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GENERAL ELECTRIC CAPITAL CORP

Form FWP

October 23, 2012

[Filed Under Rule 433, Registration Statement No. 333-178262](#)

[Pricing Supplement No. 417 Dated October 22, 2012](#)

[\(To: Prospectus Dated December 1, 2011 , as supplemented by Prospectus Supplement Dated December 1, 2011\)](#)

CUSIP Number	Selling Price	Gross Concession	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 st Coupon Date	1 st Coupon Amount	Survivor's Option	Product Ranking
36966TGU0	100.000%	2.150%	Fixed	3.000%	SEMI-ANNUAL	11/15/2025	05/15/2013	\$16.17	Yes	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).

CUSIP Number	Selling Price	Gross Concession	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 st Coupon Date	1 st Coupon Amount	Survivor's Option	Product Ranking
36966TGV8	100.000%	2.900%	Fixed	3.500%	SEMI-ANNUAL	11/15/2031	05/15/2013	\$18.86	Yes	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: Monday, October 22, 2012 through Monday, October 29, 2012</p> <p>Trade Date: Monday, October 29, 2012 @ 12:00 PM ET</p> <p>Settlement Date: Thursday, November 1, 2012</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: BofA Merrill Lynch, Incapital, LLC, Citigroup, Morgan Stanley, UBS Investment Bank, Wells Fargo Advisors, 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 site at 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</p>	<p>General Electric Capital Corporation GE Capital* InterNotes® Prospectus Supplement Dated December 1, 2011 to Prospectus Dated December 1, 2011</p>
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	Incapital Holdings LLC at 1-312-379-3755 or Investor Communications of the issuer at 1-203-357-3950. <i>* GE CAPITAL is the registered trademark of General Electric Capital Corporation.</i> <i>InterNotes® is a registered trademark of Incapital Holdings, LLC.</i> <i>All rights reserved.</i>	
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gn="center"> ⁽¹⁾12/31/2007 Common Shares of Beneficial Interest 49,100 \$ 32.3367 200,338 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICHOLS ANTHONY A SR 401 PLYMOUTH ROAD SUITE 500 PLYMOUTH MEETING, PA 19462	X			

Signatures

Anthony A. Nichols, Sr 07/26/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option vested in five equal installments on January 1, 1999, 2000, 2001, 2002, and 2003
- (2) There was no direct transaction on the above date. The indirect ownership is disclosed for informational purposes only.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.