

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).*

<p>General Electric Capital Corporation</p> <p>Offering Dates: November 22, 2010 through Monday, November 29, 2010</p> <p>Trade Date: November 29, 2010 @ 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> <a href="#">GE Capital * InterNotes®</a> <a href="#">Prospectus Supplement</a> <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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