

Young Ray G  
Form 4  
June 04, 2009

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Young Ray G

(Last) (First) (Middle)

300 RENAISSANCE CENTER

(Street)

DETROIT, MI 48265-3000

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

GENERAL MOTORS CORP [GM]

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

06/03/2009

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive Vice President & CFO

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
General Motors Common Stock, \$1-2/3 Par Value	06/03/2009		S		11,579	D	\$ 0.55
					0		

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

**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 control  
number.**

SEC 1474  
(9-02)

Edgar Filing: Young Ray G - Form 4

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 75.5					01/10/2001 <sup>(1)</sup> 01/22/2010	General Motors Common Stock, \$1-2/3 Par Value	6,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 52.35					01/08/2002 <sup>(1)</sup> 01/09/2011	General Motors Common Stock, \$1-2/3 Par Value	7,500
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 50.46					01/07/2003 <sup>(1)</sup> 01/08/2012	General Motors Common Stock, \$1-2/3 Par Value	14,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 50.82					02/04/2003 <sup>(1)</sup> 02/05/2012	General Motors Common Stock, \$1-2/3 Par Value	7,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 40.05					01/21/2004 <sup>(1)</sup> 01/22/2013	General Motors Common Stock, \$1-2/3 Par Value	16,000
GM Stock \$1-2/3 Par	\$ 53.92					01/23/2005 <sup>(1)</sup> 01/24/2014	General Motors	12,800

Value Option (Right to Buy) <sup>(1)</sup>				Common Stock, \$1-2/3 Par Value	
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 36.37	01/24/2006 <sup>(1)</sup>	01/25/2015	General Motors Common Stock, \$1-2/3 Par Value	12,800
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 20.9	02/23/2007 <sup>(1)</sup>	02/24/2016	General Motors Common Stock, \$1-2/3 Par Value	10,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 29.11	03/20/2008 <sup>(1)</sup>	03/21/2017	General Motors Common Stock, \$1-2/3 Par Value	15,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 23.13	03/05/2009 <sup>(1)</sup>	03/06/2018	General Motors Common Stock, \$1-2/3 Par Value	87,500
GM Stock \$1-2/3 Par Value Restricted Stock Units <sup>(2)</sup>	\$ 0	03/20/2008 <sup>(2)</sup>	<sup>(2)</sup>	General Motors Common Stock, \$1-2/3 Par Value	3,651
GM Stock \$1-2/3 Par Value Restricted Stock Units <sup>(2)</sup>	\$ 0	03/05/2009 <sup>(2)</sup>	<sup>(2)</sup>	General Motors Common Stock, \$1-2/3 Par Value	20,236

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Young Ray G  
300 RENAISSANCE CENTER  
DETROIT, MI 48265-3000

Executive  
Vice President  
& CFO

## Signatures

/s/ Martin I. Darvick, attorney-in-fact for Mr.  
Young

06/04/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

Employee stock option granted pursuant to Rule 16b-3 qualified General Motors Long-Term Incentive Plan. Stock options vest and  
(1) become exercisable in three equal annual installments, commencing, respectively, one, two and three years from the date of initial grant.  
Date shown in Column 6 of Table II is the date the first installment becomes/became exercisable.

Restricted Stock Units ("RSU") granted pursuant to Rule 16b-3 qualified General Motors Cash Based Restricted Stock Unit Plan. Each  
Restricted Stock Unit is the economic equivalent of one share of General Motors common stock. If General Motors pays a dividend,  
dividend equivalents are earned on each undelivered Restricted Stock Unit. The RSUs are denominated in stock units but are paid in cash  
(2) in three annual installments commencing, respectively, one, two and three years from the date of initial grant. Date shown in Column 6 of  
Table II is the date the first installment is/was payable. The price of zero in Table II is notional and only used for purposes of facilitating  
the electronic filing of this Form. RSU installments due to be delivered in 2009 have been cancelled.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.