#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549-1004

### FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) May 3, 2012

### **GENERAL MOTORS COMPANY**

(Exact Name of Registrant as Specified in its Charter)

DELAWARE (State or other jurisdiction of incorporation)

**001-34960** (Commission File Number) **27-0756180** (I.R.S. Employer Identification No.)

**300 Renaissance Center, Detroit, Michigan** (Address of Principal Executive Offices) **48265-3000** (Zip Code)

(**313**) **556-5000** (Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17-CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS SIGNATURE INDEX TO EXHIBITS

News Release Dated May 3, 2012 and Financial Statements Charts Furnished to Securities Analysts

#### ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On May 3, 2012 a news release was issued on the subject of 2012 first quarter consolidated earnings for General Motors Company (GM). The news release did not include certain financial statements, related footnotes and certain other financial information that will be filed with the Securities and Exchange Commission as part of GM's Quarterly Report on Form 10-Q. The news release and financial statements are incorporated as Exhibit 99.1.

Charts furnished to securities analysts in connection with GM's 2012 first quarter earnings release are attached as Exhibit 99.2.

#### ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

#### EXHIBITS

<u>Exhibit</u>

**Description** 

Method of Filing

Exhibit 99.1 Exhibit 99.2 News Release Dated May 3, 2012 and Financial StatementsAttached as ExhibitCharts Furnished to Securities AnalystsAttached as Exhibit

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

By:

GENERAL MOTORS COMPANY (Registrant)

Date: May 3, 2012

/s/ Nick S. Cyprus

Nick S. Cyprus Vice President, Controller and Chief Accounting Officer



Exhibit 99.1

For Release: May 3, 7:30 a.m. EDT

### GM Reports First Quarter Net Income of \$1.0 Billion and EBIT-adjusted of \$2.2 billion

#### Net income of \$0.60 per share after net loss from special items of \$0.33 per share

DETROIT - General Motors Co. (NYSE: GM) today announced first quarter net income attributable to common stockholders of \$1.0 billion, or \$0.60 per fully-diluted share. These results include a net loss from special items related to goodwill impairment that reduced net income by \$0.6 billion, or \$0.33 per fully-diluted share.

In the first quarter of 2011, GM's net income attributable to common stockholders was \$3.2 billion, or \$1.77 per fully-diluted share, including a net gain from special items of \$1.5 billion or \$0.82 per share.

Net revenue in the first quarter of 2012 was \$37.8 billion, an increase of \$1.6 billion compared with the first quarter of 2011. Earnings before interest and tax (EBIT) adjusted was \$2.2 billion, an increase of \$0.2 billion compared with the first quarter of 2011.

"The U.S. economic recovery, record demand for GM vehicles in China and the global growth of the Chevrolet brand helped deliver solid earnings for General Motors," said Dan Akerson, chairman and CEO. "New products are starting to make a difference in South America but Europe remains a work in progress. We'll continue to work on both revenue and cost opportunities until we have brought GM to competitive levels of profitability."

#### GM Results Overview (in billions except for per share amounts)

	Q1 2012	Q1 2011
Revenue	\$ 37.8 \$	36.2
Net income attributable to common stockholders	\$ 1.0 \$	3.2
Earnings per share (EPS) fully diluted	\$ 0.60 \$	1.77
Impact of special items on EPS fully diluted	\$ (0.33) \$	0.82
EBIT-adjusted	\$ 2.2 \$	2.0
Automotive net cash flow from operating activities	\$ 2.3 \$	(0.6)
Automotive free cash flow	\$ 0.3 \$	(1.9)

#### Segment Results

- GM North America (GMNA) reported EBIT-adjusted of \$1.7 billion, including restructuring costs of \$0.1 billion, an improvement of \$0.4 billion compared with the first quarter of 2011.
- GM Europe (GME) reported an EBIT-adjusted loss of \$0.3 billion compared with break-even results in the first quarter of 2011.

- GM International Operations (GMIO) reported EBIT-adjusted of \$0.5 billion, compared with \$0.6 billion in the first quarter of 2011.
- GM South America's (GMSA) EBIT-adjusted of \$0.1 billion was flat compared with the first quarter of 2011.
- GM Financial earnings before tax was \$0.2 billion for the quarter, a \$0.1 billion increase from the prior year.

#### Cash Flow and Liquidity

For the quarter, automotive cash flow from operating activities was \$2.3 billion and automotive free cash flow was \$0.3 billion. GM ended the quarter with very strong total automotive liquidity of \$37.3 billion. Automotive cash and marketable securities was \$31.5 billion compared with \$31.6 billion at the end of the fourth quarter of 2011.

#### 2012 GMNA Outlook

With the strengthening U.S. economy helping release pent-up demand, GM now expects that full-year 2012 U.S. light vehicle sales will be in the 14.0 million - 14.5 million range. Previously, the company expected sales to fall between 13.5 million - 14.0 million units.

Based upon the company's current outlook, GMNA's results for the second and third quarters of 2012 are expected to be comparable to the first quarter of 2012 due to the scheduled downtime at factories that produce full-size trucks.

"We are aggressively eliminating complexity to reduce our costs, and at that same time, we are preparing for more than 20 major vehicle launches around the world in 2012 to drive revenue this year and farther into the future," said Dan Ammann, senior vice president and CFO.

General Motors Co. (NYSE:GM, TSX: GMM) and its partners produce vehicles in 30 countries, and the company has leadership positions in the world's largest and fastest-growing automotive markets. GM's brands include Chevrolet and Cadillac, as well as Baojun, Buick, GMC, Holden, Isuzu, Daewoo, Jiefang, Opel, Vauxhall and Wuling. More information on the company and its subsidiaries, including OnStar, a global leader in vehicle safety, security and information services, can be found at <u>http://www.gm.com</u>.

#### Contacts:

Jim Cain Cell 313-407-2843 james.cain@gm.com

Randy Arickx Cell 313-268-7070 randy.c.arickx@gm.com

#### Forward-Looking Statements

In this press release and in related comments by our management, our use of the words "expect," "anticipate," "possible," "potential," "target," "believe," "commit," "intend," "continue," "may," "would," "could," "should," "project," "projected," "positioned" or similar expressions is intended to identify forward-looking statements that represent our current judgment about possible future events. We believe these judgments are reasonable, but these statements are not guarantees of any events or financial results, and our actual results may differ materially due to a variety of important factors. Among other items, such factors might include: our ability to realize production efficiencies and to achieve reductions in costs as a result of our restructuring initiatives and labor modifications; our ability to maintain quality control over our vehicles and avoid material vehicle recalls; our ability to maintain adequate liquidity and financing sources and an appropriate level of debt, including as required to fund our planned significant investment in new technology; the ability of our suppliers to timely deliver parts, components and systems; our ability to realize successful vehicle applications of new technology; and our ability to continue to attract new customers, particularly for our new products. GM's most recent annual report on Form 10-K and quarterly reports on Form 10-Q provides information about these and other factors, which we may revise or supplement in future reports to the SEC.

#### Exhibit 1

#### General Motors Company and Subsidiaries Supplemental Material (Unaudited)

The accompanying tables and charts include earnings before interest and taxes adjusted for special items, presented net of noncontrolling interests, and Automotive free cash flow. These metrics are not prepared in accordance with Accounting Principles Generally Accepted in the United States of America (U.S. GAAP) and have not been audited or reviewed by GM's independent auditors. EBIT-adjusted and Automotive free cash flow are considered non-GAAP financial measures.

Management believes these non-GAAP financial measures provide meaningful supplemental information regarding GM's operating results because they exclude amounts that management does not consider part of operating results when assessing and measuring the operational and financial performance of the organization. Management believes these measures allow it to readily view operating trends, perform analytical comparisons and benchmark performance between periods and among geographic regions. Accordingly, GM believes these non-GAAP financial measures are useful in allowing for greater transparency of GM's core operations and they are therefore used by management in its financial and operational decision-making.

While management believes that these non-GAAP financial measures provide useful information, they are not operating measures under U.S. GAAP, and there are limitations associated with their use. GM's calculation of these non-GAAP financial measures may not be completely comparable to similarly titled measures of other companies due to potential differences between companies in their method of calculation. As a result the use of these non-GAAP financial measures has limitations and should not be considered in isolation from, or as a substitute for, other measures such as Net income or Net income attributable to common stockholders. Due to these limitations, these non-GAAP financial measures are used as a supplement to U.S. GAAP measures.

The following table summarizes the reconciliation of EBIT-adjusted to its most comparable U.S. GAAP measure (dollars in millions):

	Three Mon	ths Ended March 31,
	2012	2011
Operating segments		
GMNA(a)	\$ 1,691	\$ 1,253
GME(a)	(256	) 5
GMIO(a)	529	586
GMSA(a)	83	90
GM Financial(b)	181	130
Total operating segments(b)	2,228	2,064
Corporate and eliminations	(46	) (22)
EBIT-adjusted(b)	2,182	2,042
Special items	(612	) 1,483
Interest income	89	127
Automotive interest expense	110	149
Loss on extinguishment of debt	18	—
Income tax expense	216	137
Net income attributable to stockholders	\$ 1,315	\$ 3,366

(a) GM's automotive operations interest and income taxes are recorded centrally in Corporate; therefore, there are no reconciling items for GM's automotive operating segments between EBITadjusted and Net income attributable to stockholders.

(b) GM Financial amounts represent income before income taxes.

(Unaudited)

The following summarizes the special items:

In the three months ended March 31, 2012 special items included the following:

• Goodwill impairment charges of \$590 million in GME and \$22 million in GMIO.

In the three months ended March 31, 2011 special items included the following:

- Gain of \$1.6 billion in GMNA related to the sale of GM's Class A Membership Interests in Delphi Automotive LLP;
- Gain of \$339 million in Corporate related to the sale of 100% of the Ally Financial, Inc. preferred stock;
- Goodwill impairment charges of \$395 million in GME; and
- Charges of \$106 million in GMIO related to GM's India joint venture.

The following table summarizes the reconciliation of Automotive free cash flow to Automotive net cash provided by (used in) operating activities (dollars in millions):

	Т	Three Month	s Ende	nded March 31,		
		2012		2011		
Automotive free cash flow	\$	282	\$	(1,918)		
Capital expenditures		1,990		1,322		
Automotive net cash provided by (used in) operating activities	\$	2,272	\$	(596)		

	 GMNA	 GME	GMIO	 GMSA	 Corporate	 Eliminations	 Total Automotive	F	GM inancial	]	Eliminations	 Total
Three Months Ended March 31, 2012												
Total net sales and revenue	\$ 24,176	\$ 5,513	\$ 6,060	\$ 3,939	\$ 15	\$ (2,375)	\$ 37,328	\$	431	\$	—	\$ 37,759
Depreciation, amortization and impairment of long- lived assets and finite-lived intangible assets	\$ 888	\$ 280	\$ 129	\$ 118	\$ 12	\$ _	\$ 1,427	\$	43	\$	(2)	\$ 1,468
Equity income, net of tax	\$ 2	\$ _	\$ 421	\$ _	\$ _	\$ _	\$ 423	\$	_	\$	_	\$ 423
	 GMNA	 GME	GMIO	 GMSA	 Corporate	 Eliminations	 Total Automotive	F	GM inancial	1	Eliminations	 Total
Three Months Ended March 31, 2011												
Total net sales and revenue(a)	\$ 22,110	\$ 6,870	\$ 5,208	\$ 3,896	\$ 16	\$ (2,201)	\$ 35,899	\$	295	\$	—	\$ 36,194
Depreciation, amortization and impairment of long												
lived assets and finite-lived intangible assets	\$ 977	\$ 340	\$ 116	\$ 116	\$ 13	\$ -	\$ 1,562	\$	14	\$	—	\$ 1,576

(a) Presentation of intersegment sales has been adjusted to conform to the current presentation.

	March 31, 2012	December 31, 2011
Worldwide Employment (thousands)		
GMNA	100	98
GME	39	39
GMIO	35	34
GMSA	32	33
GM Financial	3	3
Total Worldwide	209	207
U.S Salaried	29	29
U.S Hourly	50	48

	Three Months En	ded March 31,
	2012	2011
Production Volume (units in thousands)(a)		
GMNA - Cars	321	284
GMNA - Trucks	541	502
Total GMNA	862	786
GME	292	344
GMIO - Consolidated Entities	275	257
GMIO - Joint Ventures(b)	792	709
Total GMIO	1,067	966
GMSA	203	231
Total Worldwide	2,424	2,327

(a) Production volume includes vehicles produced by certain joint ventures.
 (b) The joint venture agreements with SGMW and FAW-GM allow for significant rights as a member as well as the contractual right to report SGMW and FAW-GM joint venture production in China.

(Unaudited)

	Three Months En	ded March 31,
	2012	2011
Vehicle Sales (units in thousands)(a)(b)(c)		
United States		
Chevrolet - Cars	217	181
Chevrolet - Trucks	151	144
Chevrolet - Crossovers	80	91
Cadillac	31	41
Buick	37	45
GMC	92	91
Total United States	608	593
Canada, Mexico and Other	95	92
Total GMNA	703	684
GME		
Opel/Vauxhall	275	321
Chevrolet	122	112
Other	1	1
Total GME	398	434
GMIO		
Chevrolet	288	259
Wuling	355	337
Buick	181	166
GM Daewoo	_	15
Holden	31	32
GMC	11	7
Cadillac	9	8
Other	53	29
Total GMIO(d)	928	852
GMSA		
Chevrolet	248	245
Other	1	3
Total GMSA	249	248
Total Worldwide	2,278	2,218

GMNA vehicle sales primarily represent sales to the end customer. GME, GMIO and GMSA vehicle sales primarily represent estimated sales to the end customer. In countries where end customer data is not readily available other data sources, such as wholesale or forecast volumes, are used to estimate vehicle sales.
 Certain fleet sales that are accounted for as operating leases are included in vehicle sales at the time of delivery to the daily rental car companies.
 Vehicle sales data may include rounding differences.
 Includes the following joint venture sales:

	Three Months	Ended March 31,
	2012	2011
pint venture sales in China		
GM	337	310
nd FAW-GM	407	376
ture sales in India		
	28	29

	Three Months	Ended March 31,
	2012	2011
Market Share(a)(b)		
United States - Cars	14.3%	15.5%
United States - Trucks	22.8%	24.8%
United States - Crossovers	17.3%	19.8%
Total United States	17.2%	19.0%
Total GMNA	16.7%	18.3%
Total GME	8.2%	8.4%
Total GMIO(c)	9.4%	9.3%
Total GMSA	18.4%	18.8%
Total Worldwide	11.3%	11.4%
U.S. Retail/Fleet Mix		
% Fleet Sales - Cars	33.4%	28.6%
% Fleet Sales - Trucks	25.0%	21.1%
% Fleet Sales - Crossovers	17.2%	19.7%
Total Vehicles	26.7%	23.6%
GMNA Capacity Utilization(d)	103.0%	97.3%

Market share information is based on vehicle sales volume.
 GMNA vehicle sales primarily represent sales to the end customer. GME, GMIO and GMSA vehicle sales primarily represent estimated sales to the end customer. In countries where end customer data is not readily available other data sources, such as wholesale or forecast volumes, are used to estimate vehicle sales.
 Includes the following joint venture sales:

	Three Mont March	
	2012	2011
Joint venture sales in China		
SGM	337	310
SGMW and FAW-GM	407	376
Joint venture sales in India		
НКЈV	28	29

(d) Two shift rated, annualized.

#### General Motors Company and Subsidiaries

Condensed Consolidated Income Statements (In millions, except per share amounts)

(Unaudited)

	Three Months E	nded March 31,
	2012	2011
Net sales and revenue		
Automotive sales and revenue	\$ 37,328	\$ 35,899
GM Financial revenue	431	295
Total net sales and revenue	37,759	36,194
Costs and expenses		
Automotive cost of sales	32,910	31,685
GM Financial operating and other expenses	248	165
Automotive selling, general and administrative expense	2,973	2,994
Other automotive expenses, net	15	6
Goodwill impairment charges	617	395
Total costs and expenses	36,763	35,245
Operating income	996	949
Automotive interest expense	110	149
Interest income and other non-operating income, net	275	604
Loss on extinguishment of debt	18	—
Income before income taxes and equity income	1,143	1,404
Income tax expense	216	137
Equity income, net of tax and gain on disposal of investments	423	2,144
Net income	1,350	3,411
Net income attributable to noncontrolling interests	(35)	(45)
Net income attributable to stockholders	\$ 1,315	\$ 3,366
Net income attributable to common stockholders	\$ 1,004	\$ 3,151
Earnings per share		
Basic		
Basic earnings per common share	\$ 0.64	\$ 2.09
Weighted-average common shares outstanding	1,572	1,504
Diluted		
Diluted earnings per common share	\$ 0.60	\$ 1.77
Weighted-average common shares outstanding	1,692	1,817

#### **General Motors Company and Subsidiaries** Basic and Diluted Earnings per Share

(Unaudited)

In the three months ended March 31, 2012 GM was required to use the two-class method for calculating earnings per share as the applicable market value of its common stock was below \$33.00 per common share in the period ended March 31, 2012.

The following table summarizes basic and diluted earnings per share for three months ended March 31, 2012 and 2011 (in millions, except per share amounts):

	Three Months Ended Mar			March 31,
		2012		2011
Basic earnings per share				
Net income attributable to stockholders(a)	\$	1,315	\$	3,366
Less: cumulative dividends on preferred stock and undistributed earnings allocated to Series B Preferred Stock participating security(b)		(311)		(215)
Net income attributable to common stockholders	\$	1,004	\$	3,151
Weighted-average common shares outstanding - basic		1,572		1,504
Basic earnings per share	\$	0.64	\$	2.09
Diluted earnings per share				
Net income attributable to stockholders(a)	\$	1,315	\$	3,366
Less: cumulative dividends on preferred stock and undistributed earnings allocated to Series B Preferred Stock participating security(c)		(305)		(215)
Add: preferred dividends to holders of Series B Preferred Stock		_		59
Net income attributable to common stockholders	\$	1,010	\$	3,210
Weighted-average shares outstanding - diluted				
Weighted-average common shares outstanding - basic		1,572		1,504
Dilutive effect of warrants		116		162
Dilutive effect of conversion of Series B Preferred Stock		—		148
Dilutive effect of restricted stock units		4		3
Weighted-average common shares outstanding - diluted		1,692		1,817
Diluted earnings per share	\$	0.60	\$	1.77

Includes earned but undeclared dividends of \$26 million on GM's Series A Preferred Stock and \$20 million on GM's Series B Preferred Stock in the three months ended March 31, 2012 and 2011. (a) (b)

Includes cumulative dividends on preferred stock of \$215 million and earnings of \$96 million that have been allocated to the Series B Preferred Stock holders in the three months ended March 31, 2012 and cumulative dividends on preferred stock of \$215 million in the three months ended March 31, 2011.

(c) Includes cumulative dividends on preferred stock of \$215 million and earnings of \$90 million that have been allocated to the Series B Preferred Stock holders in the three months ended March 31, 2012 and cumulative dividends on preferred stock of \$215 million in the three months ended March 31, 2011.

#### **General Motors Company and Subsidiaries**

Condensed Consolidated Balance Sheets (In millions, except share amounts)

(Unaudited)

	March 31, 2012	December 31, 2011
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 17,378	\$ 16,071
Marketable securities	14,686	16,148
Restricted cash and marketable securities	924	1,005
Accounts and notes receivable (net of allowance of \$390 and \$331)	12,485	9,964
GM Financial finance receivables, net (including gross finance receivables transferred to SPEs of \$3,357 and \$3,295) Inventories	3,314	3,251
Equipment on operating leases, net	15,844	14,324
Other current assets and deferred income taxes	2,600	2,464
Total current assets	1,985	1,696
Non-current Assets	69,216	64,923
Restricted cash and marketable securities		
	1,151	1,228
GM Financial finance receivables, net (including gross finance receivables transferred to SPEs of \$5,742 and \$5,773)	6,162	5,911
Equity in net assets of nonconsolidated affiliates	6,793	6,790
Property, net	24,275	23,005
Goodwill	28,433	29,019
Intangible assets, net	9,687	10,014
GM Financial equipment on operating leases, net (including assets transferred to SPEs of \$373 and \$274)	1,066	785
Other assets and deferred income taxes	3,411	2,928
Total non-current assets	80,978	79,680
Total Assets	\$ 150,194	\$ 144,603
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable (principally trade)	\$ 27,576	\$ 24,551
Short-term debt and current portion of long-term debt		,
Automotive (including certain debt at GM Korea of \$116 and \$171)	1,557	1,682
GM Financial	3,793	4,118
Accrued liabilities (including derivative liabilities at GM Korea of \$26 and \$44)	23,651	22,875
Total current liabilities	56,577	53,226
Non-current Liabilities	30,377	55,220
Long-term debt		
Automotive	2.020	2.612
GM Financial	3,828	3,613
Postretirement benefits other than pensions	5,046	4,420
Pensions	6,832	6,836
Other liabilities and deferred income taxes	25,017	25,075
Total non-current liabilities	12,754	12,442
Total Liabilities	53,477	52,386
	110,054	105,612
Commitments and contingencies Equity		
Preferred stock, \$0.01 par value, 2,000,000,000 shares authorized:		
Series A (276,101,695 shares issued and outstanding (each with a \$25.00 liquidation preference) at March 31, 2012 and December 31, 2011)	5,536	5,536
Series B (100,000,000 shares issued and outstanding (each with a \$50.00 liquidation preference) at March 31, 2012 and December 31, 2011)	4,855	4,855
Common stock, \$0.01 par value (5,000,000,000 shares authorized and 1,565,842,758 shares and 1,564,727,289 shares issued and outstanding at March 31, 2012 and December 31, 2011)	16	16
Capital surplus (principally additional paid-in capital)	26,334	26,391
Retained earnings	8,283	7,183
Accumulated other comprehensive loss	(5,768)	(5,861)
Total stockholders' equity	39,256	38,120
Noncontrolling interests	884	871
Total Equity	40,140	38,991
Total Liabilities and Equity	\$ 150,194	\$ 144,603
	- 150,154	. 17,005

Exhibit 99.2



# **General Motors Company**

# Q1 2012 Results

May 3, 2012

### Forward Looking Statements

In this presentation and in related comments by our management, our use of the words "expect," "anticipate," "possible," "potential," "target," "believe," "commit," "intend," "continue," "may," "would," "could," "should," "project," "projected," "positioned," "outlook" or similar expressions is intended to identify forward looking statements that represent our current judgment about possible future events. We believe these judgments are reasonable, but these statements are not guarantees of any events or financial results, and our actual results may differ materially due to a variety of important factors. Among other items, such factors may include: our ability to realize production efficiencies and to achieve reductions in costs as a result of our restructuring initiatives and labor modifications; our ability to maintain quality control over our vehicles and avoid material vehicle recalls; our suppliers' ability to deliver parts, systems and components at such times to allow us to meet production schedules; our ability to maintain adequate financing sources, including as required to fund our planned significant investment in new technology; our ability to realize successful vehicle applications of new technology; and our ability to continue to attract new customers, particularly for our new products.

GM's most recent annual report on Form 10-K provides information about these and other factors, which we may revise or supplement in future reports to the SEC.

### GM

### First Quarter 2012 Highlights

	Q1 '11	Q1 '12	Favorable Unfavorable vs. Q1 '11
Global Deliveries	2.2M	2.3M	
Net Revenue	\$36.2B	\$37.8B	
Net Income to Common	\$3.2B	\$1.0B	-
Net Cash from Operating Activities - Automotive	\$(0.6)B	\$2.3B	
EBIT- Adjusted	\$2.0B	\$2.2B	
- GMNA	\$1.3B	\$1.7B	
- GME	\$0.0B	\$(0.3)B	-
- GMIO	\$0.6B	\$0.5B	-
- GMSA	\$0.1B	\$0.1B	-
Automotive Free Cash Flow	\$(1.9)B	\$0.3B	

Note: EBIT- Adjusted includes GM Financial on an Earnings Before Tax (EBT) basis

# First Quarter Highlights

- Created a global alliance with PSA Peugeot
- Set quarterly sales record in China
- Sales in Russia increased 29%
- Record global Chevrolet sales 1.2 million vehicles
- · Selected a single global advertising agency for Chevrolet
- Named Wells Fargo & Co. as retail and wholesale financing partner in western U.S.
- Pension de-risking
- Important product announcements
  - Chevrolet Impala
  - CNG bi-fuel pick-ups

GM

### Summary of Q1 2012 Results

	Q1 <u>2011</u>	Q1 <u>2012</u>
GAAP		
Net Revenue (\$B)	36.2	37.8
Operating Income (\$B)	0.9	1.0
Net Income to Common Stockholders (\$B)	3.2	1.0
EPS – Diluted (\$/Share)	1.77	0.60
Net Cash from Operating Activities – Automotive (\$B)	(0.6)	2.3
Non- GAAP		
EBIT- Adjusted (\$B)	2.0	2.2
EBIT- Adjusted % Revenue	5.6%	5.8%
Automotive Free Cash Flow (\$B)	(1.9)	0.3

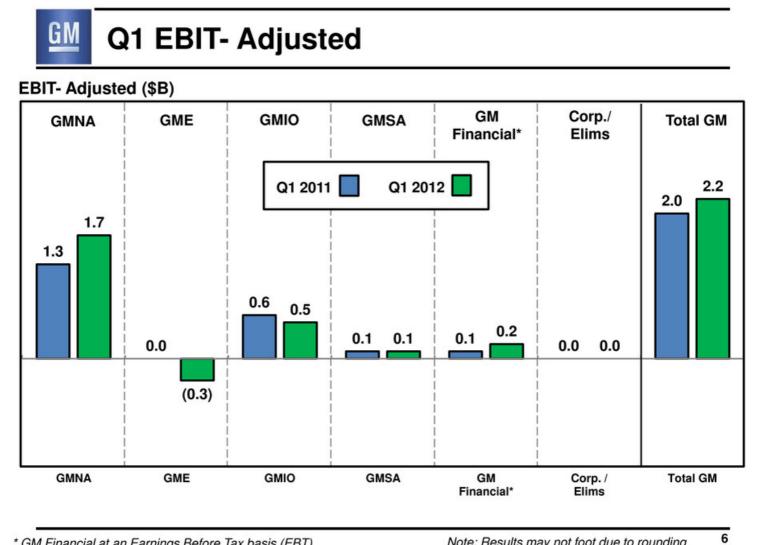
Note: EBIT- Adjusted includes GM Financial on an Earnings Before Tax (EBT) basis



## Impact of Special Items

	Q1 <u>2011</u>	Q1 <u>2012</u>
Net Income to Common Stockholders (\$B)	3.2	1.0
EPS – Diluted (\$/Share)	1.77	0.60
Included in Above (\$B):		
- Gain on Sale of Delphi Membership Interest	1.6	0.0
- Gain on Sale of Ally Preferred	0.3	0.0
- India JV Impairment & related charges	(0.1)	0.0
- Goodwill Impairment	(0.4)	(0.6)
Total Impact Net Income to Common Stockholders (\$B) Total Impact EPS – Diluted (\$/Share)	1.5 0.82	(0.6) (0.33)

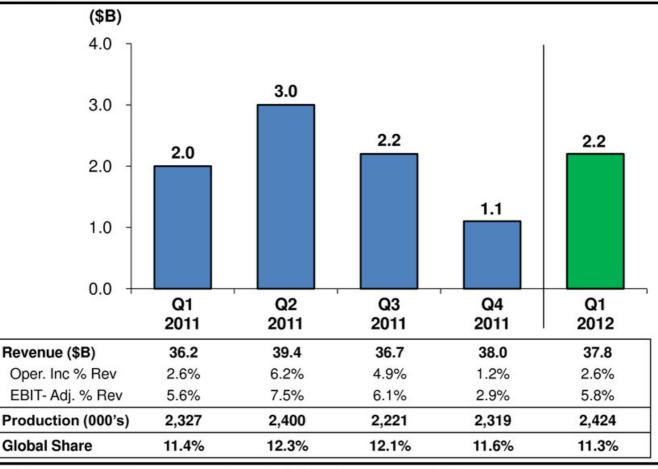
Note: Results may not foot due to rounding 5



\* GM Financial at an Earnings Before Tax basis (EBT)

Note: Results may not foot due to rounding

### Earnings Before Interest & Taxes - Adjusted



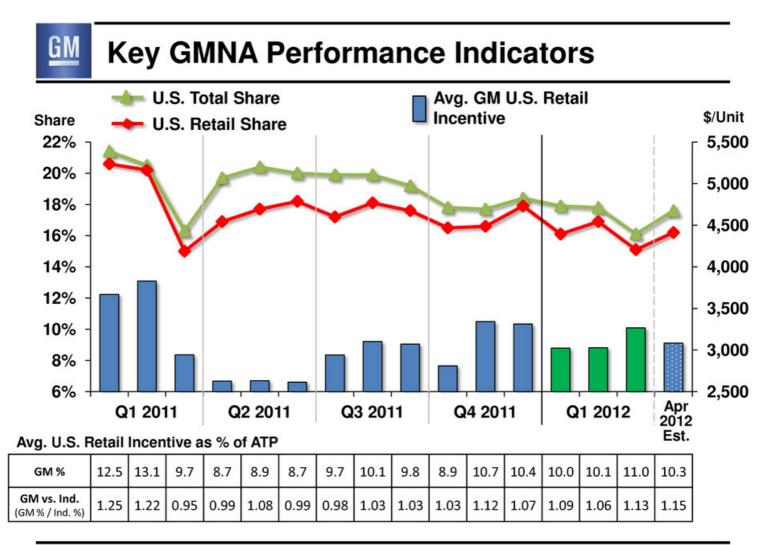
Note: EBIT- Adjusted includes GM Financial on an Earnings Before Tax (EBT) basis

### Consolidated EBIT- Adj. – Q1 2011 vs. Q1 2012



Note: EBIT- Adjusted includes GM Financial on an Earnings Before Tax (EBT) basis

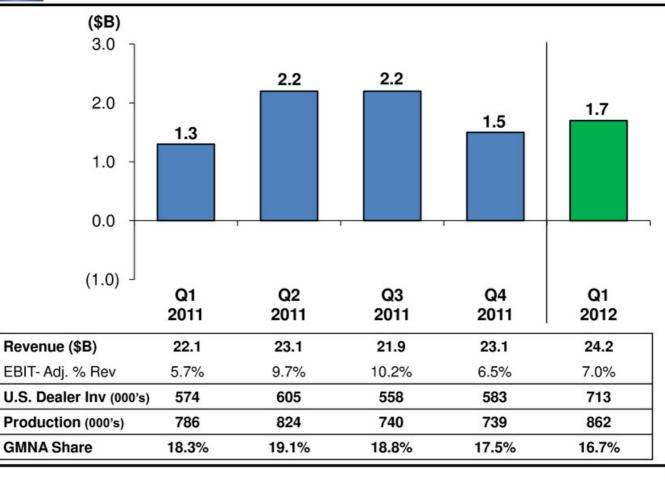
GM



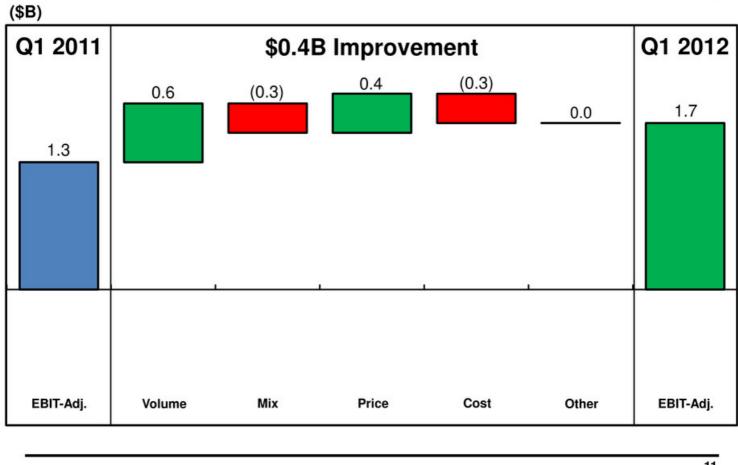
Note: Incentive & ATP Information Based on J.D. Power and Associates Power Information Network data

### GMNA EBIT- Adjusted

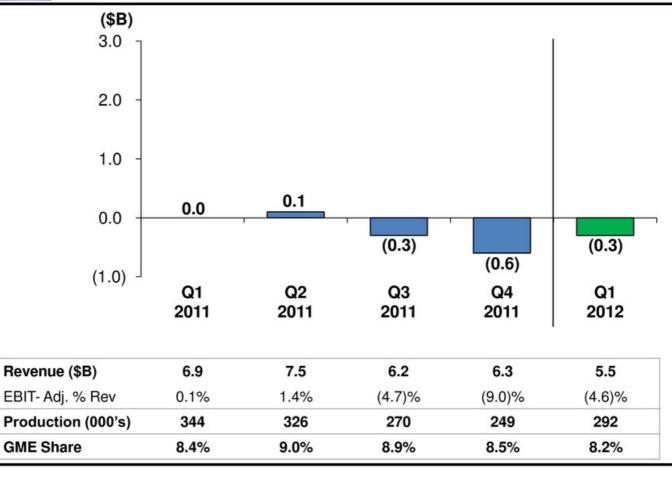
GM



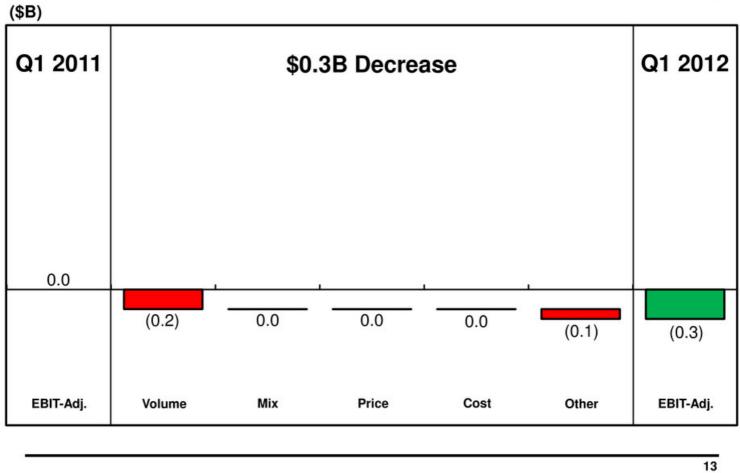
### GM GMNA EBIT- Adj. - Q1 2011 vs. Q1 2012



## GME EBIT- Adjusted

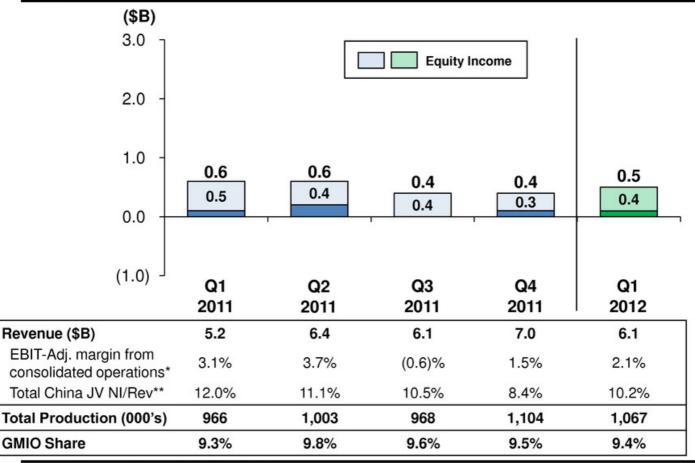


### GM GME EBIT- Adj. - Q1 2011 vs. Q1 2012



### GMIO EBIT- Adjusted

GM



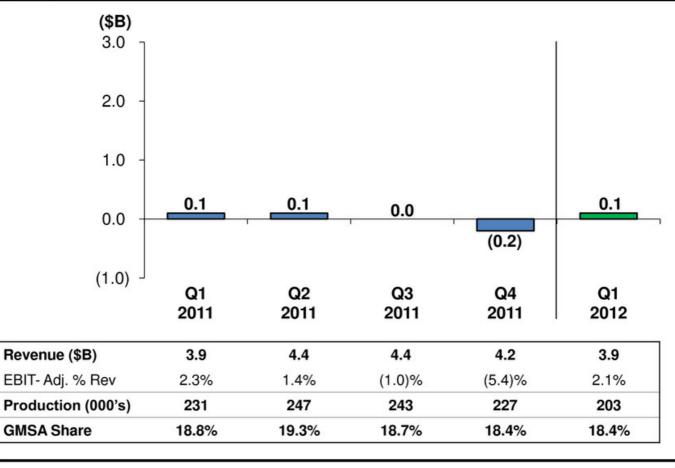
\* Excludes equity income and non-controlling interest adjustment.

\*\* Revenue not consolidated in GM results, pro-rata share of earnings reported as equity income

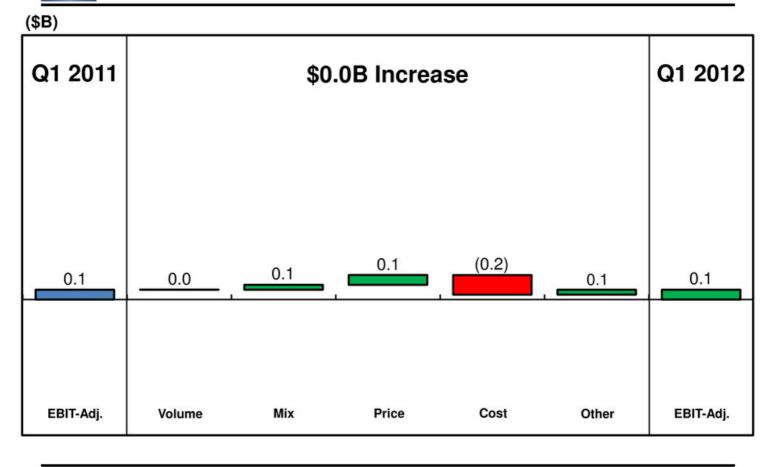
# GMIO EBIT- Adj. – Q1 2011 vs. Q1 2012



## GMSA EBIT- Adjusted



# M GMSA EBIT- Adj. – Q1 2011 vs. Q1 2012



Note: Results may not foot due to rounding

GM

### Automotive Free Cash Flow – Q1 2011 vs. Q1 2012

<u>(\$B)</u>	<u>Q1 2011</u>	<u>Q1 2012</u>
Net Income to Common Stockholders	3.2	1.0
Add-back Non-Controlling Interests, Preferred Dividends & undistributed earnings allocated to Series B	0.3	0.3
Deduct Non-Auto (GM Financial)	<u>(0.1)</u>	<u>(0.1)</u>
Automotive Income	3.4	1.2
Special Items	(1.5)	0.6
Depreciation / Amortization / Impairment	1.6	1.4
Working Capital	(2.9)	(0.7)
Pension / OPEB – Cash in Excess of Expense	(0.4)	(0.2)
Other	(0.8)	(0.1)
Automotive Net Cash Provided/(Used) Operating Activities	(0.6)	2.3
Capital Expenditures	(1.3)	(2.0)
Automotive Free Cash Flow	(1.9)	0.3

Note: Results may not foot due to rounding

### GM **Key Automotive Balance Sheet Items**

<u>(\$B)</u>	Mar. 31 <u>2011</u>	Dec. 31 <u>2011</u>	Mar. 31 <u>2012</u>
Cash & marketable securities	30.6	31.6	31.5
Available Credit Facilities	<u>5.9</u>	<u>5.9</u>	<u>5.9</u>
Available Liquidity	<b>36.5</b> <sup>(1)</sup>	37.5	37.3
Key Obligations:			
Debt	5.0	5.3	5.4
Series A Preferred Stock	5.5	5.5	5.5
U.S. Pension Underfunded Status <sup><sup>(2)</sup></sup>	11.2 <sup>(3)</sup>	13.3	12.9 <sup>(3)</sup>
Non-U.S. Pension Underfunded Status	10.0 <sup>(3)</sup>	11.2	11.6 <sup>(3)</sup>
Unfunded OPEB	10.0 <sup>(3)</sup>	7.3	7.3 <sup>(3)</sup>
<ul> <li>(1) Includes Canadian Healthcare Trust restricted cash</li> <li>(2) Excludes U.S. non-qualified plan PBO of ~\$0.9 billion</li> <li>(3) Balance is rolled forward and does not reflect re-measurement.</li> </ul>			

Note: Results may not foot due to rounding

GM Financial

			Industry Ave	g. (Excl. GM)
	Q1 <u>2011</u>	Q1 <u>2012</u>	Q1 <u>2011</u>	Q1 <u>2012</u>
GM Sales Penetrations				
U.S. Subprime (<=620)	6.1%	8.2%	5.5%	6.0%
U.S. Lease	17.2%	12.6%	23.1%	21.6%
Canada Lease	3.9%	8.9%	20.9%	19.0%
<u>GM / GM Financial Linkage</u>				
GM as % of GM Financial Originations (GM New / GMF Loan & Lease)	39%	45%		
GMF as % of GM U.S. S/P & Lease	18%	23%		
GM Financial Performance				
GM Financial Credit Losses (annualized net credit losses as % avg. finance receivables)	4.0%	2.5%		
EBT (\$M)	130	181		

Note: GM Sales Penetrations based on JD Power PIN

20

## **GM** 2012 Outlook

- Expect U.S. light vehicle sales to be 14.0 14.5 million
- Expect GMNA Q2 & Q3 results to be in the range of Q1
  - Affected by full-size truck production decreases versus last year
- Expect effective tax rate similar to Q1 (12%-13%)
  - Excluding special items

## First Quarter Summary

- Improved
  - ✓ Sales volumes
  - ✓ Pricing
  - ✓ EBIT-Adjusted
  - ✓ EBIT-Adjusted margins
  - ✓ Cash Flow
- More than 20 major product launches in 2012
  - Cadillac ATS & XTS in GMNA
  - Opel Mokka in GME
  - Chevrolet Sail in GMIO
  - Chevrolet mid-size truck in GMSA



### **General Motors Company**

**Select Supplemental Financial Information** 

	<u>Q1 2011</u>	<u>Q2 2011</u>	<u>Q3 2011</u>	<u>Q4 2011</u>	<u>Q1 2012</u>
GMNA	684	784	746	712	703
GME	434	487	415	415	398
Chevrolet in GME	112	145	134	138	122
GMIO	852	775	811	844	928
China	686	588	619	654	745
GMSA	248	274	277	267	249
Brazil	143	161	161	168	137
Global Deliveries	2,218	2,320	2,249	2,238	2,278

Note: GM deliveries include vehicles sold around the world under GM and JV brands, and through GM-branded distribution network.

### **Global Market Share**

	Q1 2011	<u>Q2 2011</u>	<u>Q3 2011</u>	Q4 2011	Q1 2012
GMNA	18.3%	19.1%	18.8%	17.5%	16.7%
U.S.	19.0%	20.0%	19.7%	18.0%	17.2%
GME	8.4%	9.0%	8.9%	8.5%	8.2%
Germany	8.2%	8.9%	8.6%	8.4%	7.6%
U.K.	12.6%	13.3%	11.9%	12.1%	11.0%
GMIO	9.3%	9.8%	9.6%	9.5%	9.4%
China	13.6%	13.4%	14.4%	13.2%	15.1%
India	3.1%	3.4%	3.6%	3.4%	2.7%
GMSA	18.8%	19.3%	18.7%	18.4%	18.4%
Brazil	17.3%	17.6%	17.1%	17.6%	16.7%
Global Market Share	11.4%	12.3%	12.1%	11.6%	11.3%

Note: GM market share include vehicles sold around the world under GM and JV brands, and through GM-branded distribution network. Market share data excludes the markets of Iran, North Korea, Sudan and Syria

## **Operating Income Walk to EBIT- Adjusted**

<u>(\$B)</u>	Q1 2011	Q1 2012
Operating Income	0.9	1.0
Equity Income	2.1	0.4
Non-Controlling Interests	0.0	0.0
Non-Operating Income	0.5	0.2
Special Items	<u>(1.5)</u>	<u>0.6</u>
EBIT- Adjusted	2.0	2.2

Note: EBIT-Adjusted includes GM Financial on an Earnings Before Tax (EBT) basis

# Reconciliation of EBIT- Adjusted

<u>(\$B)</u>	Q1 <u>2011</u>	Q1 <u>2012</u>	
Net Income to Common Stockholders	3.2	1.0	
Add Back:			
Undistributed earnings allocated to Series B (Basic)	N/A	0.1	
Dividends on Preferred Stock	0.2	0.2	
Interest Expense / (Income)	0.0	0.0	
Income Tax Expense	0.1	0.2	
Special Items:			
- Gain on Sale of Delphi Membership Interest	(1.6)	0.0	
- Gain on Sale of Ally Preferred	(0.3)	0.0	
- India JV Impairment & related charges	0.1	0.0	
- Goodwill Impairment	<u>0.4</u>	0.6	
Total Special Items	<u>(1.5)</u>	<u>0.6</u>	
EBIT- Adjusted	2.0	2.2	

Note: EBIT-Adj. includes GM Financial on an Earnings Before Tax (EBT) basis

Note: Results may not foot due to rounding

### Restructuring (not included in special items)

<u>(\$B)</u>	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Q1 2012
GMNA – Dealer Related	0.0	0.0	0.0	0.0	0.0
GMNA – Non-Dealer Related	0.0	0.0	<u>(0.1)</u>	<u>0.0</u>	<u>(0.1)</u>
Total GMNA	0.0	0.0	(0.1)	0.0	(0.1)
Total GME	0.0	(0.1)	(0.1)	(0.2)	0.0
Total GMIO	0.0	0.0	0.0	0.0	0.0
Total GMSA	<u>0.0</u>	<u>0.0</u>	<u>0.0</u>	<u>(0.1)</u>	<u>0.0</u>
Total	(0.1)	(0.1)	(0.2)	(0.2)	(0.1)

Note: Results may not foot due to rounding

### **Reconciliation of Automotive Free Cash Flow**

<u>(\$B)</u>	Q1 <u>2011</u>	Q1 <u>2012</u>
Net cash provided by operating activities	(0.4)	2.5
Less net cash provided by operating activities-GM Financial	0.2	0.2
Automotive Net Cash Provided/(Used) Operating Activities	(0.6)	2.3
Capital expenditures	<u>(1.3)</u>	<u>(2.0)</u>
Automotive Free Cash Flow	(1.9)	0.3

## GM Financial – Key Metrics

<u>(\$M)</u>	<u>Q1 2011</u>	<u>Q1 2012</u>
Earnings Before Tax	130	181
Total Loan and Lease Originations	1,449	1,780
GM New Vehicles as % of Total	39%	45%
Finance Receivables	8,750	10,001
Delinquencies (>30 days)*	5.3%	4.4%
Annualized Net Credit Losses as % of Avg. Finance Receivables	4.0%	2.5%

\* Excludes finance receivables in repossession

### Calculation of EBIT- Adj. as a Percent of Revenue

Total GM										
<u>(\$B)</u>	Q1 <u>2011</u>	<u>%</u>	Q2 <u>2011</u>	<u>%</u>	Q3 <u>2011</u>	<u>%</u>	Q4 <u>2011</u>	<u>%</u>	Q1 <u>2012</u>	<u>%</u>
Revenue	36.2		39.4		36.7		38.0		37.8	
Operating Income	0.9	2.6%	2.5	6.2%	1.8	4.9%	0.5	1.2%	1.0	2.6%
EBIT- Adjusted	2.0	5.6%	3.0	7.5%	2.2	6.1%	1.1	2.9%	2.2	5.8%
GMIO Consolidated Results										
<u>(\$B)</u>	Q1 <u>2011</u>	<u>%</u>	Q2 <u>2011</u>	<u>%</u>	Q3 <u>2011</u>	<u>%</u>	Q4 <u>2011</u>	<u>%</u>	Q1 <u>2012</u>	<u>%</u>
<u>(\$B)</u> Revenue		<u>%</u>		<u>%</u>		<u>%</u>		<u>%</u>		<u>%</u>
	<u>2011</u>	<u>%</u> 1.8%	<u>2011</u>	<u>%</u> 2.4%	<u>2011</u>	<u>%</u> 0.2%	<u>2011</u>	<u>%</u> (3.6)%	<u>2012</u>	<u>%</u> 0.9%
Revenue	<u>2011</u> 5.2		<u>2011</u> 6.4		<u>2011</u> 6.1		<u>2011</u> 7.0		<u>2012</u> 6.1	
Revenue Operating Income	<u>2011</u> 5.2 0.1		<u>2011</u> 6.4 0.2		<u>2011</u> 6.1 0.0		<u>2011</u> 7.0 (0.3)		<u>2012</u> 6.1 0.1	

Note: EBIT- Adjusted includes GM Financial on an Earnings Before Tax (EBT) basis; Results may not foot due to rounding; Certain data has been adjusted to conform to the current presentation