

GENERAL ELECTRIC CAPITAL CORP
Form 424B3
October 14, 2004

| | |
|-----------------------|---------------------------------------|
| PROSPECTUS | Pricing Supplement No. 4077 |
| Dated June 17, 2004 | Dated October 8, 2004 |
| PROSPECTUS SUPPLEMENT | Rule 424(b)(3)-Registration Statement |
| Dated June 18, 2004 | No. 333-114095 |

GENERAL ELECTRIC CAPITAL CORPORATION
GLOBAL MEDIUM-TERM NOTES, SERIES A
(Fixed Rate Notes)

| | |
|---|--|
| Trade Date: | October 8, 2004 |
| Settlement Date (Original Issue Date): | October 18, 2004 |
| Maturity Date: | October 15, 2008 |
| Principal Amount (in Specified Currency) | US\$ 550,000,000 |
| Price to Public (Issue Price): | 99.809% |
| Agent's Discount or Commission: | 0.200% |
| Net Proceeds to Issuer (in Specified Currency): | US\$ 547,849,500 |
| Interest Rate Per Annum: | 3.60% |
| <u>Interest Payment Date(s)</u> | April 15 and October 15 of each year commencing April 15, 2005 and ending on the Maturity Date. |

:

-

Clearance and Settlement

:

X DTC Only

DTC global (including through its indirect participants Euroclear and Clearstream, Luxembourg as described under "Global Clearance and Settlement Procedures" in the accompanying Prospectus Supplement)

DTC and Euroclear/Clearstream, Luxembourg (as described under "Description of Notes - General - *Special Provisions Relating to Certain Foreign Currency Notes*" in the accompanying Prospectus Supplement).

Euroclear and Clearstream, Luxembourg only

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

(Fixed Rate)

Page 2

Pricing Supplement No. 4077

Dated October 8, 2004

Rule 424(b)(3)-Registration Statement

No. 333-114095

CUSIP: K6962GL51

Repayment, Redemption and Acceleration

Optional Repayment Date(s): N/A

Initial Redemption Date: N/A

Initial Redemption Percentage: N/A

Annual Redemption Percentage Reduction: N/A

Modified Payment Upon Acceleration: N/A

Original Issue Discount:

Amount of OID: N/A
Yield to Maturity: N/A
Interest Accrual Date: N/A
Initial Accrual Period OID: N/A

Amortizing Notes:

Amortization Schedule: N/A

Dual Currency Notes:

Face Amount Currency: N/A
Optional Payment Currency: N/A
Designated Exchange Rate: N/A
Option Value Calculation Agent: N/A
Option Election Date(s): N/A

Indexed Notes:

Currency Base Rate: N/A
Determination Agent: N/A

(Fixed Rate)

Page 3

Pricing Supplement No. 4077

Dated October 8, 2004

Rule 424(b)(3)-Registration Statement

No. 333-114095

Listing:

Listed on the Luxembourg Exchange

X Not Listed on the Luxembourg Exchange

Other Listing

Additional Information

:

General.

At June 30, 2004, the Company had outstanding indebtedness totaling \$316.226 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 June 30, 2004, excluding subordinated notes payable after one year was equal to \$315.333 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:

| <u>Year Ended December 31</u> | | | | | <u>Six Months Ended</u> |
|-------------------------------|-------------|-------------|-------------|-------------|-------------------------|
| | | | | | <u>June 30, 2004</u> |
| | | | | | |
| <u>1999</u> | <u>2000</u> | <u>2001</u> | <u>2002</u> | <u>2003</u> | |
| 1.60 | 1.52 | 1.72 | 1.65 | 1.86 | 1.73 |

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.

Plan of Distribution

:

The Notes are being purchased by Morgan Stanley & Co. Incorporated (the "Underwriter"), as principal, at 99.809% of the aggregate principal amount less an underwriting discount equal to 0.200% of the principal amount of the Notes.

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