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Form 4										
January 05,										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									PPROVAL 3235-0287	
Check t if no lor subject Section Form 4	nger STATE to 16.		NGES IN SECUF	Expires: Estimated burden hou	urs per					
Form 5 obligation may con See Inst 1(b).	Filed pu ons ttinue. Section 17	(a) of the I	Public U		ding Coi	npany A	nange Act of 1934, ct of 1935 or Sectio 1940	response on	. 0.5	
(Print or Type	Responses)									
1. Name and ISDELL E	g Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol General Motors Co [GM]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	(Cho					eck all applicable)		
300 RENA CENTER,	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2014				X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) DETROIT, MI 48265-3000					al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
DLIKOII	, 1011 40203-3000						Person			
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities	s Acquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate lin	e for each cl	ass of sec	urities benet	ficially ow	ned directl	v or indirectly			
Reminder. Re	port on a separate ini		100 01 000	unites belle	Perso	ons who r nation co	respond to the collect intained in this form	are not	SEC 1474 (9-02)	

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 			(Instr.		
				Code V	(A)	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Share Units <u>(1)</u>	(1)	12/31/2014	<u>(1)</u>	А	4,340	<u>(1)</u>	<u>(1)</u>	Common Stock	4,340	\$ 0
Deferred Share Units (2)	<u>(2)</u>	12/31/2014	(2)	А	479	(2)	(2)	Common Stock	479	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
ISDELL E NEVILLE 300 RENAISSANCE CENTER M/C: 482-C25-A36 DETROIT, MI 48265-3000	Х							
Signatures								
/s/ Robert C. Shrosbree, attorney Isdell	01/	/05/2015						
<u>**</u> Signature of Reporting Pe		Date						

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Deferred share units of the Company's Common Stock ("DSUs") were awarded on December 31, 2014 pursuant to the General Motors Company Deferred Compensation Plan (the "Plan") for Non-Employee Directors. Each non-employee director is required to defer

- (1) one-half of the \$200,000 annual retainer fee for service on the Board of Directors into DSUs and may elect to defer more. The retainer fee is converted to DSUs based on the average closing price of the Common Stock for the previous calendar year. Amounts credited as DSUs will be paid in cash after the director leaves the Board. The Deferred Share Units do not have a conversion or exercise price, or an exercise or expiration date.
- (2) Pursuant to the Plan, dividends on the DSUs are credited in DSUs at the end of year.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.