

General Electric Capital Corporation

(Incorporated under the laws of the State of Delaware, United States of America)

GE Capital Australia Funding Pty Ltd

(A.B.N. 67085675467)

(Incorporated with limited liability under the laws
Australia and registered in Victoria)

GE Capital Canada Funding Company

(Incorporated under the laws of Nova Scotia, Canada)

GE Capital European Funding

(Incorporated with unlimited liability under the Companies
Acts, 1963-2006 of Ireland)

GE Capital UK Funding

(Incorporated with unlimited liability under the Companies
Acts, 1963-2003 of Ireland)

Euro Medium-Term Notes and Other Debt Securities Due from 9 Months or More from Date of Issue

SUPPLEMENTARY PROSPECTUS INCORPORATING BY REFERENCE

THE QUARTERLY REPORT ON FORM 10-Q DATED MAY 6, 2011 (THE "NEW DOCUMENT") OF GENERAL ELECTRIC CAPITAL CORPORATION ("GE CAPITAL") IN RESPECT OF THE QUARTERLY PERIOD ENDED MARCH 31, 2011.

GE Capital, GE Capital Australia Funding Pty Ltd ("**GEC Australia Funding**"), GE Capital Canada Funding Company ("**GEC Canada Funding**"), GE Capital European Funding and GE Capital UK Funding (together with GE Capital European Funding, the "**Irish Issuers**") (GE Capital, GEC Australia Funding, GEC Canada Funding and the Irish Issuers, with each affiliate of GE Capital that is designated in the future as an additional issuer, each an "**Issuer**" and, collectively, the "**Issuers**") have prepared this supplementary prospectus (the "**Supplementary Prospectus**" which constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the "**FSMA**"), which definition shall also include all information incorporated by reference herein) for use in connection with Euro Medium-Term Notes and Other Debt Securities (together, the "**Notes**") issued from time to time under the Issuers' Euro Medium Term Note Programme (the "**Programme**"). The Issuers have also prepared a prospectus dated April 6, 2011 (the "**Prospectus**" which definition also includes the Prospectus, as supplemented, amended or updated from time to time and all information incorporated by reference therein) which has been approved as a base prospectus for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") by the UK Listing Authority, for use in connection with the issue of Notes under the Programme. This Supplementary Prospectus supplements and updates the Prospectus, and should be read in conjunction therewith.

The New Document was published on May 6, 2011 and has been filed with the United States Securities and Exchange Commission and the Financial Services Authority in the United Kingdom. This Supplementary Prospectus is being published to incorporate the New Document by reference herein. By virtue of this Supplementary Prospectus, the New Document shall be deemed to be incorporated in, and to form part of, this Supplementary Prospectus. The New Documents will be available for collection and inspection as set out in the section "Documents Available" in the Prospectus.

If the New Document which is incorporated by reference herein itself incorporates any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplementary Prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) except where such information or other documents are specifically incorporated by reference or attached to this Supplementary Prospectus.

The Issuers accept responsibility for the information contained in this Supplementary Prospectus. To the best of the knowledge of each Issuer (each having taken all reasonable care to ensure such is the case) the information contained in this Supplementary Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplementary Prospectus and the Prospectus should be read in conjunction with all documents which are deemed to be incorporated by reference, which together, constitute a prospectus for the purposes of the Prospectus Directive, and for a particular issue of or Tranche of Notes in conjunction with any applicable Final Terms.

To the extent that there is any inconsistency between (a) any statement in this Supplementary Prospectus or any statement incorporated by reference into the Prospectus by this Supplementary Prospectus and (b) any other statement in or incorporated by reference in the Prospectus prior to the date of this Supplementary Prospectus, the statements in (a) will prevail.

Save as disclosed in this Supplementary Prospectus and the Prospectus there has been no other significant new factor, material mistake or material inaccuracy relating to the information included in the Prospectus since initial publication of the Prospectus.

In accordance with Section 87Q(4) of the FSMA, investors who have agreed to purchase or subscribe for Notes before the Supplementary Prospectus is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date on which this Supplementary Prospectus was published, to withdraw their acceptances.

See "Risk factors" in the Prospectus, as supplemented by this Supplementary Prospectus, for a discussion of certain risks that should be considered in connection with certain types of Notes which may be offered under the Programme.