

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 of Australia and registered in Victoria)

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)

Programme for the Issuance of Euro Medium-Term Notes Due 9 Months or More from Date of Issue

SUPPLEMENTARY PROSPECTUS INCORPORATING BY REFERENCE THE CURRENT REPORT ON FORM 8-K DATED MAY 20, 2013 OF GENERAL ELECTRIC CAPITAL CORPORATION ("GE CAPITAL")

GE Capital, GE Capital Australia Funding Pty Ltd ("**GEC Australia Funding**"), GE Capital European Funding and GE Capital UK Funding (together with GE Capital European Funding, the "**Irish Issuers**") (GE Capital, GEC Australia 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 (the "**Notes**") issued from time to time under the Issuers' Euro Medium Term Note Programme (the "**Programme**"). This Supplementary Prospectus supplements and updates, and should be read in conjunction with, the prospectus prepared by the Issuers dated April 5, 2013 (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. Terms defined in the Prospectus have the same meaning when used in this Supplementary Prospectus.

Purpose of the Supplement

The purpose of this Supplement is to incorporate by reference the Current Report on Form 8-K dated May 20, 2013 of GE Capital, which outlines that General Electric Company ("**GE**"), the parent company of GE Capital and ultimate parent company of the other Issuers, had subject to relevant approvals, announced plans for GE Capital to pay U.S.\$6.5 billion in dividends in 2013 to GE (the "**Form 8-K**").

The Form 8-K

The Form 8-K was published on May 20, 2013 and has been filed with the United States Securities and Exchange Commission and the Financial Conduct Authority in the United Kingdom. This Supplementary Prospectus is being published to incorporate the Form 8-K by reference herein. By virtue of this Supplementary Prospectus, the Form 8-K shall be deemed to be incorporated in, and to form part of, this Supplementary Prospectus. From the date hereof and throughout the lifetime of the Programme, a copy of the Form 8-K will be available free of charge from the registered offices of the Irish Issuers or from the specified office of the Fiscal Agent in London and on the internet at <http://www.ge.com/investor-relations/shareholder-services/personal-investing/sec-filing/general-electric-capital-corporation>.

If the Form 8-K 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.

Each Issuer (and in the case of Notes issued by a Subsidiary Issuer, the Guarantor) (each a **Responsible Person** and together, the **Responsible Persons**) accepts responsibility for the information contained in this Supplementary Prospectus. To the best of the knowledge of each such Responsible Person (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 contain any omission likely to affect the import of such information.

General Information

Since March 31, 2013, there has been no significant change in the financial or trading position of GE Capital and its consolidated subsidiaries.

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 the initial publication of the Prospectus.

In accordance with section 87Q(4) - (6) FSMA, investors who have agreed to purchase or subscribe for Notes issued under the Programme 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. This right to withdraw shall expire by close of business on June 5, 2013. Investors can exercise their right to withdraw their acceptances by contacting the person from whom any such investor has agreed to purchase or subscribe for such notes before the above deadline. See "Risk factors" in the 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.