

GENERAL ELECTRIC CAPITAL CORP
 Form 424B3
 March 13, 2008

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Maximum Aggregate Offering Price | Amount of Registration Fee |
|---|----------------------------------|----------------------------|
| Senior Unsecured Notes | \$75,000,000.00 | \$2,947.50 |

PROSPECTUS

Pricing Supplement Number: 4767

Dated March 29, 2006

Filed Pursuant to Rule 424(b)(3)

PROSPECTUS SUPPLEMENT

Dated March 11, 2008

Dated March 29, 2006

Registration Statement: No. 333-132807

GENERAL ELECTRIC CAPITAL CORPORATION

GLOBAL MEDIUM-TERM NOTES, SERIES A

(Senior Unsecured Floating Rate Notes)

| | |
|--|---------------------------------------|
| Issuer: | General Electric Capital Corporation |
| Ratings: | Aaa/AAA |
| Trade Date: | March 11, 2008 |
| Settlement Date (Original Issue Date): | March 14, 2008 |
| Maturity Date: | February 1, 2011 |
| Principal Amount: | US \$75,000,000.00 |
| Price to Public (Issue Price): | 100.00% |
| Agents Commission: | 0.090% |
| All-in Price: | 99.91% |
| Accrued Interest: | US \$322,820.75 |
| Net Proceeds to Issuer: | US \$75,255,320.75 |
| Interest Rate Basis (Benchmark): | LIBOR, as determined by LIBOR Reuters |
| Index Currency: | U.S. Dollars |

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| | |
|--------------------------|---|
| Coupon (plus or minus): | Plus 0.450% |
| Spread (plus or minus): | Plus 0.466% |
| Index Maturity: | Three Months |
| Interest Payment Period: | Quarterly |
| Interest Payment Dates: | Quarterly on the 1 st day of each February, May, August, and November, commencing May 1 st , 2008 (short first coupon) and ending on the Maturity Date |

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| | |
|-----------------------------------|--|
| Initial Interest Rate: | To be determined two London Business Days prior to the Original Issue Date |
| Interest Reset Periods and Dates: | Quarterly on each Interest Payment Date |
| Interest Determination Date: | Quarterly, two London Business Days prior to each Interest Reset Date |
| Day Count Convention: | Actual/360 |
| Denominations: | Minimum of \$1,000 with increments of \$1,000 thereafter |
| CUSIP: | 36962G3Q5 |

Investing in the Notes involves risks. See "Risk of Foreign Currency Notes and Indexed Notes" on page 2 of the accompanying prospectus supplement and "Risk Factors" on page 2 of the accompanying prospectus.

Plan of Distribution:

The Notes are being purchased by Morgan Stanley & Co. Incorporated (the "Underwriter"), as principal, at 100.00% of the aggregate principal amount less an underwriting discount equal to 0.090% of the principal amount of the Notes.

| <u>Institution</u> | <u>Commitment</u> |
|-----------------------------------|---------------------|
| Lead Manager: | |
| Morgan Stanley & Co. Incorporated | \$75,000,000 |
| Total | <u>\$75,000,000</u> |

The Company has agreed to indemnify the Underwriter against certain liabilities, including liabilities under the Securities Act of 1933, as amended.

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Additional Information:

Reopening of Issue

The Notes are intended to be fully fungible and be consolidated and form a single issue for all purposes with the Issuers issue of US\$ 2,400,000,000 principal amount of Floating Rate Notes due February 1, 2011 as described in the Issuers pricing supplement number 4731 dated February 1, 2008.

General

At December 31, 2007, the Company had outstanding indebtedness totaling \$496.00 billion, consisting of notes payable within one year, senior notes payable after one year and subordinated notes payable after one year. The total amount of outstanding indebtedness at December 31, 2007, excluding subordinated notes payable after one year, was equal to \$484.93 billion.

Consolidated Ratio of Earnings to Fixed Charges

The information contained in the Prospectus under the caption "Consolidated Ratio of Earnings to Fixed Charges" is hereby amended in its entirety, as follows:

Year Ended December 31

,

| <u>2003</u> | <u>2004</u> | <u>2005</u> | <u>2006</u> | <u>2007</u> |
|-------------|-------------|-------------|-------------|-------------|
| 1.73 | 1.83 | 1.67 | 1.63 | 1.56 |

For purposes of computing the consolidated ratio of earnings to fixed charges, earnings consist of net earnings adjusted for the provision for income taxes, minority interest and fixed charges.

Fixed charges consist of interest and discount on all indebtedness and one-third of rentals, which the Company believes is a reasonable approximation of the interest factor of such rentals.

CAPITALIZED TERMS USED HEREIN WHICH ARE DEFINED IN THE PROSPECTUS SUPPLEMENT SHALL HAVE THE MEANINGS ASSIGNED TO THEM IN THE PROSPECTUS SUPPLEMENT.