <p>Settlement Date: Thursday, November 3, 2011</p> <p>Minimum Denomination/Increments:\$1,000.00/\$1,000.00</p> <p>Initial trades settle flat and clear SDFS: DTC Book Entry only</p> <p>DTC number: 0235 via RBC Dain Rauscher Inc.</p> <p>Agents: Banc of America Securities LLC, Incapital, LLC, Citigroup Global Markets Inc., Merrill Lynch, Pierce, Fenner &amp; Smith Incorporated, Morgan Stanley &amp; Co., Incorporated, UBS Securities LLC, Wachovia Securities, LLC</p> <p>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</p> | <p><a href="#">General Electric Capital Corporation Prospectus Supplement Dated January 23, 2009 to Prospectus Dated January 23, 2009</a></p> |
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*\* GE CAPITAL is the registered trademark of the General Electric Company.*

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