

**GE CAPITAL UK FUNDING**  
**ISSUE OF EURO MEDIUM-TERM NOTES**  
GBP 425,000,000 5.125% Fixed Rate Notes Due May 24, 2023  
Unconditionally and Irrevocably Guaranteed by  
**GENERAL ELECTRIC CAPITAL CORPORATION**

**PART A CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Description of the Notes as set forth in the above referenced Prospectus which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus is available for viewing during normal office hours at the office of the Principal Paying Agent in London and copies may be obtained from the principal office of the Issuer.

General Information

Description of Issuer:	GE Capital UK Funding
Description of Guarantor:	General Electric Capital Corporation
Trade Date:	May 10, 2006
Settlement Date (Original Issue Date):	May 24, 2006
Maturity Date:	May 24, 2023
Principal Amount (in Specified Currency):	GBP 425,000,000
If Specified Currency is other than U.S. Dollars equivalent amount* in U.S. dollars: (*Based on the exchange rate of GBP 1.00 = US\$ 1.85881)	US\$ 789,994,250
Price to Public (Issue Price):	99.157%
Dealer's Discount or Commission:	0.50%
Governing Law:	New York
<b><u>Ranking:</u></b>	Senior

**Interest Rate:**

Fixed Interest Rate Per Annum:	5.125%
Interest Payment Period:	Annual
Fixed Interest Payment Dates:	Each May 24, commencing on (and including) May 24, 2007, and ending on (and including) the Maturity Date.
Determination Dates:	Each May 24
Interest Commencement Date:	May 24, 2006
Day Count Fraction:	Actual/Actual (ISMA)
Additional Business Centre:	New York

**Repayment and Redemption:**

Issuer Optional Redemption Date:	N/A
Noteholder Optional Redemption Date:	N/A
Optional Repayment:	N/A

**Amortizing Notes:**

Amortization Schedule:	N/A
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**Dual Currency Notes:**

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

**Indexed Notes:**

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

**Extendible Notes:**

Initial Maturity Date:	N/A
Election Date:	N/A
Final Maturity Date:	N/A
Other terms and conditions:	N/A

Form of Notes:

- Temporary global Note to Permanent global Note
- Temporary global Note to Definitive Notes
- Registered Notes available
- New Global Note

Denominations:

Notes will be available in denominations of GBP 1,000.

Redenomination:

Issuer option to redenominate Notes: N/A

Plan of Distribution:

The Notes are being purchased by the following financial institutions in the respective amount set forth below pursuant to a Terms Agreement between GE Capital UK Funding, as Issuer, General Electric Capital Corporation, as Guarantor, and the financial institutions listed below dated May 22, 2006 executed under the Eighth Amended and Restated Distribution Agreement dated May 12, 2006, among General Electric Capital Corporation, GE Capital Australia Funding Pty. Ltd., GE Capital Canada Funding Company, GE Capital European Funding and GE Capital UK Funding, on the one hand, and the Dealers named therein, on the other (the "**Distribution Agreement**"):

<u>Financial Institution</u>	<u>Address</u>	<u>Amount of Notes</u>
<b>Joint Lead Managers:</b>		
Barclays Bank plc	5 The North Colonnade Canary Wharf London E14 4BB	GBP 191,250,000
Deutsche Bank AG, London Branch	Winchester House 1 Great Winchester Street London EC2N 2DB	GBP 191,250,000
<b>Co - Manager:</b>		
UBS Limited	1 Finsbury Avenue London EC2M 2PP	GBP 42,500,000
Total:		GBP 425,000,000

Each of the above-named financial institutions is hereinafter referred to as a "**Manager**" and collectively, the "**Managers**". To the extent that any of the Managers are not named as Dealers in the Distribution Agreement, the Issuer has appointed them as Dealers thereunder for this transaction pursuant to the relevant Terms Agreement.

The combined management, underwriting and selling commission payable by the Issuer to the Managers with respect to the purchase of the Notes is 0.50% of the principal amount of the Notes.

The Managers have acknowledged and agreed that the Issuer will not be passporting the above referenced Prospectus into any European Economic Area Member State in connection with the offering of the Notes.

In connection with the issue of Notes, Deutsche Bank AG, London Branch (or any person acting on behalf of such person) may over-allot Notes (provided that the aggregate principal amount of Notes allotted does not exceed 105 per cent. of the aggregate principal amount of the Tranche) or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail. However, there is no assurance that Deutsche Bank AG, London Branch (or any person acting on behalf of Deutsche Bank AG, London Branch) will undertake stabilization action. Any stabilization action may begin on or after the date on which adequate public disclosure of the final terms of the offer of the Tranche is made and, if begun, may be ended at any time, but it must end no later than the earlier of 30 days after the issue date of the Tranche and 60 days after the date of the allotment of the Tranche.

**Distributors**

N/A

**LISTING AND ADMISSION TO TRADING APPLICATION**

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Issuer's Medium-Term Note Programme dated May 12, 2006.

**RESPONSIBILITY**

The Issuer and Guarantor accept responsibility for the information contained in these Final Terms.

**PART B OTHER INFORMATION**

**Listing:**

Listed on the Official List of the UK Listing Authority and an application has been made for the Notes to be admitted to trading on the London Stock Exchange's Gilt Edged and Fixed Interest Market with effect from or about the Issue Date.

Estimate of Total Expenses Related to Admission to Trading: not to exceed £4,190.

**Ratings**

Notes to be issued under the Programme have been rated:

S&P: AAA. An obligation rated 'AAA' has the highest rating assigned by Standard & Poor's. The obligor's capacity to meet its financial commitment on the obligation is extremely strong. The ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories.

Moody's: Aaa. Obligations rated 'Aaa' are judged to be of the highest quality, with minimal credit risk. Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from Aa through Caa. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.

**Notification**

N/A

**Interests of Natural and Legal Persons involved in the Issue**

N/A

**Reasons for the Offer and Estimated Net Proceeds**

Reasons for the offer:

Please refer to the section "Use of Proceeds" in the Prospectus.

Estimated net proceeds to Issuer (in Specified Currency):

GBP 419,292,250

**Yield**

Indication of yield:

5.201%

Calculated as the yield to maturity (on an annual Actual/Actual (ISMA) basis) on the Issue Date.

As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

**Information in respect of Public Offers of Notes**

N/A

**Operational Information:**

ISIN: XS0254673964

Common Code: 025467396

WKN: A0GSGT

Intended to be held in a manner which would allow Eurosystem eligibility: No

Names and Addresses of Additional Paying Agent(s) (if any): N/A

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking *société anonyme* and the relevant identification number(s): N/A