

GENERAL ELECTRIC CAPITAL CORP
Form 424B3
April 25, 2003

GECC SERIES A FIXED RATE PRICING SUPPLEMENT

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|-------------------------|---------------------------------------|
| PROSPECTUS | Pricing Supplement No. 3896 |
| Dated November 21, 2002 | Dated April 23, 2003 |
| PROSPECTUS SUPPLEMENT | Rule 424(b)(3)-Registration Statement |
| Dated November 22, 2002 | No. 333-100527 |

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

Trade Date: April 23, 2003

Settlement Date (Original Issue Date): April 28, 2003

Maturity Date: March 15, 2007

Principal Amount (in Specified Currency): US\$ 275,000,000

Price to Public (Issue Price): 108.144% (Plus accrued interest from March 15, 2003)

Agent's Discount or Commission: 0.275%

Net Proceeds to Issuer: US\$ 296,639,750 (plus accrued interest from March 15, 2003)

Interest Rate Per Annum: 5.375%

Interest Payment Date(s)

:

X March 15th and September 15 of each year, commencing September 15, 2003 and ending on the Maturity Date.

Clearance and Settlement

:

—

_ 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.

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Rule 424(b)(3)-Registration Statement

No. 333-100527

CUSIP No.: K6962GXY5

ISIN No.: US36962GXY50

Common Code:H14521836

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

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Listing:

Listed on the Luxembourg Exchange

Not listed on the Luxembourg Exchange

Other listing: (specify)

Additional Information

:

General:

At December 31, 2002 the Company had outstanding indebtedness totaling \$261.603 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, 2002 excluding subordinated notes payable after one year was equal to \$260.638 billion.

Reopening of Issue:

The notes are intended to be fully fungible and form a single series with the Companys issue of US\$ 2,000,000,000 5.375% Notes Due March 15, 2007 as set forth in the Companys pricing supplement number 3716 dated March 13, 2002 (Rev. March 18, 2002).

Plan of Distribution

:

The Notes are being purchased by Lehman Brothers Inc. (the "Underwriter"), as principal, at 108.144% of the aggregate principal amount less an underwriting discount equal to 0.275% 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.