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GENERAL ELECTRIC CAPITAL CORP

Form FWP

April 08, 2009

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

Term Sheet Number 264 Dated April 06, 2009

(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
36966R3A2	100%	1.350%	FIXED	6.100%	SEMI-ANNUAL	04/15/2015	10/15/2009	\$30.33	YES	NO	Senior Unsecured Notes

Redemption Information: **Non-Callable.**

*The debt is not guaranteed under the Federal Deposit Insurance Corporation's Temporary Liquidity Guarantee Program. The notes offered hereby are not insured by the Federal Deposit Insurance Corporation or any other governmental agency. Investing in these notes involves risks (See "Risk Factors" in our Annual Report on Form 10-K filed with the SEC on February 18, 2009).*

<p>General Electric Capital Corporation</p>	<p>Offering Dates: April 06, 2009 through November 12, 2008                  Trade Date: April 13, 2009 @ 12:00 PM ET                  Settle Date: April 16, 2009                  Minimum Denomination/Increments: \$1,000.00/\$1,000.00                  Initial trades settle flat and clear SDFS: DTC Book Entry only                  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 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 <a href="http://www.sec.gov">www.sec.gov</a>. 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.</p> <p><i>* GE CAPITAL is the registered trademark of the General Electric Company.</i></p> <p><i>InterNotes® is a registered trademark of Incapital Holdings LLC. All rights reserved.</i></p>	<p><a href="#">General Electric Capital Corporation</a>  <a href="#">GE Capital<sup>*</sup> InterNotes®</a>  <a href="#">Prospectus Supplement</a>  <a href="#">Dated January 23, 2009</a></p>
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