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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  
McNeill Jon  

  (Last)  
  300 RENAISSANCE CENTER  
  DETROIT MI 48265  
  (Street)  

  (City)  
  M/C: 482-24-A68  

  (State)  

  (Zip)  

2. Issuer Name and Ticker or Trading Symbol  
General Motors Co [ GM ]  

5. Relationship of Reporting Person(s) to Issuer  
X Director  

10% Owner  
Officer (give title below)  
Other (specify below)  

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2022  

6. Individual or Joint/Group Filing (Check Applicable Line)  
X Form filed by One Reporting Person  
Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>
| Deferred Share Units ("DSUs") | (i)  
12/31/2022 | A  
1,551 | (i) |
| Deferred Share Units ("DSUs") | (i)  
12/31/2022 | A  
4 | (i) |

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>
| Deferred Share Units ("DSUs") | ($)  
12/31/2022 | A  
1,551 | (i) |
| Deferred Share Units ("DSUs") | ($)  
12/31/2022 | A  
4 | (i) |

Explanation of Responses:

1. Amounts credited as DSUs will be paid in cash after the non-employee director leaves the Board, valued at the average closing price of the Company’s Common Stock during the quarter immediately preceding payment.

2. Represents dividends accrued on DSUs in 2022 that were credited as additional DSUs at the end of the year.

Remarks:

/s/ Tia Y. Turk, Attorney-in-  
Fact for Mr. McNeill  
01/04/2023  
01/04/2023  
** Signature of Reporting Person  
Date  

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure

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 Number.