FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL				
OMB Number:	3235-0287				
Estimated average burd	en				
hours per response:	0.5				

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

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 Add Ammann D	Iress of Reporting I Daniel	Person*	2. Issuer Name and Ticker or Trading Symbol General Motors Co [GM]		ationship of Reporting Pe k all applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify				
(Last) 300 RENAISS M/C: 482-C25			3. Date of Earliest Transaction (Month/Day/Year) 02/11/2016		below) Preside	below)				
(Street) DETROIT (City)	MI (State)	48265-3000 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	,					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock ⁽¹⁾	02/11/2016		М		9,955	A	\$0	153,532	D		
Common Stock	02/11/2016		F		4,104	D	\$26.9	149,428	D		
Common Stock ⁽²⁾	02/13/2016		М		25,008	A	\$0	174,436	D		
Common Stock	02/13/2016		F		13,223	D	\$27.4	161,213	D		
Common Stock ⁽³⁾	02/13/2016		М		10,497	A	\$0	171,710	D		
Common Stock	02/13/2016		F		5,860	D	\$27.71	165,850	D		

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

(e.g., puis, cans, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		ı of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units ⁽⁴⁾	\$0.0	02/11/2016		M			9,955	(5)	(5)	Common Stock	9,955	\$0	19,910	D	
Restricted Stock Units ⁽⁶⁾	\$0.0	02/13/2016		M			25,008	(5)	(5)	Common Stock	25,008	\$0	12,503	D	
Restricted Stock Units ⁽⁷⁾	\$0.0	02/13/2016		M			10,497	(5)	(5)	Common Stock	10,497	\$0	10,498	D	

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 February 11, 2015, pursuant to the Company's 2014 Long-Term Incentive Plan ("GMLTIP").
- 2. The Common Stock reported in this item was issued and delivered upon the vesting of a grant of RSUs awarded on February 13, 2014, pursuant to the 2009 GMLTIP.
- 3. The Common Stock reported in this item was issued and delivered upon the vesting of a grant of RSUs awarded on June 11, 2014, pursuant to the 2014 GMLTIP.
- 4. The RSUs reported in this item were granted on February 11, 2015 and began being settled in three equal, annual installments on February 11, 2016. Each RSU represents a right to receive one share of the Company's Common Stock upon settlement.
- 5. The RSUs do not have a conversion or exercise price or a date on which they become exercisable or expire.
- 6. RSUs were awarded on February 13, 2014, pursuant to the 2009 GMLTIP. Two-thirds of the RSUs vested on February 13, 2016, and the remaining one-third will vest on February 13, 2017. Each RSU represents a right to receive one share of the Company's Common Stock upon settlement. RSUs will be settled when they vest. The Company has determined that 25% of this award will not vest because the terms set forth in the GMLTIP cannot be satisfied.
- 7. The RSUs were awarded on June 11, 2014 pursuant to the 2014 GMLTIP. One-third of the RSUs vested on February 13, 2016, and the remaining one-third will vest on February 13, 2017. Each RSU respresents a right to receive one share of the Company's Common Stock upon settlement.

Remarks:

/s/ Robert C. Shrosbree, Attorney-In-Fact for Mr. <u>Ammann</u>

02/16/2016

** Signature of Reporting Person

Date

- * 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).

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.