

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>JIMENEZ JOSEPH</u>  (Last) (First) (Middle) <u>300 RENAISSANCE CENTER</u> <u>M/C: 482-C25-A36</u>  (Street) <u>DETROIT MI 48265-3000</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>General Motors Co [ GM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/31/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/31/2015		P		32,000	A	\$31.84	32,000	D	
Common Stock								330	I	See Footnote <sup>(1)</sup>

**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 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					

**Explanation of Responses:**

1. Represents shares of the Company's Common Stock owned by a limited liability company that is managed by a third party and owned by the reporting person.

**Remarks:**

/s/ Robert C. Shrosbree,  
Attorney-In-Fact for Mr. Jimenez                      08/03/2015

\*\* Signature of Reporting Person                      Date

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

\* 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.

POWER OF ATTORNEY

Upon my election as a director and/or officer of General Motors Company ("GM") I may be required to file with the Securities and Exchange Commission ("SEC") one or more Forms 3, 4 and 5 under Section 16 of the Securities Exchange Act of 1934 ("Section 16") and the rules promulgated by the SEC under Section 16, and Form 144 under Rule 144 promulgated by the SEC under the Securities Act of 1933 ("Rule 144").

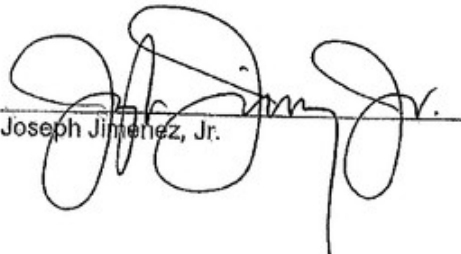
I appoint each of Marianne J. Carson, Robert C. Shrosbree, and Tia Y. Turk as my attorney-in-fact to:

1. Execute Forms 3, 4, 5, and 144 or any amendments to those Forms for me in my name and file such Forms and amendments with the SEC and any stock exchange or similar authority as required by law or rule on my behalf;
2. Do anything on my behalf that may be necessary or desirable to complete and execute such Forms 3, 4, 5; or 144 or any amendment to those Forms and to file those Forms or amendments on a timely basis; and
3. Take any other action in connection with those Forms or amendments that may be legally required or appropriate; in the opinion of the attorney-in-fact taking the action.

I give each attorney-in-fact the power and authority to do anything that is required or appropriate in using his or her powers as attorney-in-fact, to the extent that I could act if I were personally present, with full power of substitution. I agree to everything that these attorneys-in-fact (including any substitutes for them) do under this Power of Attorney that is consistent with its terms.

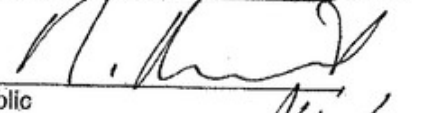
I acknowledge that complying with Section 16 and Rule 144 as they apply to me is my responsibility and that neither GM nor any of these attorneys-in-fact is assuming my responsibilities in that regard.

This Power of Attorney will remain in effect until I am no longer required to make filings under Section 16 or Rule 144, unless I inform these attorneys-in-fact in writing that I have revoked this Power, which I can do at any time.

  
 \_\_\_\_\_  
 Joseph Jimenez, Jr.

State of Switzerland  
 County of Basel-City

Subscribed and sworn to before me  
 this 31<sup>st</sup> day of March, 2015.

  
 \_\_\_\_\_  
 Notary Public

Wostay  
**Dr. B. Bessenich**  
 Notar

BR2015/252



## APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. Country **Swiss Confederation, Canton of Basel-City**  
Land **Schweizerische Eidgenossenschaft, Kanton Basel-Stadt**

This public document  
Diese öffentliche Urkunde

2. has been signed by **Dr.iur. Balthasar Bessenich**  
ist unterschrieben von

3. acting in the capacity of **notary public**  
in seiner Eigenschaft als

4. bears the stamp/seal of **Bessenich Balthasar**  
Sie ist versehen mit dem  
Stempel/Siegel des/der

Certified / Bestätigt

5. at / in **Basel** 6. the / am **01.04.2015**

7. by the **Legalisation Office of the Canton of Basel-City**  
durch das **Beglaubigungsbüro des Kantons Basel-Stadt**

8. No. / Nr. **48390** tax / Taxe **CHF 20.00**

9. stamp/seal **10. Signature **Hanna Lauener****  
Stempel/Siegel Unterschrift

*H. Lauener*



