### Edgar Filing: General Motors Co - Form 4

General Mo Form 4	tors Co										
January 05,	2015										
FORM	ЛЛ								OMB AF	PROVAL	
	UNITED S	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no lon subject t Section Form 4 o Form 5	ser <b>STATEM</b> 16. or		' CHAN	GES IN SECUR	BENEFI XITIES	[CIA]		Act of 1934,	Expires: Estimated a burden hour response	•	
obligatic may con <i>See</i> Instr 1(b).	ons Section 17(a nution	a) of the P	ublic U		ding Com	ipany	Act of	1935 or Section	1		
(Print or Type	Responses)										
1. Name and A Millikin Mi	Address of Reporting I ichael P		Symbol	r Name <b>and</b>		Tradin	0	5. Relationship of Issuer	Reporting Pers	on(s) to	
<i>(</i> <b>-</b> )				Motors (				(Checl	k all applicable	)	
(Last)	(First) (N		3. Date of (Month/D	f Earliest Tı Jav/Year)	ransaction			Director	10%	Owner	
300 RENA				31/2014				X_ Officer (give title Other (specify below)			
CENTER, 1	M/C: 482-C25-A3	6		· · · · · · · · · · · · · · · · · · ·				· · · · · · · · · · · · · · · · · · ·	Executive Vice President & GC		
	(Street)			ndment, Da hth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by C			
DETROIT,	MI 48265-3000							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code	4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
G				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock (1)	12/31/2014			М	5,575	А	\$ 0 <u>(2)</u>	87,239	D		
Common Stock	12/31/2014			D	2,932	D	\$ 35.17 (2)	84,307	D		
Common Stock	12/31/2014			F	2,643	D	\$ 35.17 (2)	81,664	D		
Common Stock (3)	12/31/2014			М	7,166	А	\$ 0 <u>(2)</u>	88,830	D		
	12/31/2014			D	3,769	D		85,061	D		

#### Edgar Filing: General Motors Co - Form 4

Common Stock					\$ 35.17 (2)		
Common Stock	12/31/2014	F	3,397	D	\$ 35.17 (2)	81,664	D
Common Stock (4)	12/31/2014	М	8,473	А	\$ 0 <u>(2)</u>	90,137	D
Common Stock	12/31/2014	D	4,456	D	\$ 35.17 (2)	85,681	D
Common Stock	12/31/2014	F	4,017	D	\$ 35.17 (2)	81,664	D
Common Stock (5)	12/31/2014	М	58,191	А	\$ 0 <u>(5)</u>	139,855	D
Common Stock	12/31/2014	D	34,648	D	\$ 35.17 (5)	105,207	D
Common Stock	12/31/2014	F	23,543	D	\$ 35.17 (5)	81,664	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of 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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Seo (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Salary Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	12/31/2014		М	5,575	(6)	(6)	Common Stock	5,575	9

Salary Stock Units <u>(3)</u>	\$ 0 <u>(2)</u>	12/31/2014	М	7,166	<u>(6)</u>	(6)	Common 7,166 S Stock 7
Salary Stock Units <u>(4)</u>	\$ 0 <u>(2)</u>	12/31/2014	М	8,473	(6)	(6)	Common 8,473 9 Stock 8
Restricted Stock Units <u>(5)</u>	\$ 0 <u>(5)</u>	12/31/2014	М	58,191	(7)	(7)	Common 58,191 S Stock 58

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Millikin Michael P 300 RENAISSANCE CENTER M/C: 482-C25-A36 DETROIT, MI 48265-3000			Executive Vice President & GC				
Signaturos							

## Signatures

/s/ Robert C. Shrosbree, attorney-in-fact for Mr. 01/05/2015 Millikin \*\*Signature of Reporting Person

**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).

The Common Stock reported in this item was issued upon the settlement of a portion of a grant of Salary Stock Units ("SSUs") awarded on December 31, 2013 pursuant to the Company's Salary Stock Plan (the "GMSSP") and vested upon grant. The portion of this award (1) currently payable was settled on December 31, 2014.

Each SSU is the economic equivalent of one share of the Company's common stock (the "Stock"). Grants of SSUs are fully vested when made and will be settled in three equal, annual installments beginning one year after the date of grant. The GMSSP gives the employee the option of having a settlement made by delivery of the Stock or of cash in an amount equal to the fair market value of the Stock as of

Date

- (2) the applicable anniversary date of the SSUs' grant. Under the GMSSP, the fair value of the Stock is the average of the high and low trading prices for the Stock as reported on the New York Stock Exchange, on which it is listed, on the date of the transaction, which was \$35.17. The employee opted to have these settlements made by delivery of cash, less a portion withheld for taxes.
- (3) The Common Stock reported in this item was issued upon the settlement of a portion of a grant of SSUs awarded on December 31, 2012.
- (4) The Common Stock reported in this item was issued upon the settlement of a portion of a grant of SSUs awarded on December 31, 2011.

Restricted Stock Units ("RSUs") were awarded on March 31, 2014, pursuant to the Company's 2009 Long-Term Incentive Plan (the

- "GMLTIP"). Each RSU represents a right to receive one share of the Company's common stock upon settlement. The RSUs reported in (5) this item were issued upon vesting of this award on December 31, 2014.
- (6) The SSUs do not have an expiration or exercise date or carry a conversion or exercise price.
- (7) The RSUs do not have a date on which they become exercisable or expire.

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.