#### SCHOEWE THOMAS M

Form 4

January 04, 2012

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

Security

(Instr. 3)

1. Name and Address of Reporting Person \*

SCHOEWE THOMAS M

(First) (Middle)

300 RENAISSANCE CENTER, M/C: 482-C25-A36

(Street)

(Month/Day/Year)

2. Issuer Name and Ticker or Trading

Symbol

General Motors Co [GM] 3. Date of Earliest Transaction

(Month/Day/Year) 12/31/2011

4. If Amendment, Date Original

Filed(Month/Day/Year)

**OMB APPROVAL** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X\_ Director 10% Owner Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

5. Amount of

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(City) (State)

DETROIT, MI 48265-3000

1.Title of 2. Transaction Date 2A. Deemed

(Zip)

3. 4. Securities Execution Date, if

Code (Month/Day/Year) (Instr. 8)

TransactionAcquired (A) or Disposed of (D)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

Securities Beneficially Owned Following Reported

Transaction(s) (Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4) (Instr. 4)

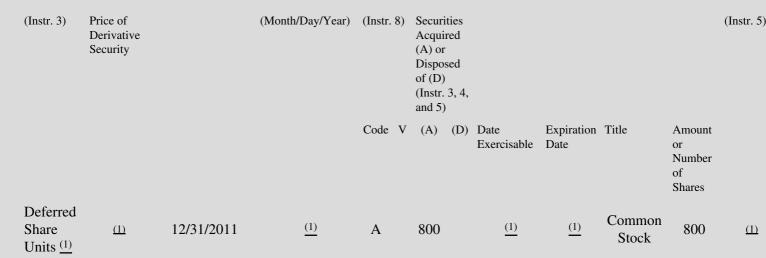
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof **Expiration Date Underlying Securities** Derivativ Security or Exercise any Code Derivative (Month/Day/Year) (Instr. 3 and 4) Security

## Edgar Filing: SCHOEWE THOMAS M - Form 4



# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

SCHOEWE THOMAS M 300 RENAISSANCE CENTER M/C: 482-C25-A36

DETROIT, MI 48265-3000

# **Signatures**

/s/ Anne T. Larin, attorney-in-fact for Mr. Schoewe

01/04/2012

Date

\*\*Signature of Reporting Person

X

## **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 were awarded on December 31, 2011 pursuant to the General Motors Company Deferred Compensation Plan for Non-Employee Directors. Each non-employee director is required to defer one-half of the \$200,000 annual retainer fee for service on the Board of Directors into share units of the Company's Common Stock ("Deferred Share Units"), and may elect to defer all or 50% of the

(1) remaining retainer into additional Deferred Share Units. Amounts credited as Deferred Share Units will not be available until after the director retires or otherwise leaves the Board, at which time he or she will receive a cash payment or payments based on the number of share units in his or her account, valued at the average daily market price of the Common Stock for the quarter immediately preceding payment. The Deferred Share Units do not have a conversion or exercise price, or an exercise or expiration date.

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.

Reporting Owners 2