

GENERAL ELECTRIC CAPITAL CORP

Form 424B3

January 09, 2008

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Maximum Aggregate Offering Price | Amount of Registration Fee |
|---|----------------------------------|----------------------------|
| Senior Unsecured Notes | \$2,000,000,000 | \$78,600.00 |

PROSPECTUS

Pricing Supplement Number: 4707

Dated March 29, 2006

Filed Pursuant to Rule 424(b)(3)

PROSPECTUS SUPPLEMENT

Dated January 8, 2008

Dated March 29, 2006

Registration Statement: No. 333-132807

GENERAL ELECTRIC CAPITAL CORPORATION

GLOBAL MEDIUM-TERM NOTES, SERIES A

(Senior Unsecured Fixed Rate Notes)

Issuer: General Electric Capital Corporation

Ratings: Aaa/AAA

Trade Date: January 8, 2008

Settlement Date (Original Issue Date):
January 14, 2008

Maturity Date:
October 19, 2012

Principal Amount: US\$ 2,000,000,000

Price to Public (Issue Price): 102.948% (plus accrued interest from and including October 19, 2007 to but excluding January 14, 2008)

Agents Commission: 0.150%

All-in Price: 102.798%

Accrued Interest: US\$ 24,791,666.67

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Net Proceeds to Issuer: US\$ 2,080,751,666.67
Treasury Benchmark: 3.625% due December 15, 2012
Spread to Treasury Benchmark: Plus 1.45%
Interest Rate Per Annum: 5.25%
Interest Payment Dates: Semi-annually on the 19th of each April and October, commencing April 19, 2008 and ending on the Maturity Date

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Day Count Convention: 30/360
Denominations: Minimum of \$1,000 with increments of \$1,000 thereafter.
Call Notice Period: None
Put Dates (if any): None
Put Notice Period: None
CUSIP: 36962G3K8
ISIN: US36962G3K83
Common Code: 032731759

Investing in the Notes involves risks. See "Risk of Foreign Currency Notes and Indexed Notes" on page 2 of the accompanying prospectus supplement and "Risk Factors" on page 2 of the accompanying prospectus.

Plan of Distribution:

The Notes are being purchased by the underwriters listed below (collectively, the "Underwriters"), as principal, at 102.948% of the aggregate principal amount less an underwriting discount equal to 0.15% of the principal amount of the Notes.

Institution

Commitment

Lead Managers:

| | |
|---------------------------|----------------|
| Goldman, Sachs & Co. | \$ 633,334,000 |
| JP Morgan Securities Inc. | \$ 633,333,000 |
| Lehman Brothers Inc. | \$ 633,333,000 |

Co-Managers:

| | |
|----------------------------------|------------------|
| CastleOak Securities, L.P. | \$ 28,000,000 |
| Robert Van Securities, Inc. | \$ 28,000,000 |
| Samuel A. Ramirez & Co., Inc. | \$ 20,000,000 |
| The Williams Capital Group, L.P. | \$ 20,000,000 |
| Utendahl Capital Partners, L.P. | \$ 4,000,000 |
| Total | \$ 2,000,000,000 |

The Company has agreed to indemnify the Underwriters against certain liabilities, including liabilities under the Securities Act of 1933, as amended.

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Additional Terms:

Reopening of Issue

The Notes are intended to be fully fungible and be consolidated and form a single issue for all purposes with the Issuers issue of US \$ 2,500,000,000 principal amount of Fixed Rate Notes due October 19, 2012 as described in the Issuers pricing supplement number 4670 dated October 16, 2007.

Additional Information:

General

At September 30, 2007, the Company had outstanding indebtedness totaling \$480.041 billion, consisting of notes payable within one year, senior notes payable after one year and subordinated notes payable after one year. The total amount of outstanding indebtedness at September 30, 2007, excluding subordinated notes payable after one year, was equal to \$471.656 billion.

Consolidated Ratio of Earnings to Fixed Charges

The information contained in the Prospectus under the caption "Consolidated Ratio of Earnings to Fixed Charges" is hereby amended in its entirety, as follows:

| <u>Year Ended December 31</u> | | | | | <u>Nine Months Ended</u> |
|-------------------------------|-------------|-------------|-------------|-------------|---------------------------|
| <u>2002</u> | <u>2003</u> | <u>2004</u> | <u>2005</u> | <u>2006</u> | <u>September 30, 2007</u> |
| 1.43 | 1.77 | 1.87 | 1.70 | 1.64 | 1.56 |

For purposes of computing the consolidated ratio of earnings to fixed charges, earnings consist of net earnings adjusted for the provision for income taxes, minority interest and fixed charges.

Fixed charges consist of interest and discount on all indebtedness and one-third of rentals, which the Company believes is a reasonable approximation of the interest factor of such rentals.

CAPITALIZED TERMS USED HEREIN WHICH ARE DEFINED IN THE PROSPECTUS SUPPLEMENT SHALL HAVE THE MEANINGS ASSIGNED TO THEM IN THE PROSPECTUS SUPPLEMENT.