GENERAL ELECTRIC CAPITAL CORP

Form 424B3 April 21, 2008

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price	Amount of Registration Fee	
Senior Unsecured Notes	\$2,500,000,000	\$98,250.00	

PROSPECTUS Pricing Supplement Number: 4796

Dated March 29, 2006 Filed Pursuant to Rule 424(b)(3)

PROSPECTUS SUPPLEMENT Dated April 21, 2008

Dated March 29, 2006 (Originally dated April 16, 2008)

Registration Statement: No. 333-132807

GENERAL ELECTRIC CAPITAL CORPORATION

GLOBAL MEDIUM-TERM NOTES, SERIES A

(Senior Unsecured Fixed Rate Notes)

Issuer: General Electric Capital Corporation

Ratings: Aaa/AAA

Trade Date: April 16, 2008

Settlement Date (Original Issue Date):

April 21, 2008

Maturity Date:

May 1, 2013

Principal Amount: US \$ 2,500,000,000

Price to Public (Issue Price): 99.791%

Agents Commission: 0.150%

All-in Price: 99.641%

Accrued Interest: N/A

Net Proceeds to Issuer: US \$ 2,491,025,000 Treasury Benchmark: 2.500% due March 31, 2013 Treasury Yield: 2.797% Spread to Treasury Benchmark: Plus 2.050% Reoffer Yield: 4.847% Interest Rate Per Annum: 4.800% **Interest Payment Dates:** Semi-annually on the 1st of each May and November, commencing November 1, 2008 and ending on the Maturity Date Page 2 Filed Pursuant to Rule 424(b)(3) Dated April 21, 2008 (Originally dated April 16, 2008) Registration Statement: No. 333-132807 Day Count Convention: 30/360 Denominations: Minimum of \$1,000 with increments of \$1,000 thereafter. Call Notice Period: None Put Dates (if any): None Put Notice Period: None **CUSIP:** 36962G3T9 ISIN: US36962G3T92 Common Code: 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 the underwriters listed below (collectively, the "Underwriters"), as principal, at 99.791% of the aggregate principal amount less an underwriting discount equal to 0.15% of the principal amount of the Notes.

<u>Institution</u>	Commitment	
Lead Managers:		
Banc of America Securities LLC	\$ 562,500,000	
Goldman, Sachs & Co.	\$ 562,500,000	
Lehman Brothers Inc.	\$ 562,500,000	
Morgan Stanley & Co. Incorporated	\$ 562,500,000	
Co-Managers:		
Castle Oak Securities, L.P.	\$ 56,250,000	
Robert Van Securities, Inc.	\$ 56,250,000	
Samuel A. Ramirez & Co., Inc.	\$ 56,250,000	
Utendahl Capital Partners, L.P.	\$ 50,000,000	
The Williams Capital Group, L.P.	\$ 31,250,000	
Total	\$ 2,500,000,000	

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

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Additional Information:

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

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<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.