

GENERAL ELECTRIC CAPITAL CORP
Form 10-Q
October 31, 2006

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**FORM
10-Q**

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2006

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ____ to ____

Commission file number 1-6461

GENERAL ELECTRIC CAPITAL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation
or organization)

13-1500700

(I.R.S. Employer Identification No.)

260 Long Ridge Road, Stamford, CT

(Address of principal executive offices)

06927

(Zip Code)

(Registrant's telephone number, including area code) **(203) 357-4000**

(Former name, former address and former fiscal year,
if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated

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filer. See definition of “accelerated filer and large accelerated filer” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).
Yes No

At October 27, 2006, 3,985,403 shares of voting common stock, which constitute all of the outstanding common equity, with a par value of \$14 per share were outstanding.

REGISTRANT MEETS THE CONDITIONS SET FORTH IN GENERAL INSTRUCTION H(1)(a) AND (b) OF FORM 10-Q AND IS THEREFORE FILING THIS FORM 10-Q WITH THE REDUCED DISCLOSURE FORMAT.

(1)

General Electric Capital Corporation

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Forward-Looking Statements

This document contains “forward-looking statements” - that is, statements related to future, not past, events. In this context, forward-looking statements often address our expected future business and financial performance, and often contain words such as “expects,” “anticipates,” “intends,” “plans,” “believes,” “seeks,” or “will.” Forward-looking statements of this nature address matters that are, to different degrees, uncertain. For us, particular uncertainties which could adversely or positively affect our future results include: the behavior of financial markets, including fluctuations in interest rates and commodity prices; strategic actions, including dispositions; future integration of acquired businesses; future financial performance of major industries which we serve, including, without limitation, the air and rail transportation, energy generation, media, real estate and healthcare industries; and numerous other matters of national, regional and global scale, including those of a political, economic, business, competitive and regulatory nature. These uncertainties may cause our actual future results to be materially different than those expressed in our forward-looking statements. We do not undertake to update our forward-looking statements.

(2)

Part I. Financial Information**Item 1. Financial Statements****General Electric Capital Corporation and consolidated affiliates
Condensed Statement of Current and Retained Earnings
(Unaudited)**

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues				
Revenues from services (note 3)	\$ 14,787	\$ 13,241	\$ 41,674	\$ 37,848
Sales of goods	519	543	1,786	1,881
Total revenues	15,306	13,784	43,460	39,729
Costs and expenses				
Interest	4,697	3,469	12,895	10,374
Operating and administrative	4,301	4,065	12,722	12,270
Cost of goods sold	480	505	1,652	1,768
Investment contracts, insurance losses and insurance annuity benefits	169	274	480	693
Provision for losses on financing receivables	961	1,091	2,677	2,979
Depreciation and amortization	1,648	1,560	4,699	4,574
Minority interest in net earnings of consolidated affiliates	60	66	205	116
Total costs and expenses	12,316	11,030	35,330	32,774
Earnings from continuing operations before income taxes				
Provision for income taxes	2,990	2,754	8,130	6,955
	(301)	(334)	(800)	(669)
Earnings from continuing operations	2,689	2,420	7,330	6,286
Earnings (loss) from discontinued operations, net of taxes (note 2)	(70)	330	(45)	664
Net earnings	2,619	2,750	7,285	6,950
Dividends	(1,081)	(3,693)	(7,089)	(5,566)
Retained earnings at beginning of period	34,585	37,274	35,927	34,947
Retained earnings at end of period	\$ 36,123	\$ 36,331	\$ 36,123	\$ 36,331

The notes to condensed, consolidated financial statements are an integral part of this statement.

(3)

General Electric Capital Corporation and consolidated affiliates
Condensed Statement of Financial Position

<i>(In millions)</i>	September 30, 2006 (Unaudited)	December 31, 2005
Assets		
Cash and equivalents	\$ 8,985	\$ 5,996
Investment securities	19,873	18,467
Inventories	174	159
Financing receivables - net (note 4)	305,500	284,567
Other receivables	34,133	25,250
Buildings and equipment, less accumulated amortization of \$22,517 and \$21,271	56,320	50,936
Intangible assets - net (note 5)	24,620	23,086
Other assets	59,366	49,521
Assets of discontinued operations (note 2)	15,522	17,291
Total assets	\$ 524,493	\$ 475,273
Liabilities and equity		
Borrowings (note 6)	\$ 398,803	\$ 355,885
Accounts payable	13,499	14,345
Investment contracts, insurance liabilities and insurance annuity benefits	12,484	12,094
Other liabilities	17,663	16,269
Deferred income taxes	11,169	11,085
Liabilities of discontinued operations (note 2)	14,700	13,195
Total liabilities	468,318	422,873
Minority interest in equity of consolidated affiliates	2,283	2,212
Capital stock	56	56
Accumulated gains (losses) - net		
Investment securities	408	744
Currency translation adjustments	3,791	2,343
Cash flow hedges	(451)	(790)
Minimum pension liabilities	(193)	(147)
Additional paid-in capital	14,158	12,055
Retained earnings	36,123	35,927
Total shareowner's equity	53,892	50,188
Total liabilities and equity	\$ 524,493	\$ 475,273

The sum of accumulated gains (losses) on investment securities, currency translation adjustments, cash flow hedges and minimum pension liabilities constitutes "Accumulated nonowner changes other than earnings," and amounted to \$3,555 million and \$2,150 million at September 30, 2006, and December 31, 2005, respectively.

The notes to condensed, consolidated financial statements are an integral part of this statement.

(4)

General Electric Capital Corporation and consolidated affiliates
Condensed Statement of Cash Flows
(Unaudited)

<i>(In millions)</i>	Nine months ended	
	September 30	
	2006	2005
Cash flows - operating activities		
Net earnings	\$ 7,285	\$ 6,950
Loss (earnings) from discontinued operations	45	(664)
Adjustments to reconcile net earnings to cash provided from operating activities		
Depreciation and amortization	4,699	4,574
Decrease in accounts payable	(517)	(88)
Provision for losses on financing receivables	2,677	2,979
All other operating activities	794	1,653
Cash from operating activities - continuing operations	14,983	15,404
Cash from (used for) operating activities - discontinued operations	(307)	4,432
Cash from operating activities	14,676	19,836
Cash flows - investing activities		
Additions to buildings and equipment	(8,362)	(7,742)
Dispositions of buildings and equipment	3,752	3,987
Increase in loans to customers	(230,800)	(212,262)
Principal collections from customers - loans	211,422	206,261
Investment in financing leases	(18,861)	(16,886)
Principal collections from customers - financing leases	15,793	17,875
Net change in credit card receivables	743	(641)
Payments for principal businesses purchased	(6,898)	(6,743)
Proceeds from sales of discontinued operations	2,753	5,865
All other investing activities	(11,665)	(864)
Cash used for investing activities - continuing operations	(42,123)	(11,150)
Cash from (used for) investing activities - discontinued operations	344	(6,069)
Cash used for investing activities	(41,779)	(17,219)
Cash flows - financing activities		
Net increase (decrease) in borrowings (maturities of 90 days or less)	978	(8,013)
Newly issued debt:		
Short-term (91 to 365 days)	605	1,697
Long-term (longer than one year)	61,596	46,980
Non-recourse, leveraged lease	920	172
Repayments and other debt reductions:		
Short-term (91 to 365 days)	(24,859)	(29,795)
Long-term (longer than one year)	(3,928)	(9,458)
Non-recourse, leveraged lease	(597)	(682)
Dividends paid to shareowner	(6,729)	(5,566)
All other financing activities	2,143	(1,768)
Cash from (used for) financing activities - continuing operations	30,129	(6,433)
Cash from (used for) financing activities - discontinued operations	(37)	249
Cash from (used for) financing activities	30,092	(6,184)

Increase (decrease) in cash and equivalents	2,989	(3,567)
Cash and equivalents at beginning of year	6,182	9,840
Cash and equivalents at September 30	9,171	6,273
Less cash and equivalents of discontinued operations at September 30	186	109
Cash and equivalents of continuing operations at September 30	\$ 8,985	\$ 6,164

The notes to condensed, consolidated financial statements are an integral part of this statement.

(5)

Notes to Condensed, Consolidated Financial Statements (Unaudited)

1. Our financial statements are prepared in conformity with U.S. generally accepted accounting principles (GAAP). Preparing financial statements in conformity with GAAP requires us to make estimates and assumptions that affect reported amounts and related disclosures. Actual results could differ from those estimates. These statements include all adjustments (consisting of normal recurring accruals) that we considered necessary to present a fair statement of our results of operations, financial position and cash flows. The results reported in these condensed, consolidated financial statements should not be regarded as necessarily indicative of results that may be expected for the entire year. We reclassified certain prior-period amounts to conform to the current period's presentation. Unless otherwise indicated, information in these notes to condensed, consolidated financial statements relates to continuing operations.

All of our outstanding common stock is owned by General Electric Capital Services, Inc. (GE Capital Services or GECS), all of whose common stock is owned, directly or indirectly, by General Electric Company (GE Company or GE). Our financial statements consolidate all of our affiliates - companies that we control and in which we hold a majority voting interest. Details of total revenues and segment profit by operating segment can be found on page 14 of this report.

We label our quarterly information using a calendar convention, that is, first quarter is labeled as ending on March 31, second quarter as ending on June 30, and third quarter as ending on September 30. It is our longstanding practice to establish interim quarterly closing dates using a fiscal calendar, which requires our businesses to close their books on either a Saturday or Sunday, depending on the business. The effects of this practice are modest and only exist within a reporting year. The fiscal closing calendar from 1993 through 2013 is available on our website, www.ge.com/secreports.

2. We classified GE Life and Genworth Financial, Inc. (Genworth) as discontinued operations. Associated results of operations, financial position and cash flows are separately reported for all periods presented.

Completed sale of Genworth

In March 2006, we completed the sale of our remaining 18% investment in Genworth through a secondary public offering of 71 million shares of Class A Common Stock and direct sale to Genworth of 15 million shares of Genworth Class B Common Stock. As a result, we recognized a pre-tax gain of \$516 million (\$300 million after tax) in the first quarter of 2006.

Planned sale of GE Life

On October 13, 2006, Swiss Reinsurance Company (Swiss Re) agreed to purchase GE Life, our U.K.-based life insurance operation, for 465 million pounds (approximately \$863 million). Operating results through closing will be controlled by us and be for our benefit, subject to certain restrictions with respect to conducting the operation being sold. Effective at closing, all policyholder and other customer contracts will be the responsibility of Swiss Re. We expect this transaction to close in the fourth quarter of 2006, subject to regulatory approvals and customary closing conditions. GE Life revenues for the third quarter and first nine months of 2006 were \$490 million and \$1,352 million, respectively; its earnings from operations for the third quarter and first nine months of 2006 were \$12 million and \$29 million, respectively. We have provided for our best estimate of loss on the sale. We made no such provision in the third quarter of 2006. We have provided \$320 million (\$285 million after tax) for the first nine months of 2006.

Summarized financial information for discontinued operations

Summarized financial information for discontinued operations is set forth below. Gain (loss) on disposal included both actual (Genworth) and estimated (GE Life) effects.

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Operations				
Revenues from services	\$ 490	\$ 3,327	\$ 1,356	\$ 9,554
Earnings from discontinued operations before minority interest and income taxes	\$ 18	\$ 457	\$ 29	\$ 1,351
Minority interest	-	150	-	394
Earnings from discontinued operations before income taxes	18	307	29	957
Income tax expense	(8)	(231)	(9)	(633)
Earnings from discontinued operations before disposal, net of taxes	\$ 10	\$ 76	\$ 20	\$ 324
Disposal				
Gain (loss) on disposal before income taxes	\$ (132)	\$ 420	\$ 64	\$ 576
Income tax benefit (expense)	52	(166)	(129)	(236)
Gain (loss) on disposal, net of taxes	\$ (80)	\$ 254	\$ (65)	\$ 340
Earnings (loss) from discontinued operations, net of taxes	\$ (70)	\$ 330	\$ (45)	\$ 664

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Assets		
Cash and equivalents	\$ 186	\$ 186
Investment securities	12,107	13,977
Other receivables	449	435
Other	2,780	2,693
Assets of discontinued operations	\$ 15,522	\$ 17,291
Liabilities and equity		
Investment contracts, insurance liabilities and insurance annuity benefits	\$ 13,403	\$ 12,335
Other	1,297	860
Liabilities of discontinued operations	\$ 14,700	\$ 13,195

Total accumulated nonowner changes other than earnings	\$	198	\$	633
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(7)

3. Revenues from services are summarized in the following table.

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Interest on loans	\$ 5,519	\$ 4,743	\$ 16,328	\$ 14,795
Operating lease rentals	3,381	2,980	9,386	8,484
Fees	1,032	1,085	2,996	2,829
Financing leases	1,163	940	3,160	2,963
Investment income	277	372	769	863
Other income	3,415	3,121	9,035	7,914
Total	\$ 14,787	\$ 13,241	\$ 41,674	\$ 37,848

4. Financing receivables - net, consisted of the following.

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Loans, net of deferred income	\$ 242,502	\$ 226,113
Investment in financing leases, net of deferred income	67,489	63,024
	309,991	289,137
Less allowance for losses	(4,491)	(4,570)
Financing receivables - net	\$ 305,500	\$ 284,567

Included in the above are the financing receivables of consolidated, liquidating securitization entities as follows (see note 8):

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Loans, net of deferred income	\$ 12,444	\$ 15,868
Investment in financing leases, net of deferred income	213	769
	12,657	16,637
Less allowance for losses	(29)	(22)
Financing receivables - net	\$ 12,628	\$ 16,615

(8)

5. Intangible assets - net, consisted of the following.

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Goodwill	\$ 22,029	\$ 21,161
Intangible assets subject to amortization	2,591	1,925
Total	\$ 24,620	\$ 23,086

Changes in goodwill balances follow.

<i>(In millions)</i>	2006				
	GE Commercial Finance	GE Money ^(a)	GE Industrial ^(b)	GE Infrastructure ^(b)	Total
Balance January 1	\$ 10,445	\$ 9,184	\$ 1,406	\$ 126	\$ 21,161
Acquisitions/purchase accounting adjustments	378	224	(4)	-	598
Currency exchange and other	63	165	41	1	270
Balance September 30	\$ 10,886	\$ 9,573	\$ 1,443	\$ 127	\$ 22,029

(a) Formerly known as GE Consumer Finance.

(b) Included only portions of the segment that are financial services businesses.

Goodwill balances increased \$696 million in 2006 as a result of new acquisitions. The largest goodwill balance increases this year arose from acquisitions of the custom fleet business of National Australia Bank Ltd. (\$279 million) and the senior housing portfolios of Formation Capital LLC (\$180 million) at GE Commercial Finance. During 2006, we decreased goodwill associated with previous acquisitions by \$98 million.

Intangible Assets Subject to Amortization

<i>(In millions)</i>	At					
	9/30/06		Net	12/31/05		
	Gross carrying amount	Accumulated amortization		Gross carrying amount	Accumulated amortization	Net
Capitalized software	\$ 1,594	\$ (904)	\$ 690	\$ 1,453	\$ (784)	\$ 669
Patents, licenses and trademarks	460	(287)	173	495	(272)	223
All other	2,679	(951)	1,728	1,774	(741)	1,033
Total	\$ 4,733	\$ (2,142)	\$ 2,591	\$ 3,722	\$ (1,797)	\$ 1,925

Amortization expense related to intangible assets subject to amortization amounted to \$164 million and \$88 million for the quarters ended September 30, 2006 and 2005, respectively, and \$414 million and \$292 million for the nine months ended September 30, 2006 and 2005, respectively.

(9)

6. Borrowings are summarized in the following table.

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Short-Term Borrowings		
Commercial paper		
U.S.		
Unsecured	\$ 58,222	\$ 60,640
Asset-backed ^(a)	6,927	9,267
Non-U.S.	24,137	20,456
Current portion of long-term debt ^{(b)(c)}	49,621	41,744
Other	20,249	17,572
Total	159,156	149,679
Long-Term Borrowings		
Senior notes		
Unsecured ^(d)	216,733	182,654
Asset-backed ^(e)	6,181	6,845
Extendible notes ^(f)	11,991	14,022
Subordinated notes ^(g)	4,742	2,685
Total	239,647	206,206
Total borrowings	\$ 398,803	\$ 355,885

(a) Entirely obligations of consolidated, liquidating securitization entities. See note 8.

(b) Included short-term borrowings by consolidated, liquidating securitization entities of \$497 million and \$697 million at September 30, 2006, and December 31, 2005, respectively. See note 8.

(c) Included \$250 million of subordinated notes guaranteed by GE at both September 30, 2006, and December 31, 2005.

(d) Included borrowings from GECS affiliates of \$3,920 million and \$1,464 million at September 30, 2006, and December 31, 2005, respectively.

(e) Included asset-backed senior notes issued by consolidated, liquidating securitization entities of \$5,024 million and \$6,845 million at September 30, 2006, and December 31, 2005, respectively. See note 8.

(f) Included \$38 million of obligations of consolidated, liquidating securitization entities at December 31, 2005. See note 8.

(g) Included \$450 million of subordinated notes guaranteed by GE at both September 30, 2006, and December 31, 2005.

7. A summary of increases (decreases) in shareowner's equity, net of income taxes, that did not result directly from transactions with the shareowner follows.

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Net earnings	\$ 2,619	\$ 2,750	\$ 7,285	\$ 6,950
Investment securities - net	129	(459)	(336)	(410)
Currency translation adjustments - net	363	224	1,448	(1,795)
Cash flow hedges - net	(224)	52	339	373
Minimum pension liabilities - net	(1)	4	(46)	(7)
Total	\$ 2,886	\$ 2,571	\$ 8,690	\$ 5,111

(10)

8. The following table represents assets in securitization entities, both consolidated and off-balance sheet.

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Receivables secured by:		
Equipment	\$ 9,640	\$ 12,949
Commercial real estate	9,906	11,437
Residential real estate	7,726	8,882
Other assets	14,758	12,869
Credit card receivables	12,853	10,039
Trade receivables	163	-
Total securitized assets	\$ 55,046	\$ 56,176

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Off-balance sheet ^{(a)(b)}	\$ 41,390	\$ 38,272
On-balance sheet ^(c)	13,656	17,904
Total securitized assets	\$ 55,046	\$ 56,176

(a) At September 30, 2006, and December 31, 2005, liquidity support amounted to \$1,737 million and \$1,931 million, respectively. These amounts are net of \$2,051 million and \$2,450 million, respectively, participated or deferred beyond one year. Credit support amounted to \$3,385 million and \$4,386 million at September 30, 2006, and December 31, 2005, respectively.

(b) Liabilities for recourse obligations related to off-balance sheet assets amounted to \$74 million and \$93 million at September 30, 2006, and December 31, 2005, respectively.

(c) At September 30, 2006, and December 31, 2005, liquidity support amounted to \$7,315 million and \$10,044 million, respectively. These amounts are net of \$21 million and \$138 million, respectively, participated or deferred beyond one year. Credit support amounted to \$3,535 million and \$4,780 million at September 30, 2006, and December 31, 2005, respectively.

Assets in consolidated, liquidating securitization entities are shown in the following captions in the Condensed Statement of Financial Position.

<i>(In millions)</i>	At	
	9/30/06	12/31/05
Financing receivables - net (note 4)	\$ 12,628	\$ 16,615
Other	1,028	1,289
Total	\$ 13,656	\$ 17,904

9. As part of our continuing review of our derivatives and hedging activities, we made immaterial adjustments in the third quarter of 2006 for certain prior-period activities. The largest such adjustment related to termination of hedge accounting for commercial paper swaps associated with the 2004 disposal of Genworth. This correction comprised a reduction of \$79 million, net of tax, in our gain on the Genworth disposition and an adjustment of \$45 million, net of tax, for the subsequent net increase in value of the stand-alone swaps.

(11)

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

A. Results of Operations

In the accompanying analysis of financial information, we sometimes use information derived from consolidated financial information but not presented in our financial statements prepared in accordance with U.S. generally accepted accounting principles (GAAP). Certain of these data are considered "non-GAAP financial measures" under the U.S. Securities and Exchange Commission (SEC) rules. For such measures, we have provided supplemental explanations and reconciliations in Exhibit 99 to this report on Form 10-Q.

Unless otherwise indicated, we refer to captions such as revenues and earnings from continuing operations simply as "revenues" and "earnings" throughout this Management's Discussion and Analysis. Similarly, discussion of other matters in our consolidated financial statements relates to continuing operations unless otherwise indicated.

Overview

Revenues for the third quarter of 2006 were \$15.3 billion, a \$1.5 billion (11%) increase over the third quarter of 2005. Revenues for the third quarter of 2006 included \$0.5 billion of revenue from acquisitions and were reduced by \$0.2 billion as a result of dispositions. Revenues also increased \$1.2 billion compared with the third quarter of 2005 as a result of organic revenue growth, the weakening U.S. dollar and the second quarter 2006 consolidation of GE SeaCo, an entity previously accounted for using the equity method. Organic revenue growth excludes the effects of acquisitions, business dispositions (other than dispositions of businesses acquired for investment) and currency exchange rates. Earnings were \$2.7 billion, up 11% from \$2.4 billion in the third quarter of 2005, primarily as a result of core growth and acquisitions.

Revenues for the first nine months of 2006 were \$43.5 billion, a \$3.7 billion (9%) increase over the first nine months of 2005. Revenues for the first nine months of 2006 and 2005 included \$1.3 billion and \$0.1 billion of revenue from acquisitions, respectively, and in 2006 were reduced by \$0.4 billion as a result of dispositions. Revenues also increased \$3.0 billion compared with the first nine months of 2005 as a result of organic revenue growth and the consolidation of GE SeaCo, partially offset by the strengthening U.S. dollar. Earnings were \$7.3 billion, up 17% from \$6.3 billion during the first nine months of 2005, primarily as a result of core growth, acquisitions and gain on sale of a business interest at Equipment Services, partially offset by the effects of the strengthening U.S. dollar.

Acquisitions contributed \$0.5 billion and \$0.6 billion to total revenues in the third quarters of 2006 and 2005, respectively. Our earnings included an insignificant effect from acquired businesses in the third quarter of 2006 compared with \$0.1 billion in the third quarter of 2005. We integrate acquisitions as quickly as possible. Only revenues and earnings from the date we complete the acquisition through the end of the fourth following quarter are attributed to such businesses. Dispositions also affected our results through lower revenues of approximately \$0.2 billion and \$0.3 billion in the third quarters of 2006 and 2005, respectively, and earnings by an insignificant amount in each of the third quarters of 2006 and 2005.

Acquisitions contributed \$1.3 billion and \$2.5 billion to total revenues in the first nine months of 2006 and 2005, respectively. Our earnings in the first nine months of 2006 and 2005 included approximately \$0.2 billion and \$0.3 billion, respectively, from acquired businesses. Dispositions also affected our results through lower revenues of approximately \$0.4 billion and \$0.6 billion and increased earnings of \$0.1 billion and an insignificant amount in the first nine months of 2006 and 2005, respectively.

The most significant acquisitions affecting 2006 results were:

- GE Commercial Finance - Transportation Financial Services Group of CitiCapital, Antares Capital Corp. and the custom fleet business of National Australia Bank Ltd.
- GE Money (formerly GE Consumer Finance) - joint ventures with Garanti Bank and Hyundai Card Company.

In total, these acquisitions contributed \$0.2 billion and an insignificant amount to third quarter 2006 revenues and earnings, respectively. Contributions to revenues and earnings for the first nine months of 2006 were \$0.6 billion and \$0.2 billion, respectively.

The provision for income taxes was \$0.3 billion for the third quarter of 2006 (effective tax rate of 10.1%), compared with \$0.3 billion for the third quarter of 2005 (effective tax rate of 12.1%). The tax rate decreased primarily because of growth in lower-taxed earnings from global operations and lower state taxes, partially offset by the absence of the 2005 one-time benefits from the reorganization of our foreign aircraft leasing operations.

The provision for income taxes was \$0.8 billion for the first nine months of 2006 (effective tax rate of 9.8%), compared with \$0.7 billion for the first nine months of 2005 (effective tax rate of 9.6%). The tax rate increased primarily because of the absence of the 2005 one-time benefits from the reorganization of our foreign aircraft leasing operations. This increase was partially offset by growth in lower-taxed earnings from global operations and lower state taxes.

Segment Operations

Operating segments comprise our four businesses focused on the broad markets they serve: GE Commercial Finance, GE Money, GE Industrial and GE Infrastructure. For segment reporting purposes, certain financial services businesses are included in the industrial operating segments that actively manage such businesses and report their results for internal performance measurement purposes. These include Equipment Services reported in the GE Industrial segment and Aviation Financial Services, Energy Financial Services and Transportation Finance reported in the GE Infrastructure segment.

GECC corporate items and eliminations include the effects of eliminating transactions between operating segments; results of our insurance activities remaining in continuing operations; results of liquidating businesses such as consolidated, liquidating securitization entities; underabsorbed corporate overhead; certain non-allocated amounts determined by the Chief Executive Officer; and a variety of sundry items. GECC corporate items and eliminations is not an operating segment. Rather, it is added to operating segment totals to reconcile to consolidated totals on the financial statements.

The Chief Executive Officer allocates resources to, and assesses the performance of operations at the consolidated GE-level. General Electric Capital Corporation (GE Capital or GECC) operations are a portion of those segments. We present below in their entirety the four GE segments that include financial services operations. We also provide a one-line reconciliation to GECC-only results, the most significant component of which is the elimination of GE businesses that are not financial services businesses. In addition to providing information on GE segments in their entirety, we have also provided supplemental information for certain businesses within the GE segments. Our Chief Executive Officer does not separately assess the performance of, or allocate resources among, these product lines.

Segment profit is determined based on internal performance measures used by the Chief Executive Officer to assess the performance of each business in a given period. In connection with that assessment, the Chief Executive Officer may exclude matters such as charges for restructuring; rationalization and other similar expenses; in-process research and development and certain other acquisition-related charges and balances; technology and product development costs; certain gains and losses from dispositions; and litigation settlements or other charges, responsibility for which preceded the current management team.

Segment profit always excludes the effects of principal pension plans, results reported as discontinued operations and accounting changes. Segment profit excludes or includes interest and other financial charges and income taxes according to how a particular segment's management is measured - excluded in determining segment profit, which we refer to as "operating profit," for GE Healthcare, GE NBC Universal and the industrial businesses of the GE Industrial and GE Infrastructure segments; included in determining segment profit, which we refer to as "net earnings," for GE Commercial Finance, GE Money, and the financial services businesses of the GE Industrial segment (Equipment Services) and the GE Infrastructure segment (Aviation Financial Services, Energy Financial Services and Transportation Finance).

We have reclassified certain prior-period amounts to conform to the current period's presentation.

Summary of Operating Segments

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues				
GE Commercial Finance	\$ 6,006	\$ 5,414	\$ 17,017	\$ 15,415
GE Money ^(a)	5,590	4,913	15,948	14,530
GE Industrial	8,526	8,257	25,454	24,178
GE Infrastructure	12,104	10,128	33,588	29,723
Total segment revenues	32,226	28,712	92,007	83,846
GECC corporate items and eliminations ^(b)	451	551	1,487	1,599
Total revenues	32,677	29,263	93,494	85,445
Less portion of GE revenues not included in GECC	(17,371)	(15,479)	(50,034)	(45,716)
Total revenues in GECC	\$ 15,306	\$ 13,784	\$ 43,460	\$ 39,729
Segment profit				
GE Commercial Finance	\$ 1,290	\$ 1,212	\$ 3,521	\$ 3,010
GE Money ^(a)	916	810	2,632	2,280
GE Industrial	692	629	2,021	1,790
GE Infrastructure	2,336	1,880	6,146	5,336
Total segment profit	5,234	4,531	14,320	12,416
GECC corporate items and eliminations	(25)	30	(21)	74
Less portion of GE segment profit not included in GECC	(2,520)	(2,141)	(6,969)	(6,204)
Earnings in GECC from continuing operations	2,689	2,420	7,330	6,286

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Earnings (loss) in GECC from discontinued operations, net of taxes	(70)	330	(45)	664
Total net earnings in GECC	\$ 2,619	\$ 2,750	\$ 7,285	\$ 6,950

(a) Formerly known as GE Consumer Finance.

(b) Included revenues associated with our insurance activities remaining in continuing operations that were previously reported in the GE Commercial Finance segment.

(14)

GE Commercial Finance

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues	\$ 6,006	\$ 5,414	\$ 17,017	\$ 15,415
Less portion of GE Commercial Finance not included in GECC	(221)	(213)	(581)	(499)
Total revenues in GECC	\$ 5,785	\$ 5,201	\$ 16,436	\$ 14,916
Segment profit	\$ 1,290	\$ 1,212	\$ 3,521	\$ 3,010
Less portion of GE Commercial Finance not included in GECC	(75)	(100)	(252)	(239)
Total segment profit in GECC	\$ 1,215	\$ 1,112	\$ 3,269	\$ 2,771

<i>(In millions)</i>	At		
	9/30/06	9/30/05	12/31/05
Total assets	\$ 215,276	\$ 183,139	\$ 190,546
Less portion of GE Commercial Finance not included in GECC	2,821	(387)	(1,408)
Total assets in GECC	\$ 218,097	\$ 182,752	\$ 189,138

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues in GE				
Capital Solutions	\$ 3,101	\$ 2,834	\$ 8,968	\$ 8,579
Real Estate	1,328	1,022	3,450	2,664
Segment profit in GE				
Capital Solutions	\$ 525	\$ 444	\$ 1,297	\$ 1,055
Real Estate	440	343	1,215	893

<i>(In millions)</i>	At		
	9/30/06	9/30/05	12/31/05
Assets in GE			
Capital Solutions	\$ 92,560	\$ 83,724	\$ 87,306
Real Estate	48,525	34,845	35,323

GE Commercial Finance revenues and net earnings increased 11% and 6%, respectively, in the third quarter of 2006. Revenues for 2006 included \$0.2 billion from acquisitions. Revenues for the third quarter also increased as a result of organic revenue growth (\$0.3 billion) and the effects of the weakening U.S. dollar (\$0.1 billion). The increase in net earnings resulted primarily from core growth (\$0.1 billion), including growth in lower-taxed earnings from global operations.

(15)

GE Commercial Finance revenues and net earnings increased 10% and 17%, respectively, in the first nine months of 2006. Revenues for the first nine months of 2006 and 2005 included \$0.6 billion and \$0.1 billion from acquisitions, respectively, and in 2006 were reduced by dispositions (\$0.2 billion). Revenues for the first nine months also increased as a result of organic revenue growth (\$1.5 billion), partially offset by the strengthening U.S. dollar (\$0.1 billion). The increase in net earnings resulted primarily from core growth (\$0.5 billion), including growth in lower-taxed earnings from global operations, and acquisitions (\$0.1 billion).

GE Money

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues	\$ 5,590	\$ 4,913	\$ 15,948	\$ 14,530
Less portion of GE Money not included in GECC	-	-	-	-
Total revenues in GECC	\$ 5,590	\$ 4,913	\$ 15,948	\$ 14,530
Segment profit	\$ 916	\$ 810	\$ 2,632	\$ 2,280
Less portion of GE Money not included in GECC	(15)	2	(42)	(4)
Total segment profit in GECC	\$ 901	\$ 812	\$ 2,590	\$ 2,276

<i>(In millions)</i>	At		
	9/30/06	9/30/05	12/31/05
Total assets	\$ 175,649	\$ 153,315	\$ 158,829
Less portion of GE Money not included in GECC	956	16	763
Total assets in GECC	\$ 176,605	\$ 153,331	\$ 159,592

GE Money revenues and net earnings increased 14% and 13%, respectively, in the third quarter of 2006. Revenues for 2006 included \$0.2 billion from acquisitions. Revenues for the third quarter also increased as a result of organic revenue growth (\$0.4 billion) and the effects of the weakening U.S. dollar (\$0.1 billion). The \$0.1 billion increase in net earnings resulted primarily from higher securitizations and acquisitions.

GE Money revenues and net earnings increased 10% and 15%, respectively, in the first nine months of 2006. Revenues for 2006 included \$0.7 billion from acquisitions. Revenues for the first nine months also increased as a result of organic revenue growth (\$1.0 billion), partially offset by the strengthening U.S. dollar (\$0.3 billion). The increase in net earnings resulted primarily from core growth (\$0.2 billion), including growth in lower-taxed earnings from global operations, acquisitions (\$0.2 billion) and higher securitizations (\$0.1 billion).

In Japan, we are evaluating the potential effects of legislative proposals to reduce the maximum allowable lending rate and limit individual consumer borrowing. We have also made provisions related to customer claims for interest refunds under Japanese law. Our future revenues and provisions for losses could be affected by both this proposed legislation and continued increases in the volume and amounts of interest refund claims.

(16)

GE Industrial

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues	\$ 8,526	\$ 8,257	\$ 25,454	\$ 24,178
Less portion of GE Industrial not included in GECC	(6,678)	(6,548)	(20,175)	(19,243)
Total revenues in GECC	\$ 1,848	\$ 1,709	\$ 5,279	\$ 4,935
Segment profit	\$ 692	\$ 629	\$ 2,021	\$ 1,790
Less portion of GE Industrial not included in GECC	(601)	(563)	(1,854)	(1,678)
Total segment profit in GECC	\$ 91	\$ 66	\$ 167	\$ 112
Revenues in GE				
Consumer & Industrial	\$ 3,533	\$ 3,522	\$ 10,919	\$ 10,359
Equipment Services	1,848	1,709	5,279	4,935
Plastics	1,677	1,663	5,005	4,951
Segment profit in GE				
Consumer & Industrial	\$ 283	\$ 196	\$ 821	\$ 588
Equipment Services	91	66	167	112
Plastics	152	197	560	645

GE Industrial revenues rose 3%, or \$0.3 billion, in the third quarter of 2006 as higher volume (\$0.2 billion) was partially offset by lower prices (\$0.1 billion) at the industrial businesses in the segment. The increase in volume and decrease in prices was primarily at Plastics. Revenues in the third quarter of 2006 were also approximately \$0.3 billion lower as a result of the sale of GE Supply during the quarter. Revenues also increased at Equipment Services as a result of the second quarter 2006 consolidation of GE SeaCo, an entity previously accounted for using the equity method (\$0.1 billion) and organic revenue growth (\$0.1 billion).

Segment profit rose 10%, or \$0.1 billion, in the third quarter of 2006 as productivity (\$0.4 billion), primarily at Consumer & Industrial and Plastics, was partially offset by higher material and other costs (\$0.3 billion), primarily at Consumer & Industrial and Plastics, and lower prices (\$0.1 billion), primarily at Plastics.

GE Industrial revenues rose 5% for the nine months ended September 30, 2006 as higher volume (\$1.2 billion) was partially offset by the effects of the strengthening U.S. dollar (\$0.1 billion) and lower prices (\$0.1 billion) at the industrial businesses in the segment. Volume increases were primarily at Consumer & Industrial and Plastics. Revenues also increased at Equipment Services as a result of organic revenue growth (\$0.2 billion) and the consolidation of GE SeaCo (\$0.2 billion).

Segment profit rose 13% for the nine months ended September 30, 2006, as productivity (\$0.8 billion), primarily at Consumer & Industrial and Plastics, and higher volume (\$0.1 billion) were partially offset by higher material and other costs (\$0.6 billion), primarily at Consumer & Industrial and Plastics, and lower prices (\$0.1 billion). Lower prices at Plastics were partially offset by higher prices at Consumer & Industrial.

(17)

GE Infrastructure

<i>(In millions)</i>	Three months ended		Nine months ended	
	September 30		September 30	
	2006	2005	2006	2005
Revenues	\$ 12,104	\$ 10,128	\$ 33,588	\$ 29,723
Less portion of GE Infrastructure not included in GECC	(10,472)	(8,718)	(29,278)	(25,974)
Total revenues in GECC	\$ 1,632	\$ 1,410	\$ 4,310	\$ 3,749
Segment profit	\$ 2,336	\$ 1,880	\$ 6,146	\$ 5,336
Less portion of GE Infrastructure not included in GECC	(1,829)	(1,480)	(4,821)	(4,283)
Total segment profit in GECC	\$ 507	\$ 400	\$ 1,325	\$ 1,053
Revenues in GE				
Aviation	\$ 3,157	\$ 3,007	\$ 9,489	\$ 8,568
Aviation Financial Services	1,075	964	2,990	2,600
Energy	5,055	3,681	13,332	11,516
Energy Financial Services	524	379	1,189	989
Oil & Gas	1,029	906	2,895	2,310
Transportation	1,016	910		