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GENERAL ELECTRIC CAPITAL CORP

Form FWP

February 23, 2012

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

[Pricing Supplement No. 394 Dated February 21, 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 <sup>st</sup> Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor's Option	Product Ranking
36966TEV0	100.000%	1.550%	Fixed	3.000%	SEMI-ANNUAL	03/15/2020	09/15/2012	\$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 <sup>st</sup> Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor's Option	Product Ranking
36966TEW8	100.000%	2.500%	Fixed	4.050%	SEMI-ANNUAL	03/15/2027	09/15/2012	\$21.83	Yes	Senior Unsecured Notes

**Redemption Information:** Non-Callable

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CUSIP Number	Selling Price	Gross Concession	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup> Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor's Option	Product Ranking
36966TEX6	100.000%	3.000%	Fixed	4.350%	SEMI-ANNUAL	03/15/2032	09/15/2012	\$23.44	Yes	Senior Unsecured Notes

**Redemption Information:** Non-Callable

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General Electric Capital Corporation	<p>Offering Dates: Tuesday, February 21, 2012 through Monday, February 27, 2012</p> <p>Trade Date: Monday, February 27, 2012 @ 12:00 PM ET</p> <p>Settlement Date: Thursday, March 1, 2012</p> <p>Minimum Denomination/Increments:\$1,000.00/\$1,000.00</p>	<p><a href="#">General Electric Capital Corporation GE Capital® InterNotes® Prospectus Supplement Dated December 1, 2011 to Prospectus Dated December 1, 2011</a></p>
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Initial trades settle flat and clear SDFS: DTC Book Entry only  
DTC number: 0235 via RBC Dain Rauscher Inc.

Agents: BofA Merrill Lynch, Incapital, LLC, Citigroup, Morgan Stanley, UBS Investment Bank, Wells Fargo Advisors, LLC

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](http://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.

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