

GENERAL ELECTRIC CAPITAL CORP

Form FWP

November 15, 2012

Filed pursuant to Rule 433
Dated November 15, 2012
Registration Statement No. 333-182527

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GENERAL INFORMATION

What is GE Capital Invest Direct?

GE Capital Invest Direct is a website through which General Electric Capital Corporation offers consumers and small businesses the opportunity to invest directly in GE Interest Plus and GE Capital Select notes.

What is GE Interest Plus?

GE Interest Plus is an investment designed to provide individual investors with a convenient way to invest directly in General Electric Capital Corporation (GE Capital). It is an unsecured and senior debt obligation of GE Capital. It is not a bank account, certificate of deposit or a money market fund and is not FDIC insured. GE Interest Plus is not guaranteed under the FDIC's Temporary Liquidity Guarantee Program. It is offered by prospectus only in the U.S. More information concerning GE Interest Plus is contained in the prospectus.

How does GE Interest Plus set its rates?

Rates are reviewed by the GE Interest Plus Committee and may be reset on a weekly basis.

How is yield calculated?

Yield reflects the annual rate of return on your investment. It assumes that interest is accrued and compounded daily and posted monthly, and that there are no additional investments or redemptions.

How is Interest accrued and paid?

Interest on the GE Interest Plus notes will accrue and compound daily. Interest will be credited and automatically reinvested in additional GE Interest Plus Notes monthly.

What is the minimum initial investment?

The minimum initial investment is \$500.

What do I need to know about this investment?

GE Interest Plus is an investment in the senior unsecured corporate debt of General Electric Capital Corporation. GE Interest Plus is not an obligation of or guaranteed by General Electric Company, BNY Mellon (our Agent Bank), GE Capital Bank, GE Capital Retail Bank or any other company. The Notes are not equivalent to a deposit or other bank account and are not subject to the protection of the Federal Deposit Insurance Corporation or any other insurance. The Notes are not a brokerage account with GE Capital Markets, Inc. or any other broker-dealer and are not protected by the Securities Investor Protection Corporation under the Securities Investors Protection Act of 1970. The Notes are also not a money market fund and are not subject to the requirements of the Investment Company Act of 1940 or

the Employee Retirement Income Security Act of 1974, as amended. Please review our prospectus and supplements before you invest.

Is GE Interest Plus FDIC Insured?

No. GE Interest Plus is not an FDIC-insured bank deposit, certificate of deposit or money market fund. It is an investment in the senior unsecured corporate debt of General Electric Capital Corporation.

What is the difference between GE Capital Select and GE Interest Plus?

When you invest in GE Capital Select term notes, you are investing a fixed amount of money in a fixed rate term note. This means that you are paid a fixed rate of interest and agree not to redeem your investment for a specific period of time. This rate will not change during the term of the note. If you decide to redeem your note prior to maturity (other than within 10 days of funding of the investment or upon the death of the registered holder of the note), you will incur a 5% penalty and will only receive 95% of the aggregate principal amount of the redeemed notes. See the prospectus and supplements for more information.

When you invest in GE Interest Plus, you are investing in a variable rate demand note. This means that the note pays a floating rate of interest and is redeemable by you at any time. The interest rate offered by GE Interest Plus varies and may be reset as often as weekly, as determined by the GE Interest Plus Rate Committee. You are able to add to or redeem your investment by check, ACH transfer and wire. More information can be found in the prospectus and pricing supplements.

What if my investment amount falls below the required minimum?

The required minimum investment is \$500. If your investment falls below the required minimum you will be notified in writing and will be provided with at least 30 days in which to increase your balance to the minimum requirement. If you do not do so, your investment may be fully redeemed by GE Capital. Upon such redemption, a check for the redemption amount will be mailed to the registered address of record.

Will the interest I earn be taxable?

Yes. Interest earned on your GE Interest Plus investment will constitute income to you and is taxable in the year in which it is earned. Interest income is subject to federal and applicable state and local taxes.

Why do you pay a lower rate for investments that are greater than \$5 Million?

The rate paid to investments greater than \$5 million is designed to encourage investors to maintain investments below \$5 million. The reduced rate only applies to that portion of your investment that is greater than \$5 million.

What if I have questions about my investment?

For up-to-date information about your investment or current GE Interest Plus rates, you may login to eService or call our automated telephone service at 1-800-433-4480, 24 hours a day, 7 days a week. Customer Service Representatives are also available at this number, Monday through Friday, from 8:00 a.m. to 7:00 p.m. Eastern Time.

INVESTING AND REDEEMING

How do I invest in GE Interest Plus?

To invest, you will submit your application online. For individuals, joint tenants and custodial investors, your application will be reviewed online in real time. If your application is approved, you will have the opportunity to fund your investment either through electronic transfer from a linked bank account or by mailing in a check. For trust investors, you will submit your application online and then mail in supporting documentation along with your check to fund your investment.

Can I apply for an investment if I do not have a Driver's License?

Yes. If you do not have a Driver's License, you may apply as long as you have a valid, non-expired State ID.

What types of checks will you accept for investment?

Your investment check must be drawn on a U.S. bank or a U.S. branch of a foreign bank. Funds must be in U.S. dollars. Cash, money orders, traveler's checks, starter checks, cashier's checks, credit card checks, foreign checks and third party checks are not acceptable. Your check must be made payable to GE Interest Plus or the registered investors of the GE Interest Plus investment. Initial investment checks must be made out to GE Interest Plus.

How do I add to or redeem from my investment?

The easiest way to invest more or redeem a portion of your investment is by linking an external bank account and electronically transferring funds to and from your linked bank account. Such transactions may be done on a one-off basis or you may set up automatic monthly investment or redemption transactions. Other ways to invest include mailing in a check, wiring in funds, payroll deductions, authorizing Social Security to invest your monthly payments, and authorizing automatic monthly transfers from a linked bank account. In addition to requesting an electronic redemption transfer to your linked bank account, you may redeem through check writing (if you are enrolled and maintain a signature card on file) and the Wire Redemption Service (if you are enrolled).

Can I redeem my investment at any time?

Yes, you can do so at no charge by simply writing a check (\$250 minimum), transferring money to a linked bank account through electronic transfer or enrolling in the Wire Redemption Service (subject to a \$1,000 minimum wire amount and a \$25 wire fee).

Are there any penalties for redeeming funds?

No. You have unlimited access to your investment if the funds are available for redemption. If you write a check under the \$250 minimum or redeem funds using the Wire Redemption Service, however, you may be assessed a fee as described in our prospectus and supplements.

What type of bank account can I link to my GE Interest Plus investment?

The bank account you link to your investment must be a U.S.-based bank checking or savings account. You may link a bank account to your investment when you apply online and may subsequently add additional linked bank accounts or change your linked bank accounts through our eService website.

Can I link more than one bank account to my GE Interest Plus investment?

Yes, you may do so if you are enrolled in eService and link your bank account through the eService website.

When are invested funds available for redemption?

New investments will be available for redemption between 1 to 7 business days after the date such funds are credited to your investment account depending on how you funded your investment. This period of time is designed to protect both you and GE Interest Plus by ensuring that your investment has been cleared by the banking system. Please note that while your money may not be immediately available for redemption, it will continue to earn interest from the credit date. See the table below to determine when your money will be available for redemption:

Investment Method Available for redemption	
Initial investment (new investments)	7 business days after credit date
Mailed investment check	7 business days after credit date
Wired investment	1 business day after credit date
Automated Clearing House (electronic transfer)	3 business days after credit date
GE Employee Payroll Deduction	1 business day after credit date
FEES	

Do I pay any sales or management fees?

No. There are no sales or management fees.

Are there maintenance or other fees?

There are no regular maintenance fees. Fees assessed are for wire redemptions, stop payment requests, checkbook reorders and other items outlined in our prospectus and supplements.

REPORTING, INVESTOR COMMUNICATIONS AND CHECK DELIVERY

When will I know that my investment has been established?

When you open your investment online, you will be provided with welcome information on screen and can download your welcome kit once your investment has been established. You will also be notified that your investment has been opened through a confirmation statement mailed to you. Please note that there may be instances where we require additional information to validate your identity before we open your investment account. If that is the case, there may be a delay in the establishment of your investment.

How often will I receive statements?

You will be emailed a statement notification or mailed a statement monthly. If you do receive your statements online, you will have access to 24 months of historic statements on our eService website.

When will I receive my 1099-INT Form?

GE Capital Invest Direct will mail your 1099-INT Form in January of each year following the reporting year.

TYPES OF INVESTMENT ACCOUNTS

What are the types of investment accounts that I can open?

GE Interest Plus opens individual investments, joint investments, Uniform Gifts to Minors or Uniform Transfer to Minors investments (UGMA or UTMA) and certain trust investments. Trust applications will not be accepted from any trust that is an employee benefit, retirement, or deferred compensation plan.

What is required to open a Trust Investment?

After you submit your application electronically only, you must mail in a completed and signed Trustee Certification and Agreement, IRS Form W-9, and the first two pages and the signature page of the trust agreement along with your check for \$500 or more to fund your investment. Make sure the name of the trust, the date the trust was established and the name of the trustee (and co-trustee if applicable) appear on the pages of the trust agreement you send in.

What is a Uniform Gift to Minors Account?

The Uniform Gift to Minors Act (UGMA) or the Uniform Transfers to Minors Act (UTMA) is a type of custodial account for children. Most states have adopted one form of these uniform acts as a means of transferring ownership of property to children. The Acts allow a person to fund an investment for a child, but limit that child's access to the investment until the child reaches the age of majority. The age of majority is set by state law and typically ranges from 18 to 21. The child is the investment owner, but the parent (or other adult) is named as custodian. The custodian controls the investment until the child is no longer a minor. At that point, the custodial relationship ends and the child controls the investment.

Can I establish an investment account with an address outside the United States?

No. GE Interest Plus notes are available only to individuals who have an established residence in the U.S.

Can I have my mail sent to an address outside the United States?

No.

Does GE Interest Plus offer IRAs?

No. GE Interest Plus is not a retirement investment vehicle.

HOW TO CONTACT US

What are the mailing addresses for GE Capital Invest Direct/GE Interest Plus?

For financial items (checks)

**GE Capital Invest Direct
GE Interest Plus
PO Box 534020
Pittsburgh, PA 15253-4020**

For Letters/Correspondence:

**GE Capital Invest Direct
GE Interest Plus
PO Box 534021
Pittsburgh, PA 15253-4021**

For overnight mail:

**GE Capital Invest Direct
GE Interest Plus
Room 154-0510
500 Ross Street
Pittsburgh, PA 15262**

How do invest by wire?

If you have an investment, you may wire funds to your investment with the following instructions:

GE Interest Plus, BNY Mellon, Pittsburgh, PA
ABA # 043000261
Investment Account #: Your 14-digit GEIP Investment Account Number

You will likely be charged a wire fee by the originating bank. Your funds will be invested and you will begin earning interest on the same business day we receive the wire provided that the funds have been received by 2:00 p.m. Eastern Time. Please be advised that our agent bank has a different routing

number for Automated Clearing House transactions (electronic transfers). Make sure you use the wire routing number listed above for wire transactions.

MANAGING YOUR INVESTMENT ONLINE OR OVER THE PHONE

How can I manage my investment via the Internet?

Once you receive your investment number, you will be able to manage your investment online through GE Capital Invest Direct eService. If you open your investment online you will register for eService during your application process and complete your registration process after your investment has been opened successfully. With eService you will have fast, safe, and easy access to your investment anytime, anywhere and be able to conveniently manage your investment online:

- Transfer money between your investment and a linked bank account
- Add or change a linked bank account
- Update your profile
- Log-in and view all of the GE Capital Invest Direct investments associated with your Social Security number
- View transactions, check images and statements

To ensure security, we encrypt all information between your PC and GE Interest Plus using secured browsers and 128 bit encryption technology.

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What is GE Capital Invest Direct?

GE Capital Invest Direct is a website through which General Electric Capital Corporation offers consumers and small businesses the opportunity to invest directly in GE Interest Plus and GE Capital Select notes.

What is GE Interest Plus for Businesses?

GE Interest Plus for Businesses is an investment designed to provide investors with a convenient way to invest directly in General Electric Capital Corporation (GE Capital). GE Interest Plus for Businesses is an unsecured senior debt obligation of GE Capital. It is not a bank account, certificate of deposit or a money market fund and is not FDIC-insured. GE Interest Plus for Businesses is not guaranteed under the FDIC's Temporary Liquidity Guarantee Program. It is offered by prospectus in the U.S. only. Complete information concerning GE Interest Plus for Businesses is contained in the prospectus.

What do I need to know about this investment?

GE Interest Plus for Businesses is not an obligation of or guaranteed by General Electric Company, BNY Mellon (the Agent Bank), GE Capital Bank, GE Capital Retail Bank or any other company. The Notes are not equivalent to a deposit or other bank account and are not subject to the protection of the Federal Deposit Insurance Corporation or any other insurance. The Notes are not a brokerage account with GE Capital Markets, Inc. or any other broker-dealer and are not protected by the Securities Investor Protection Corporation under the Securities Investors Protection Act of 1970. The Notes are also not a money market fund and are not subject to the requirements of the Investment Company Act of 1940 or the Employee Retirement Income Security Act of 1974, as amended. Please review the prospectus for more information on risks associated with the investment.

Is GE Interest Plus for Businesses FDIC Insured?

No. GE Interest Plus for Businesses is not an FDIC-insured deposit, certificate of deposit or money market fund. It is an investment in the senior unsecured debt of General Electric Capital Corporation.

How does GE Interest Plus for Businesses set its rates?

Rates are reviewed by the GE Interest Plus Committee and may be reset on a weekly basis.

How is the yield calculated?

Yield reflects the annual rate of return on your investment. It assumes that interest is accrued and compounded daily and posted monthly, and that there are no additional investments or redemptions.

Why is the rate offered to businesses lower than rates offered to personal investors?

GE Interest Plus for Businesses offers a lower rate for commercial investments because business accounts tend to be more volatile than those of consumers.

Can I use checks to redeem my GE Interest Plus for Businesses investment?

No. Checkbooks are not provided with your GE Interest Plus for Businesses investment. You may take advantage of our electronic transfer services to move money from your linked business checking or operating account and may also redeem by wire.

What is the minimum initial investment?

The minimum initial investment is \$500.

What if my investment amount falls below the required minimum?

The required minimum investment is \$500. If your investment falls below the required minimum you will be notified in writing and will be provided with at least 30 days in which to increase your balance to the minimum requirement. If you do not do so, your investment may be fully redeemed by GE Capital. Upon such redemption, a check for the redemption amount will be mailed to the registered address of record.

Will the interest my business earns be taxable?

Yes. Interest earned on your GE Interest Plus investment will constitute income to you and is taxable in the year in which it is earned. Interest income is subject to federal and applicable state and local taxes.

Why do you pay a lower rate for investments that are greater than \$5 Million?

The rate paid to investments greater than \$5 million is designed to encourage investors to maintain investments below \$5 million. The reduced rate only applies to that portion of your investment that is greater than \$5 million.

How is interest accrued and paid?

Interest on GE Interest Plus for Businesses Notes will accrue and compound daily. Interest will be credited and automatically reinvested in additional Notes monthly.

What if I have questions about my investment?

For up-to-date information about your investment or current GE Interest Plus for Businesses rate, you may login to eService or call our automated telephone service at 1-800-433-4480, 24 hours a day, 7 days a week. Customer Service Representatives are also available at this number, Monday through Friday, from 8:00 a.m. to 7:00 p.m. Eastern Time.

ESTABLISHING A GE INTEREST PLUS FOR BUSINESSES INVESTMENT

What type of business entities can establish a GE Interest Plus for Businesses investment?

Corporations, LLCs, Partnerships and Sole Proprietorships are able to establish GE Interest Plus for Businesses investments.

How can I establish and investment for my business?

You may submit your application process online by clicking [here](#). Please note that you will need to mail in additional forms, supporting documentation, and your initial investment check before your investment will be established.

What type of documentation is required to establish a GE Interest Plus for Businesses investment account?

Corporations must provide:

- Signed corporate authorization form
- IRS form W-9
- Copies of Articles of Incorporation with evidence of state filing
- Bank statement copy or voided check to verify linked bank account

LLCs must provide:

- Signed LLC authorization form
- IRS form W-90. Copy of Limited Liability Company Agreement or other operating document
- Copy of Certificate of Formation with evidence of state filing
- Bank statement copy or voided check to verify linked bank account

Partnerships must provide:

- Signed partnership authorization form
- IRS form W-9
- If a limited partnership, copy of Certificate of Partnership with evidence of state filing. If a general partnership, Partnership Agreement with evidence of state filing
- Bank statement copy or voided check to verify linked bank account

Sole Proprietorships must provide:

- IRS form W-9
- Copy of business license with evidence of state filing
- Bank statement copy or voided check to verify linked bank account

How do I fund my investment?

You will mail in your initial investment with the required forms and supporting documents. Your initial investment must be \$500 or more.

Can I establish an investment with an address outside of the United States?

No. Your business must be based in the U.S with a U.S. mailing address.

Can I have my mail sent to an address outside the United States?

No.

INVESTING AND REDEEMING

What types of checks will you accept for investment?

Your investment check must be drawn on a U.S. bank or a U.S. branch of a foreign bank. Funds must be in U.S. dollars. Money orders, traveler's checks, starter checks, cashier's checks, credit card checks, foreign checks and third party checks are not acceptable. Your check must be made payable to GE Interest Plus for Businesses. Cash is not accepted.

How do I add to or redeem from my investment?

The easiest way to invest more or redeem a portion of your investment is by linking your external checking or operating account and electronically transferring funds to or from your linked bank account. Other ways to invest include mailing in a check or wiring funds. In addition to requesting an electronic redemption transfer to your linked checking or operating account, you may redeem through the Wire Redemption Service.

Can I redeem my investment at any time?

Yes, you can do so at no charge by simply transferring money to your linked business checking or operating account through electronic transfer or wiring funds to the bank account you have designated for wire redemption purposes (subject to a \$1,000 minimum wire amount and a \$25 wire fee).

Are there any penalties for redeeming funds?

No. You have unlimited access to your investment if the funds are available for redemption. You will be assessed a \$25 wire fee if you elect to redeem funds using our Wire Redemption Service.

What type of bank account can I link to my GE Interest Plus for Businesses investment?

It must be a U.S. based bank checking or operating account with a valid routing and transit number. The business bank account must be registered in the same name as your business.

When are invested funds available for redemption?

New investments will be available for redemption between from 1 to 7 business days after the date such funds are credited to your investment account depending on how you sent in your investment. This period of time is designed to protect both you and GE Interest Plus by ensuring that your investment has been cleared by the banking system. Please note that while your money may not be immediately available for redemption, it will continue to earn interest from the credit date. See the table below to determine when your money will be available for redemption:

Investment Method	Available for redemption
Initial investment (new investments)	7 business days after credit date
Mailed investment check	7 business days after credit date
Wired investment	1 business day after credit date
Automated Clearing House (electronic transfer)	3 business days after credit date

FEES

Do I pay any sales or management fees?

No. There are no sales or management fees.

Are there maintenance Fees?

There are no regular maintenance fees. Fees assessed for wire redemptions and other items are outlined in our prospectus and supplements.

REPORTING, INVESTOR COMMUNICATIONS AND CHECK DELIVERY

When will I know that my investment has been established?

You will be notified that your investment has been established through a confirmation statement mailed to you. We will also email a welcome notification to the Primary Authorized Person designated on your application. If we cannot validate your business or the identity of the persons authorized to transact on behalf of your business, your application will be declined and you will be notified via email.

How often will I receive statements?

You will be emailed a statement notification or mailed a statement monthly. If you receive your statements online, you will have access to 24 months of historic statements on our eService website.

When will I receive my 1099-INT Form?

GE Interest Plus will mail you your 1099 INT Form in January of each year following the reporting year.

HOW TO CONTACT US

What are the mailing addresses for GE Capital Invest Direct/GE Interest Plus?

For financial items (checks) GE Capital Invest Direct

GE Interest Plus
PO Box 534020
Pittsburgh, PA 15253-4020

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If you have an investment, you may wire funds to your investment with the following instructions:

GE Interest Plus, BNY Mellon, Pittsburgh, PA
ABA # 043000261
Investment Account #: Your 14-digit GEIP Investment Account Number

You will likely be charged a wire fee by the originating bank. Your funds will be invested and you will begin earning interest on the same business day we receive the wire. Please be advised that our agent bank has a different routing number for Automated Clearing House transactions (electronic transfers). Make sure you use the wire routing number listed above for wire transactions.

MANAGING YOUR INVESTMENT ONLINE OR OVER THE PHONE

How can I manage my investment via the Internet?

Once you receive your investment number, you will be able to manage your investment online through GE Capital Invest Direct eService. You will register for eService during your application process and complete the registration process after your investment has been opened successfully. In eService you will have fast, safe, and easy access to your investment anytime, anywhere and be able to conveniently manage your investment online:

Transfer money between your investment and your linked bank account
Add or change a linked bank account
Update your businesses profile
View transactions and statements

To ensure security, we encrypt all information between your PC and GE Interest Plus for Businesses using secured browsers and 128 bit encryption technology.
