

GENERAL ELECTRIC CAPITAL CORP  
Form FWP  
July 29, 2013

Filed Pursuant to Rule 433

Dated July 25, 2013

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, 2012 filed with the Securities and Exchange Commission and in the Prospectus and Prospectus Supplement pursuant to which these notes are issued.*

**Issuer:** General Electric Capital Corporation

**Trade Date:** July 25, 2013

**Settlement Date (Original Issue Date):** July 30, 2013

**Maturity Date:** July 12, 2016

**Principal Amount:** US \$150,000,000

**Price to Public (Issue Price):** 100.0934%

**Agents Commission:** 0.200%

**All-in Price:** 99.8934%

**Accrued Interest:** \$68,932.50

**Net Proceeds to Issuer:** US \$149,909,032.50

**Interest Rate Basis (Benchmark):** LIBOR, as determined by Reuters

**Index Currency:** U.S. Dollars

**Reoffer Spread (Plus or Minus):** Plus 0.62%

**Coupon:** Three Month LIBOR Plus 0.65%

**Index Maturity:** Three Months

**Interest Payment Period:** Quarterly

**Interest Payment Dates:** Quarterly on the 12<sup>th</sup> day of each January, April, July and October, commencing October 12, 2013 and ending on the Maturity Date

**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

**Interest Determination Date:** Quarterly, two London Business Days prior to each Interest Reset Date

Page 2

Filed Pursuant to Rule 433

Dated July 25, 2013

Registration Statement No. 333-178262

**Day Count Convention:** Actual/360, Modified Following Adjusted

**Business Day Convention:** New York

**Denominations:** Minimum of \$2,000 with increments of \$1,000 thereafter.

**CUSIP:** 36962G7A6

**ISIN:** US36962G7A65

**Plan of Distribution:**

The Notes are being purchased by the underwriter listed below (the "Underwriter"), as principal, at 100.0934% of the aggregate principal amount less an underwriting discount equal to 0.200% of the principal amount of the Notes.

<u>Institution</u>	<u>Commitment</u>
U.S. Bancorp Investments, Inc.	\$150,000,000

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

**Reopening of Issue:**

The Notes are intended to be fully fungible and be consolidated and form a single issue for all purposes with the Issuer's issue of US \$1,350,000,000 aggregate principal amount of Senior Unsecured Floating Rate Notes due July 12,

2016 as described in the Issuer's pricing supplement number 6223 dated July 9, 2013.

**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 underwriter participating in the offering will arrange to send you the prospectus if you request it by calling U.S. Bancorp Investments, Inc. at 877-558-2607.**