

GENERAL ELECTRIC CAPITAL CORP

Form FWP

November 23, 2010

**Filed Under Rule 433, Registration Statement No. 333-156929**

**Term Sheet Number 339 Dated November 22, 2010**

**(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 | 1st Coupon Date | 1st Coupon Amount | Survivor's Option | FDIC Guaranteed | Product Ranking        |
|--------------|---------------|------------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-------------------|-----------------|------------------------|
| 36966TAW2    | 100%          | 1.550%           | FIXED       | 3.750%      | SEMI-ANNUAL      | 12/15/2018    | 06/15/2011      | \$20.10           | YES               | NO              | Senior Unsecured Notes |

**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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| <p>General Electric Capital Corporation</p> <p>Offering Dates: November 22, 2010 through Monday, November 29, 2010</p> <p>Trade Date: November 29, 2010<br/>@ 12:00 PM ET</p> <p>Settle Date: December 02, 2010</p> <p>Minimum Denomination/Increments: \$1,000.00/\$1,000.00</p> <p>Initial trades settle flat and clear</p> <p>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, Charles Schwab &amp; Co., Inc., 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</p> | <p><a href="#">General Electric Capital Corporation</a><br/><a href="#">GE Capital * InterNotes®</a><br/><a href="#">Prospectus Supplement</a><br/><a href="#">Dated January 23, 2009</a></p> |
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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, Incapital Holdings LLC, or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Incapital Holdings LLC at 1-312-379-3755 or Investor Communications of the issuer at 1-203-357-3950.

*\* GE CAPITAL is the registered trademark of the General Electric Company.*

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