**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*  
   Jacobson Paul A  
   (Last)  (First)  (Middle)  
   300 RENAISSANCE CENTER  
   M/C: 482-C24-A68  
   DETROIT MI 48265  

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

3. Date of Earliest Transaction (Month/Day/Year)  
   12/01/2022

4. If Amendment, Date of Original Filed (Month/Day/Year)  
   X  
   Form filed by One Reporting Person
   Form filed by More than One Reporting Person

5. Relationship of Reporting Person(s) to Issuer  
   X Executive Vice President & CFO

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### 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>3. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>8. Ownership of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>9. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock(1)</td>
<td>12/01/2022</td>
<td>M</td>
<td>27,977</td>
<td>A</td>
<td>$0</td>
<td>137,977</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/01/2022</td>
<td>F</td>
<td>12,618</td>
<td>D</td>
<td>$40.43</td>
<td>125,359</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

### 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>4. Transaction Code (Instr. 5)</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 Beneficially Owned (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>
<tbody>
<tr>
<td>Restricted Stock Units(2)</td>
<td>$0.0</td>
<td>12/01/2022</td>
<td>M</td>
<td>27,977</td>
<td>(3) (4) Common Stock 27,977</td>
<td>$0</td>
<td>27,977</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**
1. The Common Stock reported in this item was issued and delivered upon the vesting of a grant of Restricted Stock Units ("RSUs") awarded on December 1, 2020.
2. The RSUs were awarded on December 1, 2020. One-half of the RSUs vested on December 1, 2022, and the remaining one-half will vest on December 1, 2023. Each RSU represents a right to receive one share of the Company's Common Stock upon settlement.
3. The RSUs do not have a conversion or exercise price, or a date on which they are exercisable or expire.
4. The RSUs do not have a date on which they will expire. They will be fully settled on December 1, 2023.

**Remarks:**

/s/ Tia Y. Turk, attorney-in-fact  
for Mr. Jacobson  
12/05/2022

**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.

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