

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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) June 12, 2018

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) 667-1500
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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) At a meeting of the Board of Directors (“Board”) of General Motors Company (“GM”) on June 12, 2018, Charles K. Stevens III, Executive Vice President and Chief Financial Officer of GM, informed the Board of his decision to retire, effective, March 1, 2019. Mr. Stevens will continue in his current capacity until September 1, 2018, after which he will serve as an advisor until his retirement.

(c) Also at its June 12, 2018 meeting, the Board elected Dhivya Suryadevara, 39, to succeed Mr. Stevens as Executive Vice President and Chief Financial Officer, effective September 1, 2018. She will report to Mary T. Barra, GM’s Chairman of the Board and Chief Executive Officer, and will be a member of GM’s senior leadership team. Ms. Suryadevara has served as GM’s Vice President, Corporate Finance, since 2017, with responsibility for corporate financial planning and investor relations. From 2015 to 2017, she served as Vice President, Finance, and Treasurer, managing GM’s liquidity, capital planning, capital market activities and worldwide banking, and, from 2013 to 2017, as Chief Executive Officer and Chief Investment Officer of GM Asset Management, responsible for the business and investment activities of GM’s \$85 billion pension operations. Ms. Suryadevara joined GM in 2005.

Effective September 1, 2018, her annual base salary will be \$900,000, with a target annual cash incentive, or Short-Term Incentive Plan (“STIP”) award, of 125% of her annual base salary and a target annual LTIP award of \$2,231,250 in performance share units and \$743,750 stock options. In connection with her new duties, on October 1, 2018, Ms. Suryadevara will receive a one-time grant of \$1,837,500 in performance share units and \$612,500 in stock options under GM’s 2017 Long-Term Incentive Plan (“LTIP”). All awards made pursuant to either the STIP or LTIP are subject to the terms of those respective plans.

Other than her employment with GM, Ms. Suryadevara has no other reportable relationships with GM or its affiliates.

A copy of the press release announcing Mr. Stevens’ retirement and Ms. Suryadevara’s election is attached hereto and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

EXHIBIT

<u>Exhibit</u>	<u>Description</u>
Exhibit 99.1	Press Release, Dated June 13, 2018

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.

GENERAL MOTORS COMPANY
(Registrant)

By: /s/ Rick E. Hansen

Rick E. Hansen

Assistant General Counsel and Corporate Secretary

Date: June 15, 2018

GENERAL MOTORS

News

For Immediate Release: Wednesday, June 13, 2018

GM's Stevens to Retire After 40 Years of Service

Dhivya Suryadevara named CFO

DETROIT – General Motors Co. today announced Chuck Stevens, GM executive vice president and Chief Financial Officer, has indicated his plans to retire after more than 40 years with the company, effective March 1, 2019.

GM also announced today the appointment of Dhivya Suryadevara as Chief Financial Officer, effective Sept. 1, 2018. Suryadevara, will report to Mary Barra, GM chairman and CEO.

Stevens will remain with the company as an advisor until his retirement.

"Dhivya's experience and leadership in several key roles throughout our financial operations positions her well to build on the strong business results we've delivered over the last several years," said Barra.

Suryadevara, 39, has been vice president, Corporate Finance since July 2017. In this role, she has been responsible for corporate financial planning, investor relations and special projects.

Suryadevara played an integral role in the Opel divestiture, Cruise acquisition, Lyft investment and more recently, SoftBank's investment in GM Cruise.

From 2015 to 2017, Suryadevara served as vice president, Finance and Treasurer. She helped achieve ratings upgrades from all three credit ratings agencies, completed \$2B notes issuance to fund discretionary pension contributions and upsized and renewed GM's \$14.5B revolver.

Suryadevara also served as CEO and chief investment officer for GM Asset Management from 2013 to 2017. In this capacity, she was responsible for the management of business and investment activities of GM's \$85B pension operations.

Suryadevara joined GM in 2005. She received a bachelor's and master's degree in commerce from the University of Madras in Chennai, India and an MBA from Harvard Business School. She is a Chartered Financial Analyst and a Chartered Accountant.

Stevens, 58, became GM CFO in January 2014. In this position, he led the company's financial and accounting operations on a global basis. Stevens also led a cultural shift within the GM finance team, driving for stronger business partnerships and accountability for results.

"Chuck has played a crucial role in driving profitable growth across the enterprise for the last several years, as well as being a vital part of the development and execution of all aspects of the core and future business strategies for the company," said Barra. "Chuck has built a very strong team of financial leaders around the world who serve as important business partners across all markets and operations. I personally want to thank Chuck for being a trusted advisor and for his significant contributions, dedication and commitment to GM throughout his career."

Prior to becoming GM's CFO, Stevens was GM's CFO for North America from 2010 to 2014. He also served as interim CFO for GM South America from December 2011 to January 2013.

Stevens previously held leadership positions in China, Singapore, Indonesia and Thailand. He began his GM career at Buick Motor Division in 1978.

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General Motors Co. (NYSE:GM) 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 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>.

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