## 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) July 25, 2017

# 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.)

 ${\bf 300\ Renaiss ance\ Center,\ Detroit,\ Michigan}$ 

(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

On July 25, 2017 General Motors Company (GM) issued a news release and supplemental materials on the subject of its 2017 second quarter earnings. The news release and supplemental materials are attached as Exhibit 99.1 and Exhibit 99.2.

Charts furnished to securities analysts in connection with GM's 2017 second quarter earnings release are available on GM's website at www.gm.com/investors/earnings-releases.html.

#### ITEM 9.01 Financial Statements and Exhibits

Exhibit

#### **EXHIBIT**

Exhibit 99.1	News Release Dated July 25, 2017
Exhibit 99.2	Financial Highlights Dated July 25, 2017

Description

#### **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.

Date: July 25, 2017

GENERAL MOTORS COMPANY (Registrant)

/s/ THOMAS S. TIMKO

By: Thomas S. Timko

Vice President, Controller, Chief Accounting Officer and Global

**Business Services** 

# **GM Reports Net Revenue of** \$37 Billion and Income of \$2.4 Billion from **Continuing Operations**

- EPS-diluted of \$1.60, down 8 percent; EPS dilutedadjusted of \$1.89, up 5.6 percent
- · EBIT-adjusted of \$3.7 billion and EBIT-adjusted margin of 10.0 percent
- North America EBIT-adjusted of \$3.5 billion, and EBIT-adjusted margin of 12.2 percent

Q2 2017 RESULTS	OVERVIEW			
		FROM CON	ITINUING OPERATIONS	
	Net Revenue	Income	Auto Operating Cash Flow	EPS-Diluted
GAAP	\$37.0 B	\$2.4 B	\$5.1 B	<sup>\$</sup> 1.60
Vs. Q2 2016	(1.1) %	(11.3) %	+\$0.3 B	(8.0) %
	EBIT-Adj. Margin	EBIT-Adj.	Adj. Auto FCF	EPS Diluted-Adj.
Non-GAAP	10.0%	\$3.7 B	\$2.6 B	\$1.89
Vs. Q2 2016	(0.3) pts	(4.3) %	(\$0.7) B	+5.6 %

Disciplined and relentless focus on improving our business performance led to a strong quarter and very solid first half of the year. We will continue transforming GM to capitalize on growth opportunities and deliver even more value for our shareholders."

- Mary Barra, Chairman & CEO

#### **Q2 VEHICLE SALES**

In the second quarter, GM delivered 725,000 total vehicles in the United States, driven by a 24-percent increase in retail crossover sales. The Q2 crossover results are the best in GM history.

GM's U.S. daily rental sales were 6 percent of total vehicle sales in Q2, the lowest of any full-line automaker. Daily rental sales were down about 25,000 vehicles or 35 percent compared to Q2 2016.



2018 Chevrolet Equinox

up 1.6 percent compared to Q2 2016. Strong sales of Cadillac and Baojun 66 percent, respectively.



2017 Cadillac XTS

South America delivered 160,000 vehicles in the quarter, up 18 percent, compared to industry growth of 13 percent.

sales, click here.

#### RESTRUCTURING

In China, GM deliveries of 852,000 In May, GM announced key vehicles set a second-quarter record, restructuring actions in GM's International operations to focus GM India on export manufacturing and the vehicles led the way, up 62 percent and transition of GM South Africa manufacturing to Isuzu Motors. The Chevrolet brand will be phased out of both markets by the end of 2017.

> With these actions and the pending sale of GM's Opel / Vauxhall brands and GM Financial's European operations to PSA Group, GM believes it is now in the right markets to capitalize on its higherreturn franchises and long-term growth opportunities, including reshaping the future of personal mobility.

GM will continue to target operational improvements by market and product segment to increase its competitiveness For more details on second-quarter and drive stronger business performance.

#### SEGMENT RESULTS (EBIT-ADJUSTED FROM CONTINUING OPERATIONS - \$B)

North Ar	North America		nal Ops	South Ar	nerica	GM Financial (EBT)			
Q2 17	Q2 16	Q2 17	Q2 16	Q2 17	Q2 16	Q2 17	Q2 16		
3.5	3.7	0.3	0.2	(0.0)	(0.1)	0.4	0.2		

Improved mix and cost efficiencies largely offset lower volumes, price and FX, and drove strong EBIT-adjusted and an EBIT-adjusted margin of 12.2 percent.

Improved volume drove China JV equity income of \$0.5 billion. Despite challenging macro economic conditions, GMSA posted year-overyear improvement to break even.

Achieved 12 percent EBT margin on record \$3 billion in revenue. Continued strong growth of earnings assets, up 38 percent YOY.

Strong results in North America and China, solid improvement in South America and continued growth of GM Financial drove another strong quarter. With an aggressive launch cadence still ahead this year, we are on track to meet our financial commitments for 2017."

- Chuck Stevens, Executive Vice President and CFO

#### **CAPITAL RETURN**

In the second quarter of 2017, GM paid \$0.6 billion in common stock dividends and repurchased \$1.5 billion of common stock. For the full year GM expects to return up to \$7 billion to shareholders through common stock dividends and share buybacks.

#### TECHNOLOGY AND INNOVATION

In June, GM became the first company to use mass-production methods to build 130 autonomous **Chevrolet Bolt EV** test vehicles, growing its self-driving test fleet to 180.



2017 Chevrolet Bolt EV

In preparation for the fall introduction of **Super Cruise** on the Cadillac CT6, GM engineers have logged roughly 160,000 miles of U.S. and Canadian highway driving as part of final validation for the system.

Also in June, GM launched **Maven Gig** in San Diego and San Francisco to give drivers access to Chevrolet Bolt EVs for performing freelance services such as package delivery and ride sharing.

#### CASH AND LIQUIDITY FROM CONTINUING OPERATIONS (\$B)

	Q2 17	Q2 16
Cash and Current Marketable Securities	20.5	20.1
Total Auto Liquidity	34.6	34.3

#### **2017 VEHICLE LAUNCHES**

For the first six months of the year, crossover segments grew faster than any other segment in the U.S. Through June, U.S. industry crossover retail sales grew 9 percent compared to 2016.



2018 Chevrolet Traverse

The company is well positioned to continue capitalizing on this trend with the launches of the GMC Terrain, Chevrolet Traverse and Buick Enclave through the end of the year. Chevrolet will also introduce the Bolt EV in U.S. markets nationwide by August 1.



2018 Buick Enclave Avenir

In the second half of 2017, GM China plans to introduce 10 new and refreshed models.

Later this year, Chevrolet will introduce the Equinox SUV in the fast-growing compact SUV market in Brazil.



2018 GMC Terrain SLT

#### CONTACTS



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#### GENERAL MOTORS

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, its subsidiaries and joint venture entities sell vehicles under the Chevrolet, Cadillac, Baojun, Buick, GMC, Holden, Jiefang, Opel, Vauxhall and Wuling brands. More information on the company and its subsidiaries, including OnStar, a global leader in vehicle safety, security and information services, can be found at http://www.gm.com.

#### Cautionary Note on Forward-Looking Statements.

This press release and related comments by management may include forward-looking statements. These statements are based on current expectations about possible future events and thus are inherently uncertain. Our actual results may differ materially from forward-looking statements due to a variety of factors, including: (1) our ability to deliver new products, services and experiences that attract new, and are desired by existing, customers and to effectively compete in autonomous, ride-sharing and transportation as a service; (2) sales of full-size pick-up trucks and SUVs, which may be affected by increases in the price of oil; (3) the volatility of global sales and operations; (4) aggressive competition, including the impact of new market entrants; (5) changes in, or the introduction of novel interpretations of, laws, regulations or policies particularly those relating to free trade agreements, tax rates and vehicle safety and any government actions that may affect the production, licensing, distribution, pricing, or selling of our products; (6) our joint ventures, which we cannot operate solely for our benefit and over which we may have limited control; (7) compliance with laws and regulations applicable to our industry, including those regarding fuel economy and emissions; (8) costs and risks associated with litigation and government investigations; (9) compliance with the terms of the Deferred Prosecution Agreement; (10) our ability to maintain quality control over our vehicles and avoid recalls and the cost and effect on our reputation and products; (11) the ability of suppliers to deliver parts, systems and components without disruption and on schedule; (12) our dependence on our manufacturing facilities; (13) our ability to realize production efficiencies and cost reductions; (14) our ability to successfully restructure operations in various countries; (15) our ability to manage risks related to security breaches and other disruptions to vehicles, information technology networks and systems; (16) our ability to develop captive financing capability through GM Financial; (17) significant increases in pension expense or projected pension contributions; (18) significant changes in the economic, political, and regulatory environment, market conditions, and foreign currency exchange rates; and (19) uncertainties associated with the consummation of the sale of Opel/Vauxhall to the PSA Group, including satisfaction of the closing conditions. A further list and description of these risks, uncertainties and other factors can be found in our Annual Report on Form 10-K for the fiscal year ended December 31, 2016, and our subsequent filings with the Securities and Exchange Commission. GM cautions readers not to place undue reliance on forward-looking statements. GM undertakes no obligation to update publicly or otherwise revise any forward-looking statements.

(Unaudited)

Unless otherwise indicated, General Motors Company's (GM) non-GAAP measures are related to our continuing operations and not our discontinued operations nor assets and liabilities held for sale. GM's non-GAAP measures include earnings before interest and taxes (EBIT)-adjusted, presented net of noncontrolling interests, earnings per share (EPS)-diluted-adjusted, return on invested capital-adjusted (ROIC-adjusted) and adjusted automotive free cash flow. GM's calculation of these non-GAAP measures may not be comparable to similarly titled measures of other companies due to potential differences between companies in the method of calculation. As a result, the use of these non-GAAP measures has limitations and should not be considered superior to, in isolation from, or as a substitute for, related U.S. GAAP measures.

These non-GAAP measures allow management and investors to view operating trends, perform analytical comparisons and benchmark performance between periods and among geographic regions to understand operating performance without regard to items we do not consider a component of our core operating performance. Furthermore, these non-GAAP measures allow investors the opportunity to measure and monitor our performance against our externally communicated targets and evaluate the investment decisions being made by management to improve ROIC-adjusted. Management uses these measures in its financial, investment and operational decision-making processes, for internal reporting and as part of its forecasting and budgeting processes. Further, our Board of Directors uses these and other measures as key metrics to determine management performance under our performance-based compensation plans. For these reasons we believe these non-GAAP measures are useful for our investors.

EBIT-adjusted is used by management and can be used by investors to review our consolidated operating results because it excludes automotive interest income, automotive interest expense and income taxes as well as certain additional adjustments that are not considered part of our core operations. Examples of adjustments to EBIT include but are not limited to impairment charges related to goodwill; impairment charges on long-lived assets and other exit costs resulting from strategic shifts in our operations or discrete market and business conditions; costs arising from the ignition switch recall and related legal matters; and certain currency devaluations associated with hyperinflationary economies. For EBIT-adjusted and our other non-GAAP measures, once we have made an adjustment in the current period for an item, we will also adjust the related non-GAAP measure in any future periods in which there is an impact from the item.

EPS-diluted-adjusted is used by management and can be used by investors to review our consolidated diluted earnings per share results on a consistent basis. EPS-diluted-adjusted is calculated as net income attributable to common stockholders-diluted less income (loss) from discontinued operations on an after-tax basis, adjustments noted above for EBIT-adjusted, gains or losses on the extinguishment of debt obligations on an after-tax basis and certain income tax adjustments divided by weighted-average common shares outstanding-diluted. Examples of income tax adjustments include the establishment or reversal of significant deferred tax asset valuation allowances.

ROIC-adjusted is used by management and can be used by investors to review our investment and capital allocation decisions. We define ROIC-adjusted as EBIT-adjusted for the trailing four quarters divided by ROIC-adjusted average net assets, which is considered to be the average equity balances adjusted for average automotive debt and interest liabilities, exclusive of capital leases; average automotive net pension and OPEB liabilities; and average automotive net income tax assets during the same period. Adjustments to the average equity balances exclude assets and liabilities classified as either assets held for sale or liabilities held for sale.

Adjusted automotive free cash flow is used by management and can be used by investors to review the liquidity of our automotive operations and to measure and monitor our performance against our capital allocation program and evaluate our automotive liquidity against the substantial cash requirements of our automotive operations. We measure adjusted automotive free cash flow as automotive operating cash flow from continuing operations less capital expenditures adjusted for management actions, primarily related to strengthening our balance sheet, such as prepayments of debt and discretionary contributions to employee benefit plans.

(Unaudited)

The following table reconciles segment profit (loss) to Net income attributable to common stockholders under U.S. GAAP (dollars in millions):

		Three Moi	nths Ende	Six Months Ended					
	June	30, 2017	Jur	ne 30, 2016	June 30, 2017	J	une 30, 2016		
Operating segments									
GM North America (GMNA)	\$	3,475	\$	3,745	\$ 6,946	\$	6,129		
GM International Operations (GMIO)		340		190	637		624		
GM South America (GMSA)		(23)		(118)	(142)		(182)		
General Motors Financial Company, Inc. (GM Financial)(a)		357		214	585		407		
Total operating segments		4,149		4,031	8,026		6,978		
Corporate and eliminations(b)		(467)		(185)	(790)		(390)		
EBIT-adjusted		3,682		3,846	7,236		6,588		
Special items									
GMIO restructuring(c)		(460)		_	(460)		_		
Venezuela deconsolidation(d)		(80)		_	(80)		_		
Ignition switch recall and related legal matters(e)		(114)		(115)	(114)		(175)		
Total special items		(654)		(115)	(654)		(175)		
Automotive interest income		68		50	125		94		
Automotive interest expense		(132)		(144)	(279)		(268)		
Income tax expense		(534)		(877)	(1,321)		(1,534)		
Income from continuing operations(f)		2,430		2,760	5,107		4,705		
Income (loss) from discontinued operations, net of tax		(770)		106	(839)		114		
Net income attributable to common stockholders	\$	1,660	\$	2,866	\$ 4,268	\$	4,819		

GM Financial amounts represent earnings before income taxes-adjusted.

GM's automotive operations interest income and interest expense, Maven, corporate expenditures including autonomous vehicle-related engineering and other costs and certain nonsegment specific revenues and expenses are recorded centrally in Corporate.

This adjustment was excluded because of a strategic decision to rationalize our core operations by exiting or significantly reducing our presence in various international markets to focus resources on opportunities expected to deliver higher returns. The adjustment primarily consists of asset impairments, sales incentives, inventory provisions, dealer restructuring, employee separations and other contract cancellation costs in India and South Africa.

This adjustment was excluded because we ceased operations and terminated employment relationships in Venezuela due to causes beyond our control, which included

adverse political and economic conditions, including the seizure of our manufacturing facility.

These adjustments were excluded because of the unique events associated with the ignition switch recall. These events included the creation of the ignition switch recall compensation program, as well as various investigations, inquiries, and complaints from various constituents.

Net of Net (income) loss attributable to noncontrolling interests.

The following table reconciles Net income attributable to common stockholders under U.S. GAAP to EBIT-adjusted (dollars in millions):

				Three Mont	hs Ended			
	Jun	ne 30,	Mar	ch 31,	Dece	mber 31,	Septer	mber 30,
	2017	2016	2017	2016	2016	2015	2016	2015
Net income attributable to common stockholders	\$ 1,660	\$ 2,866	\$ 2,608	\$ 1,953	\$ 1,835	\$ 6,266	\$ 2,773	\$ 1,359
(Income) loss from discontinued operations, net of tax	770	(106)	69	(8)	120	230	(5)	(123)
Income tax expense (benefit)	534	877	787	657	303	(3,139)	902	502
Gain on extinguishment of debt	_	_	_	_	_	(449)	_	_
Automotive interest expense	132	144	147	124	150	109	145	107
Automotive interest income	(68)	(50)	(57)	(44)	(45)	(40)	(43)	(37)
Adjustments								
GMIO restructuring(a)	460	_	_	_	_	_	_	_
Venezuela deconsolidation(a)	80	_	_	_	_	_	_	_
Ignition switch recall and related legal matters(a)	114	115	_	60	235	60	(110)	1,500
Other	_	_	_	_	_	(18)	_	_
Total adjustments	654	115		60	235	42	(110)	1,500
EBIT-adjusted	\$ 3,682	\$ 3,846	\$ 3,554	\$ 2,742	\$ 2,598	\$ 3,019	\$ 3,662	\$ 3,308

<sup>(</sup>a) Refer to the reconciliation of segment profit (loss) to Net income attributable to common stockholders under U.S. GAAP within the previous section for the details of each individual adjustment.

(Unaudited)

The following table reconciles diluted earnings per common share under U.S. GAAP to EPS-diluted-adjusted (dollars in millions):

			Three Moi	nths	Ended			Six Months Ended									
	June	30, 201	.7	June 30, 2016					June	30, 201	.7	June 30, 2016					
	 Amount Per Share			Amount Per Share		Amount		Per Share		Amount		Per Share					
Diluted earnings per common share	\$ 1,660	\$	1.09	\$	2,865	\$	1.81	\$	4,268	\$	2.80	\$	4,817	\$	3.05		
Diluted (earnings) loss per common share – discontinued operations $% \left( 1\right) =\left( 1\right) \left( 1\right) $	770		0.51		(106)		(0.07)		839		0.55		(114)		(0.07)		
Adjustments(a)	654		0.43		115		0.08		654		0.43		175		0.11		
Tax effect on adjustments(b)	(208)		(0.14)		(43)		(0.03)		(208)		(0.14)		(66)		(0.04)		
EPS-diluted-adjusted	\$ 2,876	\$	1.89	\$	2,831	\$	1.79	\$	5,553	\$	3.64	\$	4,812	\$	3.05		

<sup>(</sup>a) Refer to the reconciliation of segment profit (loss) to Net income attributable to common stockholders under U.S. GAAP within the previous section for the details of each individual adjustment.

We define return on equity (ROE) as Net income attributable to common stockholders for the trailing four quarters divided by average equity for the same period. Management uses average equity to provide comparable amounts in the calculation of ROE. The following table summarizes the calculation of ROE (dollars in billions):

	 Four Quar	nded	
	June 30, 2017	J	June 30, 2016
Net income attributable to common stockholders	\$ 8.9	\$	12.4
Average equity	\$ 45.1	\$	40.2
ROE	19.7%		31.0%

The following table summarizes the calculation of ROIC-adjusted (dollars in billions):

	Four Quarters Ended								
	Jun	e 30, 2017	Jur	ne 30, 2016					
EBIT-adjusted(a)	\$	13.5	\$	12.9					
Average equity	\$	45.1	\$	40.2					
Add: Average automotive debt and interest liabilities (excluding capital leases)		10.0		8.9					
Add: Average automotive net pension & OPEB liability		21.5		23.8					
Less: Average automotive net income tax asset		(32.2)		(33.2)					
ROIC-adjusted average net assets	\$	44.4	\$	39.7					
ROIC-adjusted		30.4%		32.5%					

<sup>(</sup>a) Refer to the reconciliation of Net Income attributable to common stockholders under U.S. GAAP to EBIT-adjusted on the preceding page.

b) The tax effect of each adjustment is determined based on the tax laws and valuation allowance status of the jurisdiction in which the adjustment relates.

The following table reconciles Net automotive cash provided by operating activities from continuing operations under U.S. GAAP to adjusted automotive free cash flow (dollars in millions):

		Six Months Ended					
	June	June 30, 2017		une 30, 2016			
Net automotive cash provided by operating activities – continuing operations	\$	6,162	\$	3,704			
Less: capital expenditures		(4,139)		(3,994)			
Adjustment – discretionary pension plan contributions		_		1,982			
Adjusted automotive free cash flow – continuing operations	\$	2,023	\$	1,692			
Net automotive cash provided by operating activities – discontinued operations		131		622			
Less: capital expenditures – discontinued operations		(516)		(569)			
Adjusted automotive free cash flow	\$	1,638	\$	1,745			

The following tables summarize key financial information by segment (dollars in millions):

	 GMNA	(	ЗМІО	G	MSA	C	orporate	Eli	iminations	Au	Total utomotive	F	GM inancial	Eli	minations	 Total
Three Months Ended June 30, 2017																
Net sales and revenue	\$ 28,437	\$	3,215	\$	2,297	\$	52			\$	34,001	\$	2,990	\$	(7)	\$ 36,984
Expenditures for property	\$ 2,307	\$	46	\$	71	\$	6	\$	(1)	\$	2,429	\$	27	\$	_	\$ 2,456
Depreciation and amortization	\$ 1,187	\$	108	\$	70	\$	10	\$	_	\$	1,375	\$	1,586	\$	_	\$ 2,961
Impairment charges	\$ 34	\$	196	\$	3	\$	_	\$	_	\$	233	\$	_	\$	_	\$ 233
Equity income(a)	\$ 1	\$	487	\$	_	\$	_	\$	_	\$	488	\$	42	\$	_	\$ 530

	 GMNA	<b>GMIO</b>	G	SMSA	C	orporate	E	liminations	А	Total utomotive	F	GM inancial	El	iminations	_	Total
Three Months Ended June 30, 2016																
Net sales and revenue	\$ 30,222	\$ 3,342	\$	1,639	\$	43			\$	35,246	\$	2,138	\$	(1)	\$	37,383
Expenditures for property	\$ 1,748	\$ 141	\$	107	\$	2	\$	(1)	\$	1,997	\$	18	\$	_	\$	2,015
Depreciation and amortization	\$ 1,073	\$ 106	\$	70	\$	5	\$	_	\$	1,254	\$	1,117	\$	_	\$	2,371
Impairment charges	\$ 30	\$ 31	\$	_	\$	_	\$	_	\$	61	\$	_	\$	_	\$	61
Equity income(a)	\$ 153	\$ 469	\$	_	\$	_	\$	_	\$	622	\$	38	\$	_	\$	660

	GMNA	<b>GMIO</b>	C	SMSA	C	orporate	ı	Eliminations	Α	Total utomotive	F	GM inancial	Eli	minations	Total
Six Months Ended June 30, 2017															
Net sales and revenue	\$ 57,775	\$ 6,393	\$	4,257	\$	226			\$	68,651	\$	5,738	\$	(139)	\$ 74,250
Expenditures for property	\$ 3,835	\$ 143	\$	154	\$	8	\$	(1)	\$	4,139	\$	47	\$	_	\$ 4,186
Depreciation and amortization	\$ 2,289	\$ 226	\$	143	\$	12	\$	(1)	\$	2,669	\$	3,014	\$	_	\$ 5,683
Impairment charges	\$ 49	\$ 197	\$	3	\$	5	\$	_	\$	254	\$	_	\$	-	\$ 254
Equity income(a)	\$ 6	\$ 991	\$	_	\$	_	\$	_	\$	997	\$	88	\$	_	\$ 1,085

	GMNA	_	GMIO	(	GMSA	 Corporate	 Eliminations	А	Total utomotive	F	GM inancial	Eli	iminations	_	Total
Six Months Ended June 30, 2016															
Net sales and revenue	\$ 56,730	\$	6,547	\$	2,982	\$ 73		\$	66,332	\$	4,069	\$	(2)	\$	70,399
Expenditures for property	\$ 3,503	\$	294	\$	194	\$ 5	\$ (2)	\$	3,994	\$	38	\$	_	\$	4,032
Depreciation and amortization	\$ 2,097	\$	214	\$	127	\$ 10	\$ (2)	\$	2,446	\$	2,041	\$	_	\$	4,487
Impairment charges	\$ 41	\$	63	\$	_	\$ _	\$ -	\$	104	\$	_	\$	_	\$	104
Equity income(a)	\$ 159	\$	987	\$	_	\$ _	\$ -	\$	1,146	\$	74	\$	_	\$	1,220

<sup>(</sup>a) Includes Automotive China equity income of \$509 million and \$471 million in the three months ended June 30, 2017 and 2016 and \$1.0 billion in the six months ended June 30, 2017 and 2016.

(Unaudited)

#### **Vehicle Sales**

GM presents both wholesale and retail vehicle sales data to assist in the analysis of its revenue and market share. GM does not currently export vehicles to Cuba, Iran, North Korea, Sudan or Syria. Accordingly, these countries are excluded from industry sales data and corresponding calculations of GM's market

Wholesale vehicle sales data (vehicles in thousands), which represents sales directly to dealers and others, including sales to fleet customers, is the measure that correlates to GM's revenue from the sale of vehicles, which is the largest component of Automotive net sales and revenue. Wholesale vehicle sales exclude vehicles sold by joint ventures. We have agreed to purchase from and supply to PSA Group certain vehicles for a period of time following the close of the Master Agreement. As a result, in GMIO wholesale vehicle sales include 46 and 35 vehicles related to transactions with the European Business for the three months ended June 30, 2017 and 2016 and include 94 and 70 vehicles for the six months ended June 30, 2017 and 2016. Changes in wholesale vehicle sales in GMNA and GMSA were insignificant for the three and six months ended June 30, 2017 and 2016. In the six months ended June 30, 2017, 37.5% of our wholesale vehicle sales volume was generated outside the U.S. The following table summarizes total wholesale vehicle sales of new vehicles by automotive segment:

	Three Mon	ths Ended	Six Month	ths Ended	
	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016	
GMNA	894	1,004	1,834	1,878	
GMIO	155	175	316	340	
GMSA	164	133	302	247	
Total	1,213	1,312	2,452	2,465	
Discontinued operations	303	335	606	636	

(Unaudited)

Retail vehicle sales data, which represents sales to end customers based upon the good faith estimates of management, including sales to fleet customers, does not correlate directly to the revenue GM recognizes during the period. However retail vehicle sales data is indicative of the underlying demand for GM vehicles. Market share information is based primarily on retail vehicle sales volume. In countries where retail vehicle sales data is not readily available, other data sources such as wholesale or forecast volumes are used to estimate retail vehicle sales to end customers.

Retail vehicle sales data includes all sales by joint ventures on a total vehicle basis, not based on the percentage of ownership in the joint venture. Certain joint venture agreements in China allow for the contractual right to report vehicle sales of non-GM trademarked vehicles by those joint ventures. Retail vehicle sales data includes vehicles used by dealers under courtesy transportation programs and vehicles sold through the dealer registration channel primarily in Europe. This sales channel consists primarily of dealer demonstrator, loaner and self-registered vehicles which are not eligible to be sold as new vehicles after being registered by dealers. Certain fleet sales that are accounted for as operating leases are included in retail vehicle sales at the time of delivery to daily rental car companies. The following table summarizes total retail sales, or estimated sales where retail sales volume is not available, by geographic region (vehicles in thousands):

	Three Monti	hs Ended	Six Months	s Ended
	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016
United States				
Chevrolet – Cars	157	200	311	373
Chevrolet – Trucks	217	227	419	424
Chevrolet – Crossovers	123	107	238	210
Cadillac	38	38	72	73
Buick	60	50	110	104
GMC	130	133	264	255
Total United States	725	755	1,414	1,439
Canada, Mexico and Other	154	155	281	270
Total North America(a)	879	910	1,695	1,709
Asia/Pacific, Middle East and Africa		•		
Chevrolet	210	220	411	433
Wuling	241	327	564	676
Buick	275	276	525	561
Baojun	188	113	391	329
Cadillac	43	27	84	50
Other	58	63	109	122
Total Asia/Pacific, Middle East and Africa(a)(b)(c)	1,015	1,026	2,084	2,171
South America(a)(d)	160	136	308	269
Total in GM markets	2,054	2,072	4,087	4,149
Total Europe	289	318	599	619
Total Worldwide	2,343	2,390	4,686	4,768

<sup>(</sup>a) Sales of Opel/Vauxhall outside of Europe were insignificant in the three and six months ended June 30, 2017 and 2016.

the three and six months ended June 30, 2016, wholesale volumes were used for Industry, GM and Market Share.

c) Includes Industry and GM sales in India and South Africa. We intend to phase out sales of Chevrolet in the Indian and South African markets by the end of 2017.

<sup>(</sup>b) In the three months ended March 31, 2017, we began using estimated vehicle registrations data as the basis for calculating industry volumes and market share in China. In the three and six months ended June 30, 2016, wholesale volumes were used for Industry, GM and Market Share

<sup>(</sup>d) Primarily Chevrolet.

(Unaudited)

Three Months Ended

Six Months Ended

The vehicle sales at GM's China joint ventures presented in the following table are included in GM's retail vehicle sales on the preceding page (vehicles in thousands):

		-		
	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016
SAIC General Motors Sales Co., Ltd.(a)	424	398	810	810
SAIC GM Wuling Automobile Co., Ltd. and FAW-GM Light Duty Commercial Vehicle Co., Ltd.(a)	428	441	956	1,005
<u>-</u>	Three Month	ns Ended	Six Months	s Ended
<u> </u>	June 30, 2017	June 30, 2016	June 30, 2017	June 30, 2016
Market Share				
United States – Cars	11.2%	12.7%	11.6%	12.6%
United States – Trucks	24.4%	26.2%	24.8%	25.7%
United States – Crossovers	14.5%	12.6%	14.8%	13.2%
Total United States	16.1%	16.3%	16.4%	16.3%
Total North America	15.7%	16.0%	16.0%	15.9%
Total Asia/Pacific, Russia, Middle East and Africa(a)	9.0%	9.0%	9.1%	9.3%
Total South America	15.9%	15.2%	15.8%	15.4%
Total GM Market	11.5%	11.5%	11.5%	11.6%
Total Europe	5.7%	6.2%	5.9%	6.3%
Total Worldwide	10.2%	10.3%	10.3%	10.5%
United States fleet sales as a percentage of retail vehicle sales	19.1%	20.5%	19.9%	21.0%
North America Capacity Two Shift Utilization	103.6%	107.5%	104.9%	102.3%

<sup>(</sup>a) In the three months ended March 31, 2017, we began using estimated vehicle registrations data as the basis for calculating industry volume and market share in China. In the three and six months ended June 30, 2016, wholesale volumes were used for Industry, GM and Market Share.

# General Motors Company and Subsidiaries Combining Income Statement Information (In millions) (Unaudited)

			Т	hree Months E	nded	l June 30, 2017					Three Months E	nded J	une 30, 2016	
	А	utomotive	GN	l Financial		Eliminations	 Combined	A	utomotive	- 0	M Financial	El	iminations	Combined
Net sales and revenue		_					_				_			
Automotive	\$	34,001	\$	_	\$	(3)	\$ 33,998	\$	35,246	\$	_	\$	_	\$ 35,246
GM Financial		_		2,990		(4)	2,986		_		2,138		(1)	2,137
Total net sales and revenue		34,001		2,990		(7)	36,984		35,246		2,138		(1)	37,383
Costs and expenses														
Automotive cost of sales		29,216		_		(4)	29,212		29,942		_		(1)	29,941
GM Financial interest, operating and other expenses		_		2,675		_	2,675		_		1,962		_	1,962
Automotive selling, general and administrative expense		2,479		_		_	2,479		2,508		_		_	2,508
Total costs and expenses		31,695		2,675		(4)	34,366		32,450		1,962		(1)	34,411
Operating income		2,306		315		(3)	 2,618		2,796		176			2,972
Automotive interest expense		135		_		(3)	132		144		_		_	144
Interest income and other non-operating income (loss), net		(49)		_		_	(49)		133		_		_	133
Equity income		488		42		_	530		622		38		_	660
Income before income taxes		2,610		357		_	 2,967		3,407		214			3,621
Income tax expense		436		98		_	534		870		7		_	877
Income from continuing operations		2,174		259		_	2,433		2,537		207		_	 2,744
Income (loss) from discontinued operations, net of tax		(561)		(209)		_	(770)		60		46		_	106
Net income		1,613	-	50		_	1,663		2,597		253		_	2,850
Net (income) loss attributable to noncontrolling interests		(3)		_		_	(3)		16		_		_	16
Net income attributable to common stockholders	\$	1,610	\$	50	\$		\$ 1,660	\$	2,613	\$	253	\$	_	\$ 2,866

			s	ix Months En	ded Ju	une 30, 2017					Six Months En	ded June 30,	2016		
	Automo	tive	GM	Financial		Eliminations	Combined	A	utomotive	(	GM Financial	Eliminat	ions	C	ombined
Net sales and revenue															
Automotive	\$ 68	,651	\$	_	\$	(134)	\$ 68,517	\$	66,332	\$	_	\$	_	\$	66,332
GM Financial		_		5,738		(5)	5,733		_		4,069		(2)		4,067
Total net sales and revenue	68	,651		5,738		(139)	74,250		66,332		4,069		(2)		70,399
Costs and expenses															
Automotive cost of sales	58	,786		_		(136)	58,650		56,624		_		(2)		56,622
GM Financial interest, operating and other expenses				5,241		_	5,241		_		3,736		_		3,736
Automotive selling, general and administrative expense	4	,837		_		_	4,837		4,978		_		_		4,978
Total costs and expenses	63	,623		5,241		(136)	 68,728		61,602		3,736		(2)		65,336
Operating income	5	,028		497		(3)	5,522		4,730		333	,	_		5,063
Automotive interest expense		282		_		(3)	279		268		_		_		268
Interest income and other non-operating income, net		112		_		_	112		186		_		_		186
Equity income		997		88		_	1,085		1,146		74		_		1,220
Income before income taxes	5	,855		585			6,440		5,794		407				6,201
Income tax expense	1	,176		145		_	1,321		1,473		61		_		1,534
Income from continuing operations	4	,679		440		_	5,119		4,321		346	,	_		4,667
Income (loss) from discontinued operations, net of tax		(654)		(185)			(839)		41		73		_		114
Net income	4	,025		255		_	4,280		4,362		419		_		4,781
Net (income) loss attributable to noncontrolling interests		(12)		_		_	(12)		38		_				38
Net income attributable to common stockholders	\$ 4	,013	\$	255	\$		\$ 4,268	\$	4,400	\$	419	\$		\$	4,819

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

(Unaudited)

The following table summarizes basic and diluted earnings per share (in millions, except per share amounts):

		Three Mor	nths En	ded		Six Mont	hs Er	ided
	Jun	e 30, 2017	Ju	ıne 30, 2016	J	June 30, 2017	;	June 30, 2016
Basic earnings per share								
Income from continuing operations(a)	\$	2,430	\$	2,760	\$	5,107	\$	4,705
Income (loss) from discontinued operations, net of tax		(770)		106		(839)		114
Net income attributable to common stockholders	\$	1,660	\$	2,866	\$	4,268	\$	4,819
Weighted-average common shares outstanding – basic		1,497		1,548		1,501		1,547
Basic earnings per common share – continuing operations	\$	1.62	\$	1.78	\$	3.40	\$	3.05
Basic earnings per common share – discontinued operations	\$	(0.51)	\$	0.07	\$	(0.56)	\$	0.07
Basic earnings per common share	\$	1.11	\$	1.85	\$	2.84	\$	3.12
Diluted earnings per share								
Income from continuing operations – diluted(a)	\$	2,430	\$	2,759	\$	5,107	\$	4,703
Income (loss) from discontinued operations, net of tax – diluted		(770)		106		(839)		114
Net income attributable to common stockholders – diluted	\$	1,660	\$	2,865	\$	4,268	\$	4,817
Weighted-average common shares outstanding – diluted		1,519		1,581		1,525		1,580
Diluted earnings per common share – continuing operations	\$	1.60	\$	1.74	\$	3.35	\$	2.98
Dlluted earnings per common share – discontinued operations	\$	(0.51)	\$	0.07	\$	(0.55)	\$	0.07
Diluted earnings per common share	\$	1.09	\$	1.81	\$	2.80	\$	3.05

<sup>(</sup>a) Net of Net (income) loss attributable to noncontrolling interests.

#### **General Motors Company and Subsidiaries Combining Balance Sheet Information**

(In millions, except per share amounts) (Unaudited)

		June	30, 2017			Decem	ber 31, 2016	
	Automotive	GM Financial	Eliminations	Combined	Automotive	GM Financial	Eliminations	Combined
ASSETS								
Current Assets								
Cash and cash equivalents	\$ 11,397	\$ 5,201	\$ _	\$ 16,598	\$ 9,759	\$ 2,815	\$ _	\$ 12,574
Marketable securities	9,133	_	_	9,133	11,841	_	_	11,841
Accounts and notes receivable, net(a)	9,706	745	(655)	9,796	8,568	801	(669)	8,700
GM Financial receivables, net(b)	_	19,665	(369)	19,296	_	16,474	(347)	16,127
Inventories	11,289	_	_	11,289	11,040	_	_	11,040
Equipment on operating leases, net	1,883	_	_	1,883	1,110	_	_	1,110
Other current assets	1,647	2,668	9	4,324	1,658	1,975	_	3,633
Current assets held for sale(c)	5,797	7,350	(385)	12,762	4,591	6,883	(296)	11,178
Total current assets	50,852	35,629	(1,400)	85,081	48,567	28,948	(1,312)	76,203
Non-current Assets								
GM Financial receivables, net(b)	_	20,217	(80)	20,137	_	17,001	_	17,001
Equity in net assets of nonconsolidated affiliates	7,192	1,056	_	8,248	8,052	944	_	8,996
Property, net	34,060	241	_	34,301	32,389	214	_	32,603
Goodwill and intangible assets, net	4,621	1,368	_	5,989	4,783	1,366	_	6,149
GM Financial equipment on operating leases, net	_	39,725	_	39,725	_	34,342	_	34,342
Deferred income taxes	32,277	148	_	32,425	32,931	241	_	33,172
Other assets	3,143	853	(2)	3,994	3,038	811	_	3,849
Non-current assets held for sale	6,049	4,351	_	10,400	5,295	4,080	_	9,375
Total non-current assets	87,342	67,959	(82)	155,219	86,488	58,999		145,487
Total Assets	\$ 138,194	\$ 103,588	\$ (1,482)	\$ 240,300	\$ 135,055	\$ 87,947	\$ (1,312)	\$ 221,690
LIABILITIES AND EQUITY	<u> </u>	<del>* 100,000</del>	(1,102)	2 10,000	<b>4</b> 100,000	<u> </u>	(1,012)	<u> </u>
Current Liabilities								
Accounts payable (principally trade)(a)	<b>.</b>		<b>.</b> (050)		* 00.005		. (000)	
Short-term debt and current portion of long-term debt	\$ 23,379	\$ 681	\$ (656)	\$ 23,404	\$ 23,305	\$ 696	\$ (668)	\$ 23,333
Automotive(b)			(0.40)	4 000	4 407		(0.47)	4.000
GM Financial	1,415	-	(349)	1,066	1,407		(347)	1,060
Accrued liabilities	-	28,942	_	28,942	-	22,737	_	22,737
Current liabilities held for sale(c)	23,683	2,919	(1)	26,601	23,219	2,675	(1)	25,893
Total current liabilities	8,839	5,838	(384)	14,293	7,092	5,362	(296)	12,158
Non-current Liabilities	57,316	38,380	(1,390)	94,306	55,023	31,470	(1,312)	85,181
Long-term debt								
Automotive(b)								
GM Financial	9,636	_	(92)	9,544	9,500	_	_	9,500
Postretirement benefits other than pensions	_	49,537	_	49,537	_	41,826	_	41,826
Pensions	5,750	_	_	5,750	5,803	_	_	5,803
Other liabilities	14,774	3	=	14,777	15,261	3	-	15,264
Non-current liabilities held for sale	10,892	1,547	(1)	12,438	11,125	1,290	_	12,415
Total non-current liabilities	3,588	4,634	1	8,223	3,295	4,331		7,626
Total Liabilities	44,640	55,721	(92)	100,269	44,984	47,450		92,434
	101,956	94,101	(1,482)	194,575	100,007	78,920	(1,312)	177,615
Commitments and contingencies  Equity								
Lquity								
Common stock, \$0.01 par value	15		_	15	15		_	15
Additional paid-in capital	26,327	1	_	26,328	26,982	1	_	26,983
Retained earnings	18,015	10,532	_	28,547	15,903	10,265		26,168
Accumulated other comprehensive loss	(8,323)	(1,046)		(9,369)	(8,091)	(1,239)		(9,330)
Total stockholders' equity	36,034	9,487	_	45,521	34,809	9,027	_	43,836
Noncontrolling interests	204			204	239			239
Noncontrolling interests  Total Equity  Total Liabilities and Equity	204 36,238	9,487		204 45,725	239 35,048	9,027		239 44,075

Eliminations primarily include Automotive accounts receivable of \$273 million offset by GM Financial accounts payable, GM Financial accounts receivable of \$383M offset by Automotive accounts payable at June 30, 2017 and Automotive accounts receivable of \$342 million offset by GM Financial accounts payable, GM Financial accounts receivable of \$347 million offset by Automotive accounts payable at December 31, 2016. Eliminations include GM Financial loan receivable of \$449 million and \$347 million offset by an Automotive loan payable at June 30, 2017 and December 31, 2016. Eliminations include Automotive assets held for sale of \$247 million and \$217 million primarily related to wholesale and commercial lending receivables offset by GM Financial liabilities held for sale at June 30, 2017 and December 31, 2016, GM Financial assets held for sale of \$138 million and \$79 million primarily trade receivables offset by Automotive liabilities held for sale at June 30, 2017 and December 31, 2016.

#### **General Motors Company and Subsidiaries Combining Cash Flow Information**

(In millions) (Unaudited)

		Six Moi	nths Ended June 30, 2017			Six Mont	hs Ended June 30, 2016	
	Automotive	GM Financial	Reclassification/Eliminations	Combined	Automotive	GM Financial	Reclassification	Combined
Cash flows from operating activities								
Net income	\$ 4,679	\$ 440	<b>\$</b>	\$ 5,119	\$ 4,320	\$ 347	s – s	4,667
Depreciation, amortization and impairment charges	2,923	3,014	_	5,937	2,550	2,041	_	4,591
Foreign currency remeasurement and transaction losses	95	10	_	105	143	(1)	_	142
Undistributed earnings of nonconsolidated affiliates, net	575	(88)	_	487	837	56	_	893
Pension contributions and OPEB payments	(753)	_	_	(753)	(2,778)	_	_	(2,778)
Pension and OPEB (income), net	(405)	_	_	(405)	(406)	_	_	(406)
Provision for deferred taxes	1,179	124			1,432	5		1,437
Change in other operating assets and liabilities(a)			(4.000)	1,303			- (470)	
Net cash provided by operating activities – continuing operations	(2,131)	(345)	(1,889)	(4,365)	(2,394)	(176)	(476)	(3,046)
Net cash provided by operating activities – discontinued operations(a)		3,155	(1,889)	7,428	3,704	2,272	(476)	5,500
Net cash provided by operating activities	131	176	(176)	131	622	346	(449)	519
Cash flows from investing activities	6,293	3,331	(2,065)	7,559	4,326	2,618	(925)	6,019
Expenditures for property								
Available-for-sale marketable securities, acquisitions	(4,139)	(47)	_	(4,186)	(3,994)	(38)	_	(4,032)
Trading marketable securities, acquisitions	(2,149)	_	_	(2,149)	(2,278)	_	_	(2,278)
	-	_	_	_	(203)	_	_	(203)
Available-for-sale marketable securities, liquidations	4,872	_	_	4,872	5,337	_	_	5,337
Trading marketable securities, liquidations	_	_	_	_	813	_	_	813
Acquisition of companies/investments, net of cash acquired	(2)	_	_	(2)	(799)	_	_	(799)
Purchases of finance receivables, net(a)	_	(12,459)	1,882	(10,577)	_	(6,893)	476	(6,417)
Principal collections and recoveries on finance receivables	_	6,020	(17)	6,003	_	4,938	_	4,938
Purchases of leased vehicles, net	_	(9,884)	_	(9,884)	_	(10,145)	_	(10,145)
Proceeds from termination of leased vehicles	_	2,724	_	2,724	_	1,089	_	1,089
Other investing activities	76	(12)	_	64	169	44	_	213
Net cash (used in) investing activities – continuing operations			1,865				476	
Net cash (used in) investing activities – discontinued operations(a)	(1,342)	(13,658)		(13,135)	(955)	(11,005)		(11,484)
Net cash (used in) investing activities	(511)	(364)	87	(788)	(553)	(751)	449	(855)
Cash flows from financing activities	(1,853)	(14,022)	1,952	(13,923)	(1,508)	(11,756)	925	(12,339)
Net increase (decrease) in short-term debt								
Proceeds from issuance of debt (original maturities greater than three	(62)	(351)	_	(413)	26	(320)	_	(294)
months)  Payments on debt (original maturities greater than three months)	428	26,703	_	27,131	2,048	19,452	_	21,500
Payments to purchase common stock	(456)	(12,891)	16	(13,331)	(147)	(10,226)	_	(10,373)
Dividends paid	(1,496)	_	_	(1,496)	(300)	_	_	(300)
	(1,145)	_	_	(1,145)	(1,188)	_	_	(1,188)
Other financing activities	(142)	(95)	_	(237)	(90)	(78)	_	(168)
Net cash provided by (used in) financing activities – continuing operations	(2,873)	13,366	16	10,509	349	8,828	_	9,177
Net cash (used in) financing activities – discontinued operations	(131)	65	97	31		850	_	850
Net cash provided by (used in) financing activities	(3,004)	13,431	113	10,540	349	9,678		10,027
Effect of exchange rate changes on cash, cash equivalents and restricted cash			113				_	
Net transactions with Automotive/GM Financial(b)	131	78		209	20	35	_	55
Net increase (decrease) in cash, cash equivalents and restricted cash					419	(419)		_
Cash, cash equivalents and restricted cash at beginning of period	1,567	2,818		4,385	3,606	156		3,762
Cash, cash equivalents and restricted cash at end of period	9,858	5,302		15,160	12,390	4,942		17,332
Cash, cash equivalents and restricted cash – continuing operations at	\$ 11,425	\$ 8,120	<u> </u>	\$ 19,545	\$ 15,996	\$ 5,098	<u> </u>	21,094
end of period  Cash, cash equivalents and restricted cash – discontinued operations at	\$ 11,423	\$ 7,497	\$ _	\$ 18,920	\$ 15,994	\$ 4,371	\$ - \$	20,365
end of period	\$ 2	\$ 623	* -	\$ 625	\$ 2	\$ 727	s – s	729

Reclassifications of \$1,685 million and \$476 million in the six months ended June 30, 2017 and 2016 for purchases/collections of wholesale finance receivables resulting from vehicles sold by GM to dealers that have arranged their inventory floor plan financing through GM Financial.

Amounts loaned from GM Financial to Automotive for commercial loans to dealers we consolidate.