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GENERAL ELECTRIC CAPITAL CORP

Form FWP

November 04, 2009

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

Term Sheet Number 291 Dated November 02, 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	1 st Coupon Date	1 st Coupon Amount	Survivor's Option	FDIC Guaranteed	Product Ranking
36966R4X1	100%	1.550%	FIXED	4.500%	SEMI-ANNUAL	11/15/2017	05/15/2010	\$22.75	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 Item 1a of our Quarterly Report on Form 10-Q for the period ended March 31, 2009 and our Annual Report on Form 10-K both 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	FDIC Guaranteed	Product Ranking
36966R4Y9	100%	1.900%	FIXED	5.100%	SEMI-ANNUAL	11/15/2020	05/15/2010	\$25.78	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 Item 1a of our Quarterly Report on Form 10-Q for the period ended March 31, 2009 and our Annual Report on Form 10-K both filed with the Securities and Exchange Commission).

<p>General Electric Capital Corporation</p>	<p>Offering Dates: November 02, 2009 through Monday, November 09, 2009 Trade Date: November 09, 2009 @ 12:00 PM ET Settle Date: November 13, 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 & Co., Inc., Citigroup Global Markets Inc., Merrill Lynch, Pierce, Fenner & Smith</p>	<p>General Electric Capital Corporation GE Capital* InterNotes® Prospectus Supplement Dated January 23, 2009</p>
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	<p>Incorporated, Morgan Stanley & 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 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.</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>	
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\$ 15.14 25,515 D Common Stock 11/08/2005 11/08/2005S 700 ⁽¹⁾ D \$ 50.64 24,815 D Common Stock 11/08/2005 11/08/2005S 3,400 ⁽¹⁾ D \$ 50.63 21,415 D Common Stock 11/08/2005 11/08/2005S 1,500 ⁽¹⁾ D \$ 50.62 19,915 D Common Stock 11/08/2005 11/08/2005S 6,000 ⁽¹⁾ D \$ 50.59 13,915 D Common Stock 11/08/2005 11/08/2005S 3,400 ⁽¹⁾ D \$ 50.65 10,515 D Common Stock 11/08/2005 11/08/2005S 3,871 ⁽¹⁾ D \$ 50.69 6,644 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 15.14	11/08/2005	11/08/2005	M	18,871 ⁽¹⁾	01/27/2000 01/27/2010	Common Stock 18,871

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAMPBELL CHRISTAIN C/O YUM! BRANDS, INC. 1441 GARDINER LANE LOUISVILLE, KY 40213			SVP GC and CFPO	

Signatures

Christian L. Campbell	11/09/2005
**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) Shares exercised and sold pursuant to SEC 10b5-1 plan.

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.