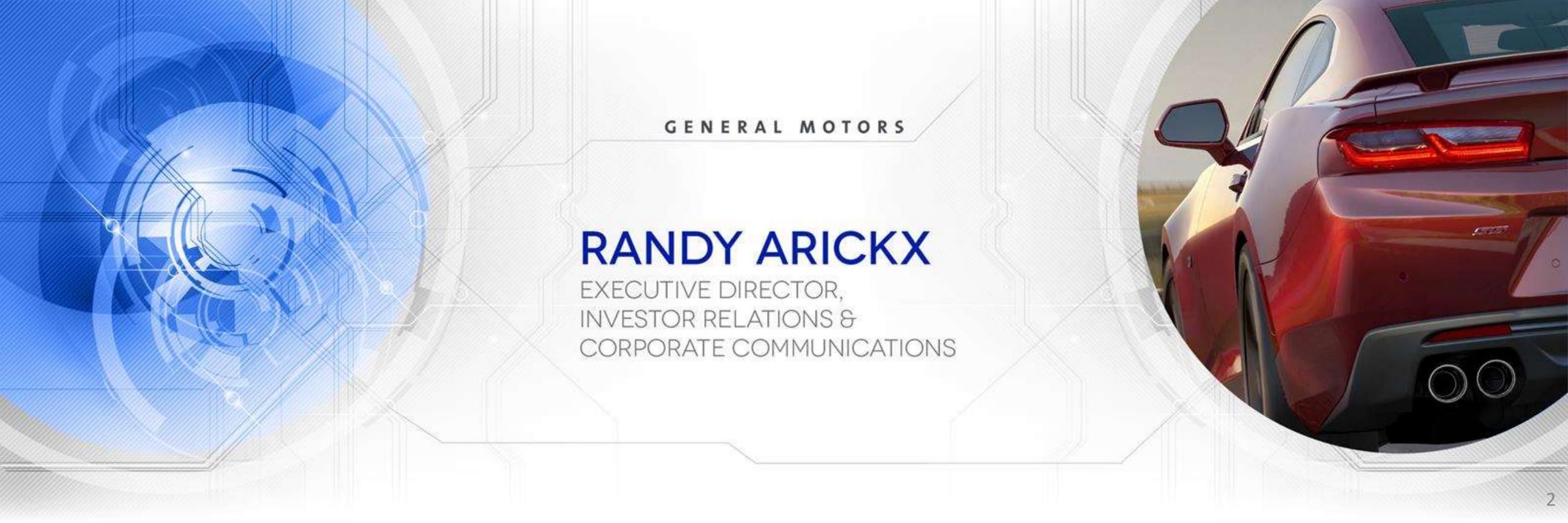


GENERAL MOTORS

2015 GLOBAL BUSINESS CONFERENCE







FORWARD LOOKING STATEMENTS

In this presentation and in related comments by our management, our use of the words "plans," "goals," "expect," "anticipate," "possible," "target," "believe," "commit," "intend," "continue," "may," "would," "could," "should," "project," "appears," "potential," "projected," "on track," "upside," "positioned," "outlook" or similar expressions is intended to identify forward-looking statements that represent our current judgment about possible future events. We believe these judgments are reasonable, but these statements are not guarantees of any events or financial results, and our actual results may differ materially due to a variety of important factors. Among other items, such factors may include: our ability to realize production efficiencies and to achieve reductions in costs as a result of our restructuring initiatives and labor modifications; our ability to maintain quality control over our vehicles and avoid material vehicle recalls and the cost and effect on our reputation of product recalls; our ability to maintain adequate financing sources, including as required to fund our planned significant investment in new technology; the ability of our suppliers to timely deliver parts, components and systems; our ability to realize successful vehicle applications of new technology; overall strength and stability of our markets, particularly outside of North America and China; costs and risks associated with litigation and government investigations including those related to our various recalls; our ability to negotiate a successful new collective bargaining agreement with the UAW and avoid any costly work stoppage; our ability to remain competitive and our ability to continue to attract new customers, particularly for our new products.

General Motors Co. ("GM")'s most recent reports on Form 10-K and Form 10-Q provide information about these and other factors, which we may revise or supplement in future reports to the Securities and Exchange Commission (the "SEC").



TECHNOLOGY EXPO

Light Weighting

- Composite Underbody
- Advanced Materials & Joining Capabilities

The Future of Propulsion

- Small Engine Family Evolution
- 9 Speed Transmission

eMobility & Electrification

- Bolt and eBike Display
- Spark EV and Bolt EV Battery Display
- o Gen 1 and Gen 2 Fuel Cells

Active Safety & Autonomous

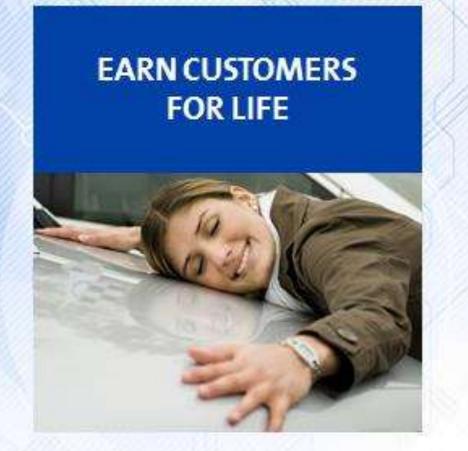
- Opel Insignia Autonomous Vehicle Display
- Video Demos of Active Safety Technology

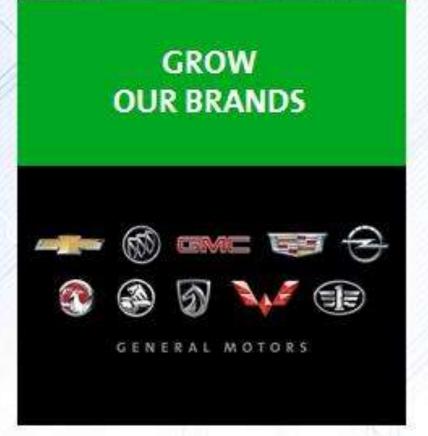
Global Connected Consumer Experience & Connectivity

- Apple CarPlay & Android Auto
- o OnStar 4G LTE

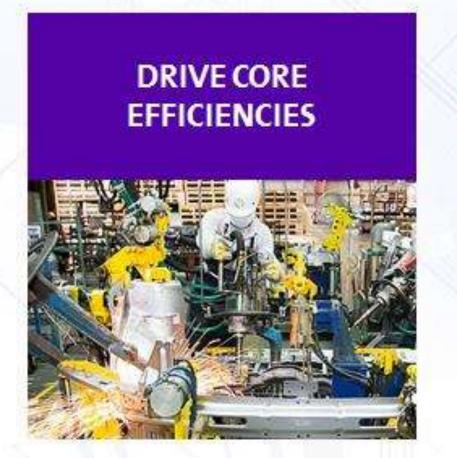


EXECUTING OUR PLAN















Autonomous

Sharing

Alternative Propulsion

CHANGERS

CORE BUSINESS AND GROWTH

Winning Portfolio

Strong Brands

Efficiencies

Adjacent Business Growth

Grow in China, India, Cadillac

People



Sharing

Alternative Propulsion

CORE BUSINESS AND GROWTH

FOUNDATION

Strong Brands

Efficiencies

Adjacent Business Growth

Grow in China, India, Cadillac

People



Connectivity

Autonomous

Sharing

Alternative Propulsion

GAME CHANGERS

CORE BUSINESS AND GROWTH

Winning Portfolio

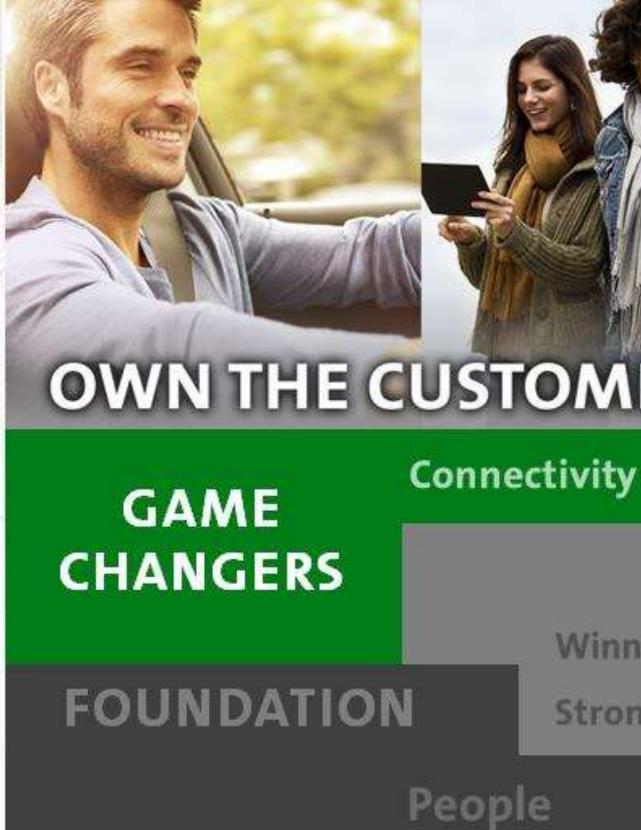
Strong Brands

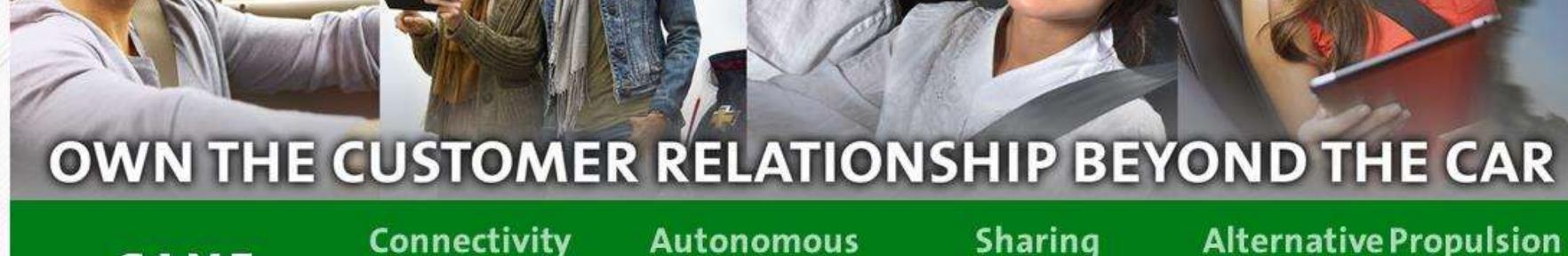
Efficiencies

Adjacent Business Growth

Grow in China, India, Cadillac

People





CORE BUSINESS AND GROWTH

Winning Portfolio

Strong Brands

Efficiencies

Adjacent Business Growth

Grow in China, India, Cadillac





CHANGERS

Alternative Propulsion

CORE BUSINESS AND GROWTH

Winning Portfolio

Strong Brands

Efficiencies

Adjacent Business Growth

Grow in China, India, Cadillac

People

WEDO WHAT WESAY...

Steady Improvement in Both Earnings and Margins

Eight Consecutive Quarters of Y-o-Y GMNA Margin Expansion

Over 23% ROIC During the Last Twelve Months

Enabled Us to Return Over \$4.5B to Our Shareholders in Dividends and Share Repurchases Through the First Nine Months of 2015

Investment Grade Ratings from the Rating Agencies

WEDO WHAT WESAY...

Global Growth Initiative... \$5B Chevrolet Investment

4G LTE in Europe and China

Chevy Colorado 2015 Motor Trend Truck of the Year

Opel Corsa – AUTOBEST 2015 "Best Buy Car of Europe for 2015"

12 MONTHS 8 BEYOND



2016 TARGETS

- NA EBIT-Adj. Margin ~10%
- Europe Profitable
- Sustain Strong China Margins



EARLY NEXT DECADE TARGETS

o EBIT-Adj. Margin 9-10%



REDEFINING THE FUTURE OF PERSONAL MOBILITY

Dan Ammann Positioned to Win

Mike Ableson Future of Mobility

Mark Reuss Technology Review

Drive & Technology Expo

Johan de Nysschen Cadillac

Matt Tsien China

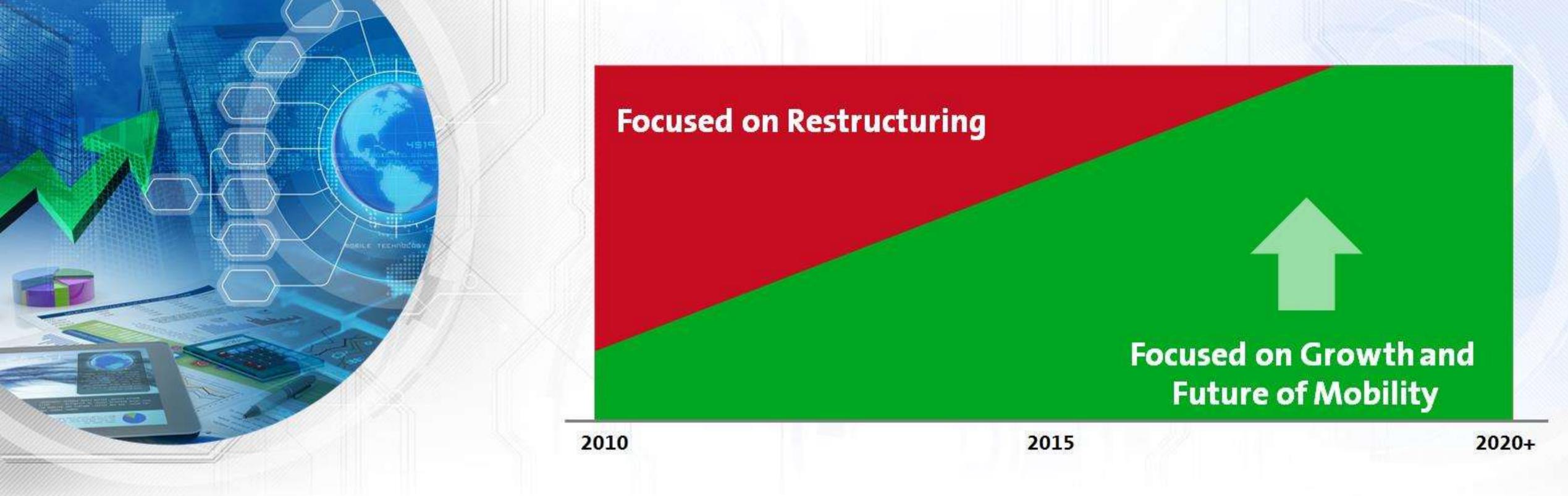
KT. Neumann Europe

Alan Batey North America

Chuck Stevens

GM Is a Compelling Investment Opportunity





WE MADE BOLD DECISIONS TO IMPROVE ROIC

- Chevy Europe
- Opel Capacity
- o Russia
- Australia

- Thailand
- Indonesia
- o Brazil
- South Africa



PARTNERED TO DRIVE EFFICIENCIES



Global growth market vehicle and purchasing scale



Gen II fuel cell system



Broad global cooperation



Small Commercial Van for North America



Three products with joint purchasing in Europe



9- and 10-speed automatic transmissions

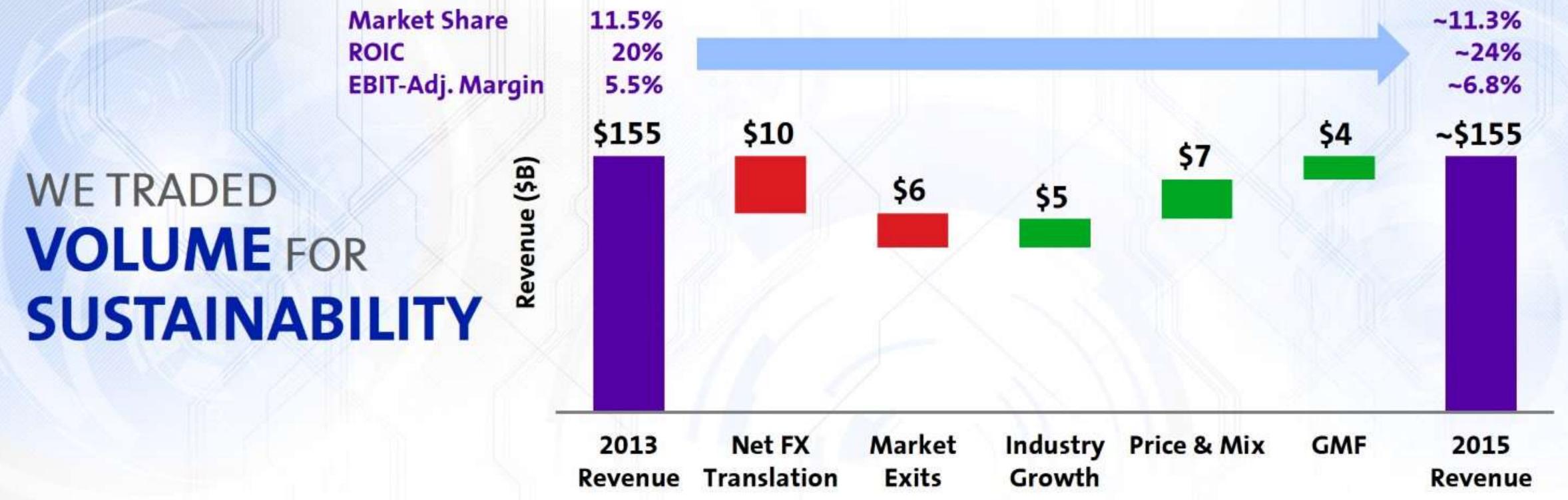


Medium Duty Truck



Medium and Large Commercial Van for Europe

Anticipate \$2-\$3B Savings



Note: 2015 Revenue and EBIT-Adj. Margin based on analyst consensus as of Sept. 2015 ROIC and Market Share based on actual average over four quarters ending June 30, 2015

PORTFOLIO OF GROWTH OPPORTUNITIES



% Profit

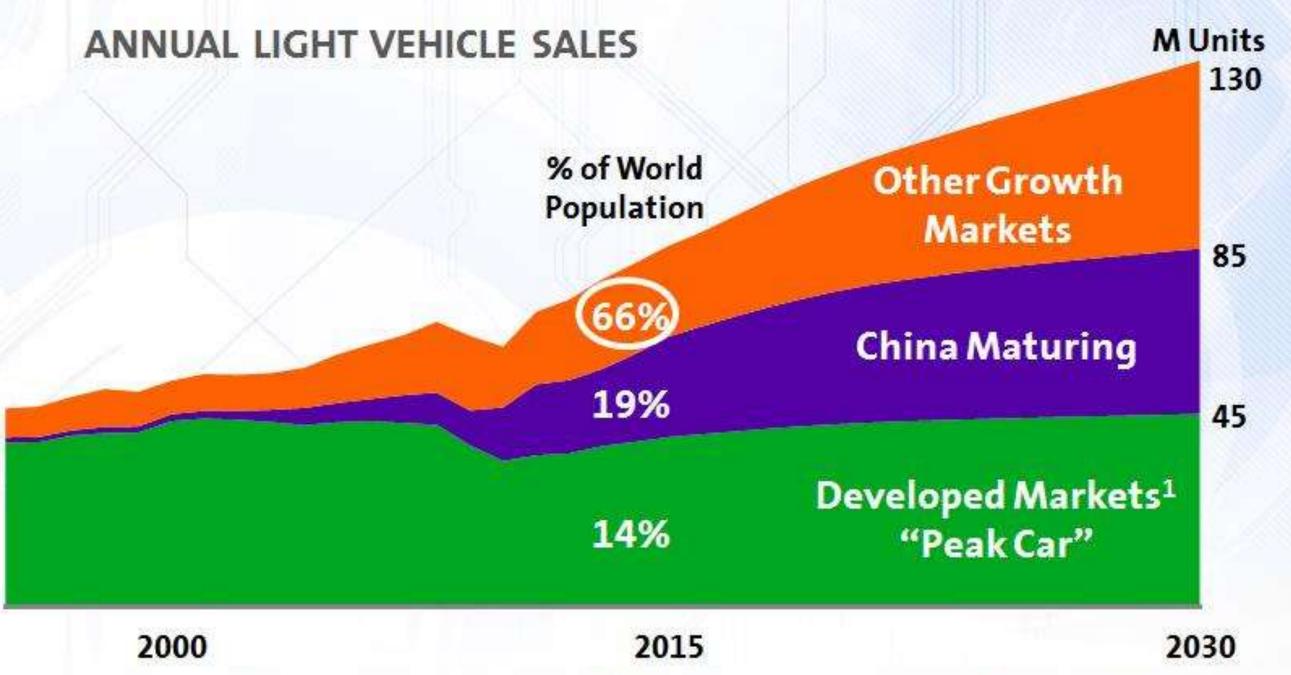
MUCH OF WORLD YET TO OWN FIRST CAR

Other Growth Markets

China

Developed Markets





¹ Includes W.Europe, U.S., S. Korea, Japan, Canada, Australia and New Zealand. Source: GSRA/GM internal projections



GROWTH MARKET SIMPLIFICATION AND SCALE

TODAY

- 7 ARCHITECTURES
- >1 MILLIONUNITS

TOMORROW

- 1 VEHICLE SET
- >2 MILLIONUNITS

LUXURY & FULL SIZE TRUCKS DOMINATE INDUSTRY MARGINS



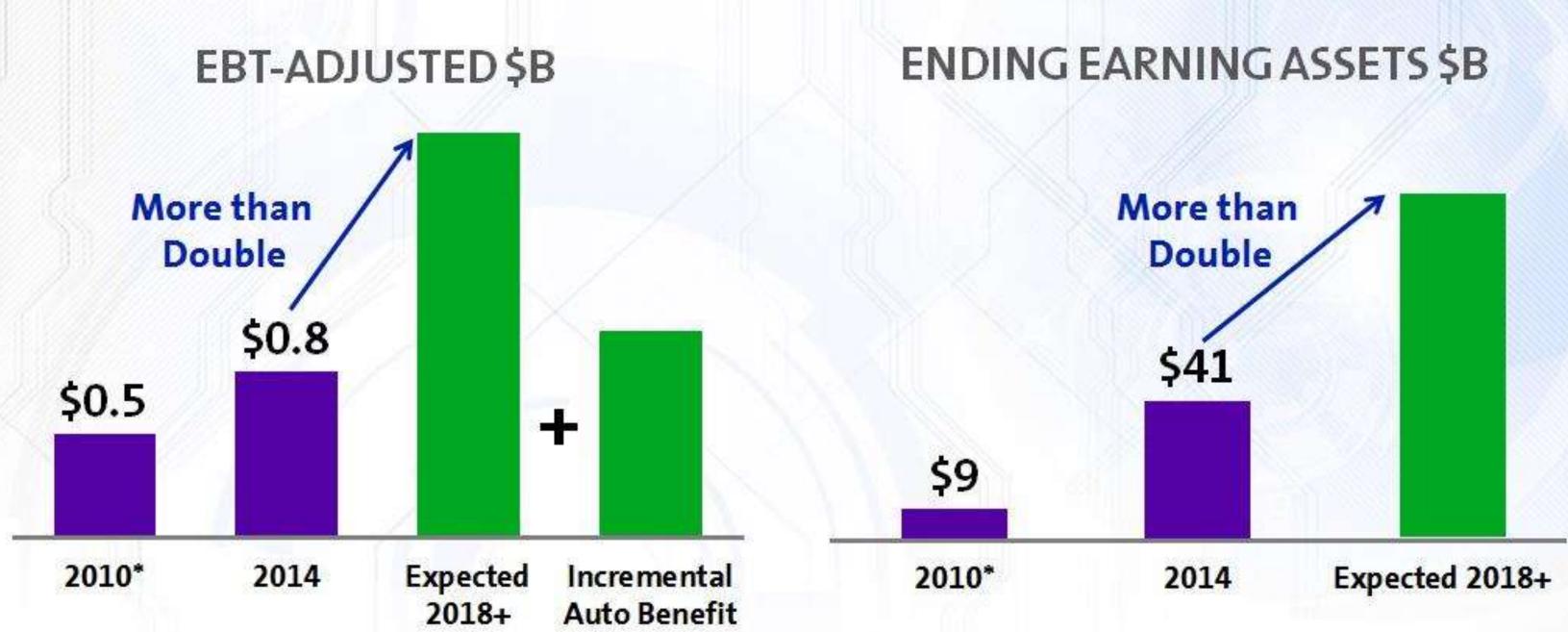
Global Industry Units

Global Industry Profit

CAR PARC TO GROW DRIVING AFTERSALES



GMF GROWTH EXECUTION IN FULL SWING





OWNINGTHE CUSTOMER RELATIONSHIP

Digital Customer Relationship

Customer **Platform**

Owner Driver

Sharing Autonomous

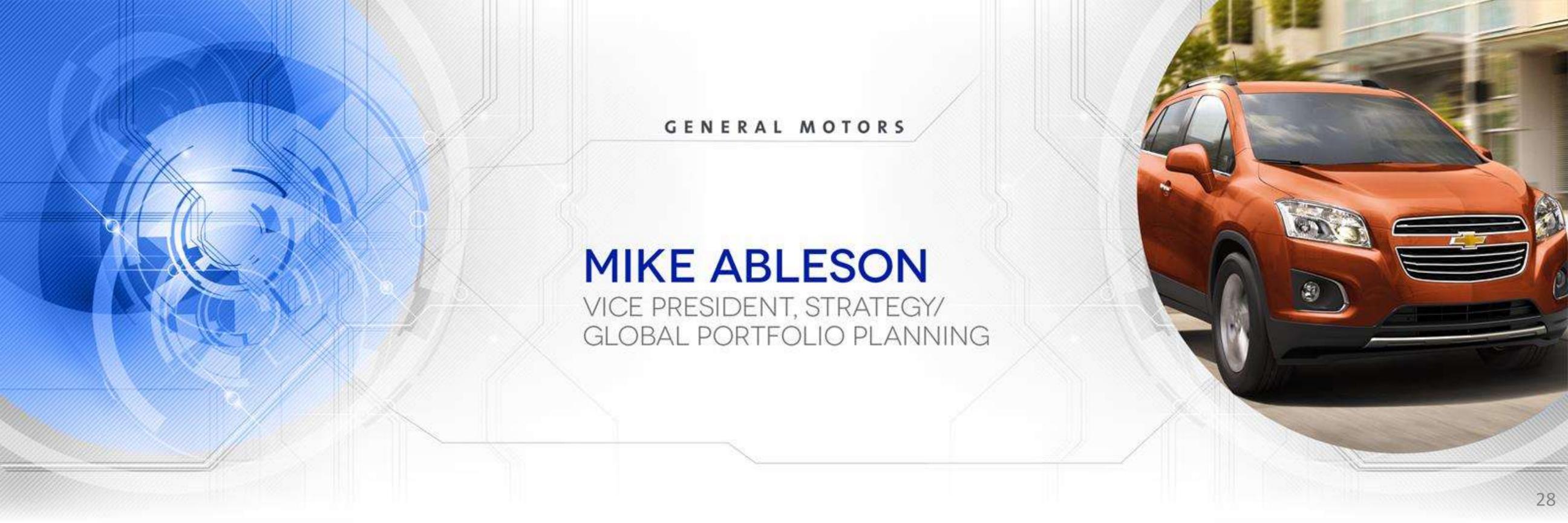
Service Offerings

Vehicle Data

Dealer Partnership

Embedded Connectivity Customer GMF 360

Key **Enablers**



TRANSPORTATION + CONNECTIVITY

DISRUPTION





1 BILLION INTERACTIONS

SINCE FOUNDED 19 YEARS AGO

>99% of customers agree to the terms
to have their vehicles connected



>50 MILLION RemoteLink interactions in first half of 2015



~1 MILLION 4G LTE enabled vehicles





More 4G LTE vehicles sold in 3 DAYS in June than rest of industry combined in first half of 2015

Available on 3 CONTINENTS

CONNECTIVITY IS A FOUNDATIONAL ENABLER FOR MANY GM INITIATIVES













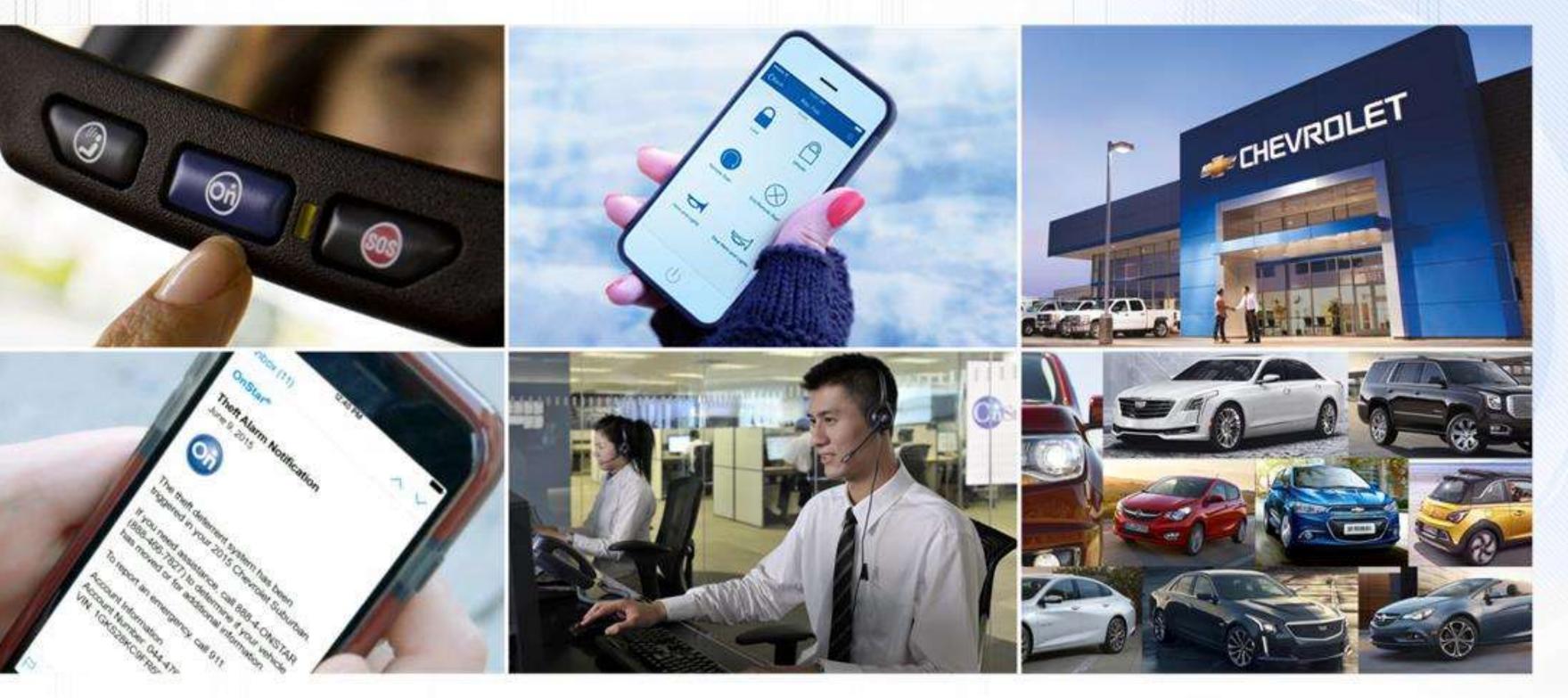








GM ADVANTAGES



SIGNIFICANT CAR-SHARING PROJECTS

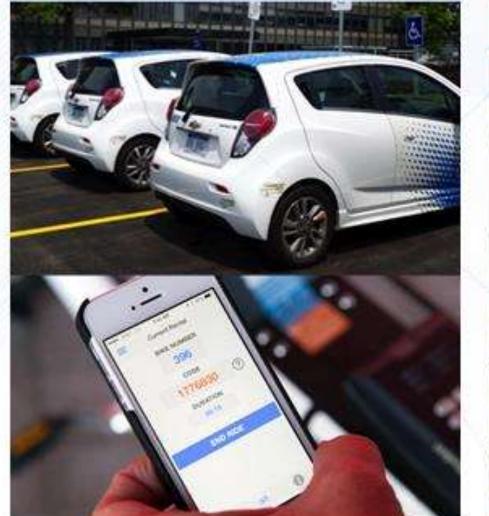
GOOGLE PILOT



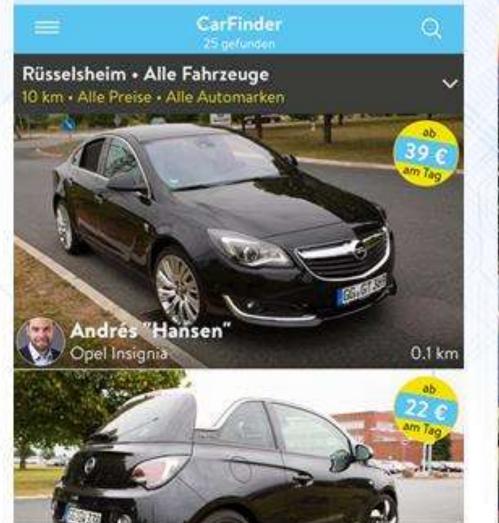
SJTU EN-V 2.0



WARREN TECH CENTER SHARING



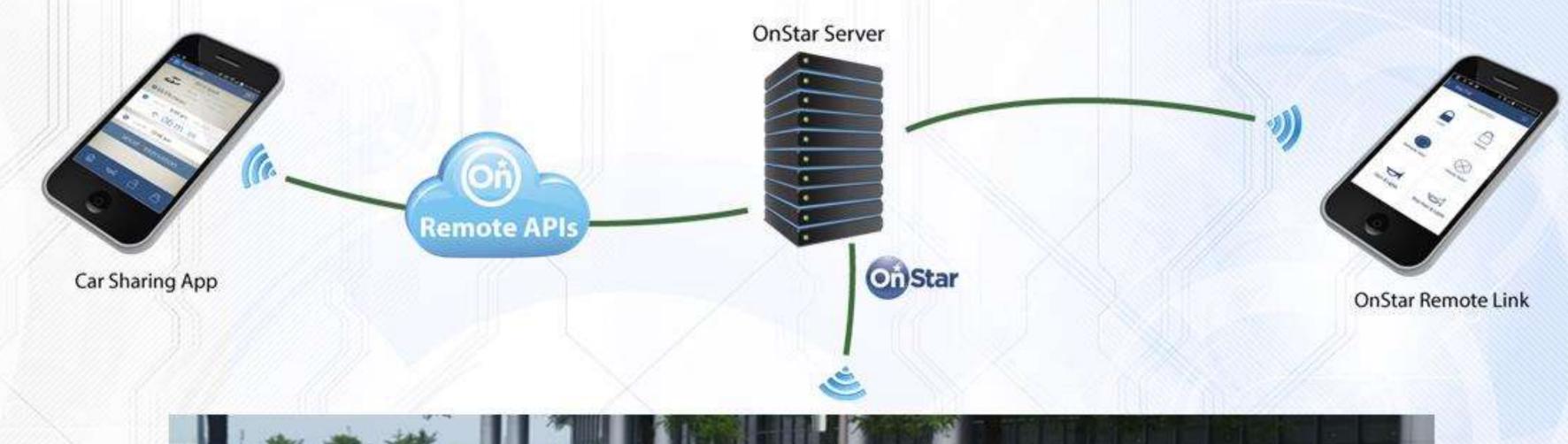
OPEL CarUnity



LET'S DRIVE NYC



WARREN TECH CENTER PILOT





OPEL CarUnity INNOVATIVE PEER-2-PEER





Better driving, when shared!











APPLE WATCH CONCEPT APP

Remote interaction with vehicles





IN SUMMARY

Connectivity is enabling new mobility services

We have unique assets that bring strategic advantages including a leading position in automotive connectivity

We are aggressively developing integrated products, services, and business models





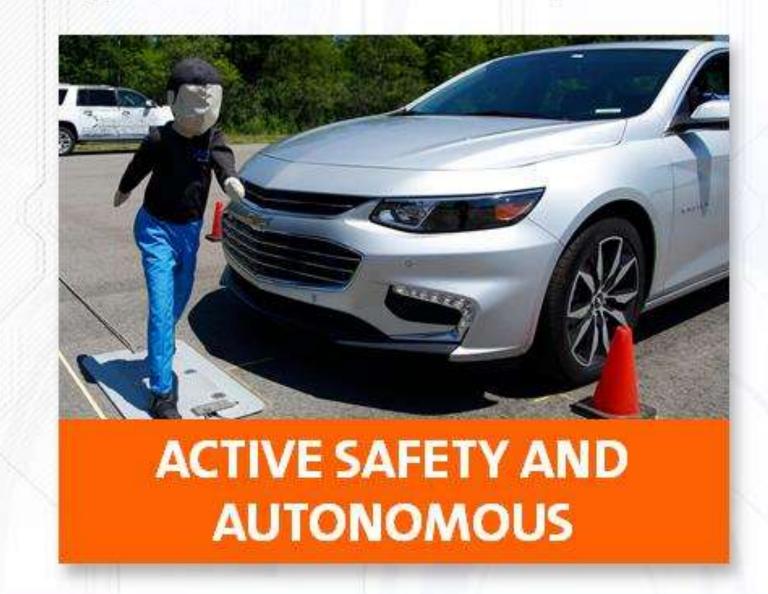
WE'RE DOING WHAT WE SAID WE WOULD DO

- Architecture consolidation
- (V) Engine consolidation
- Reducing capital spending
- Reducing material cost
- Funding future of transportation and mobility



SHAPING THE FUTURE: Leading the New Transportation Business Model







TODAY

TOMORROW

WEHICLES WITH MORE EFFICIENCY AT BETTER MARGINS



VOLT

- Nearly 250 pounds lighter
- o 53-mile battery range
- o Improved range by 40%
- Variable Profit Improvement
 ~\$3,500/unit



MALIBU

- Nearly 300 pounds lighter
- 48-mpg estimated for hybrid
- Improved FE by 8%
- Variable Profit Improvement
 ~\$1,500/unit



CRUZE

- Nearly 250 pounds lighter
- o 40-mpg estimated
- o Improved FE by 12%
- Variable Profit Improvement
 ~\$1,500/unit



CAMARO

- o Almost 400 pounds lighter
- o 32-mpg estimated
- o Improved mpg by 7%
- Variable Profit Improvement ~\$1,000/unit

REMOVING \$2B in Material Cost to Fund the Future

LIGHT WEIGHTING: Mixed Material Strategy

MORE EFFICIENT VEHICLES WITH IMPROVED PERFORMANCE



Low Strength Steels

High Strength Steels:BH,P,HSLA

Aluminum sheets:6xxx series

Advanced High Strength Steels:DP

Advanced High Strength Steels:LCE

Advanced High Strength Steels:LCE

Aluminum extrusion:6xxx

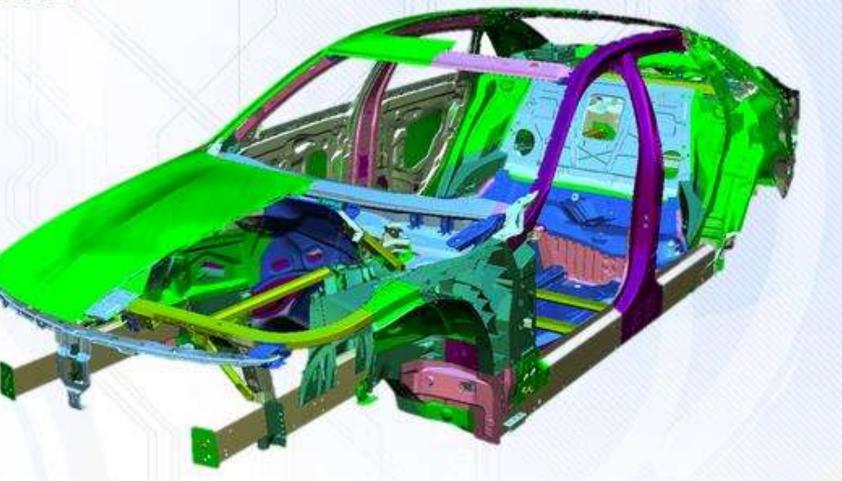
Ultra High Strength Steels:MS

Aluminum extrusion:7xxx

Ultra High Strength Steels:MP/CP

Cast Aluminum

Press Hardened Steels



CHEVROLET MALIBU

CADILLAC CT6



FEWER PARTS = LESS INVESTMENT

CADILLACATS

25 parts



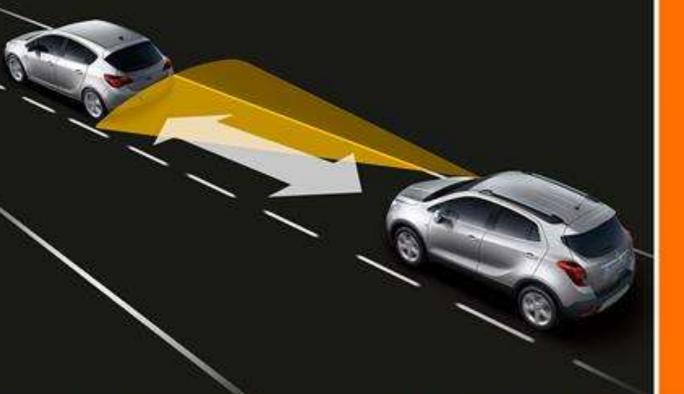
CADILLAC CT6

2 parts









ACTIVE SAFETY / AUTONOMOUS













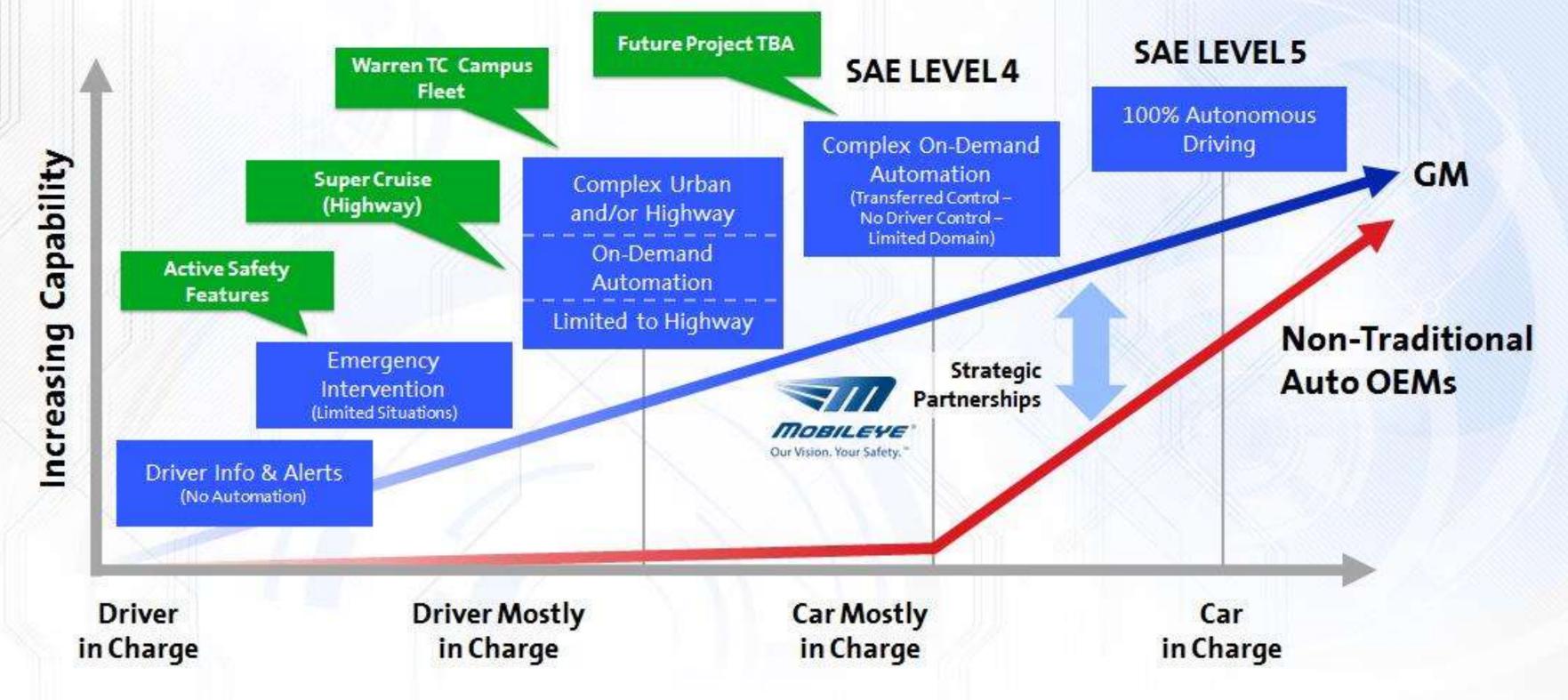
TECHNICAL ELEMENTS OF AUTONOMOUS VEHICLES

GM ACTIVE SAFETY FEATURES: TODAY and TOMORROW



Vehicle-to-Vehicle Comm. Super Cruise Traffic Jam Assist Vision-based Adaptive Cruise Control Smart Hitch Rear Pedestrian Detection 360° Digital Camera

ROADMAP TO AUTONOMOUS VEHICLES





eMOBILITY







ALTERNATIVE PROPULSION

MARKET PERSPECTIVE

FUEL CELL ELECTRIC VEHICLES

- More favorable ZEV treatment
- More "conventional" fueling experience
- Longer Range 300-450 miles
- Larger Vehicles
- Key Partner: Honda



BATTERY ELECTRIC VEHICLES

- Declining costs, increasing volumes battery cells and packs
- Increasing range, decreasing range and infrastructure anxiety
- Lowest "Fuel" cost per mile versus gas and hydrogen
- o Key Partner: LG

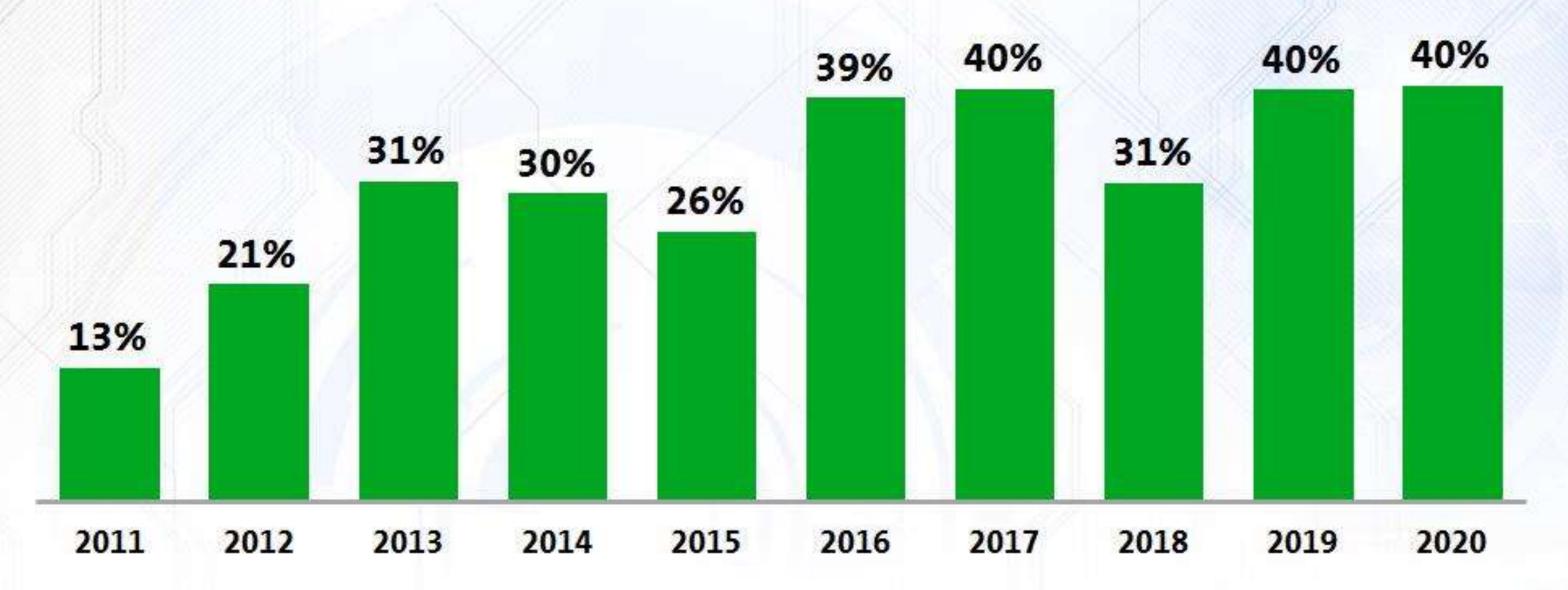


BATTERY & FUEL CELL TECHNOLOGY – Both Have Roles to Play within GM's Portfolio



GLOBAL PRODUCT PORTFOLIO FRESHNESS

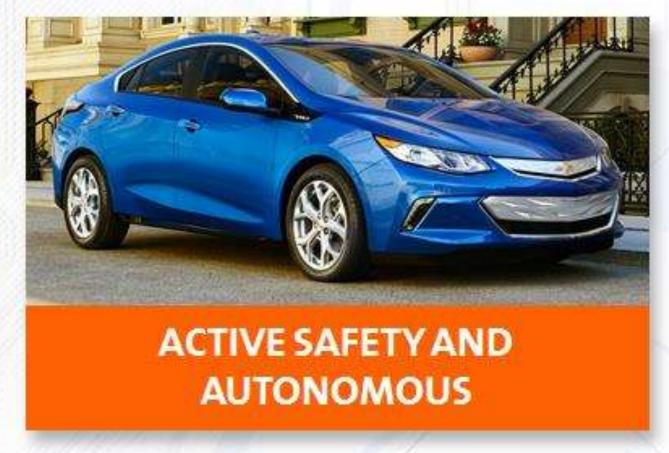
% OF GM GLOBAL SALES FROM NEW OR REFRESHED MODELS (SORP + 18 MONTHS)



SHAPING THE FUTURE: Leading the New Transportation Business Model



 Begin aluminum to steel welding in the first half of next year



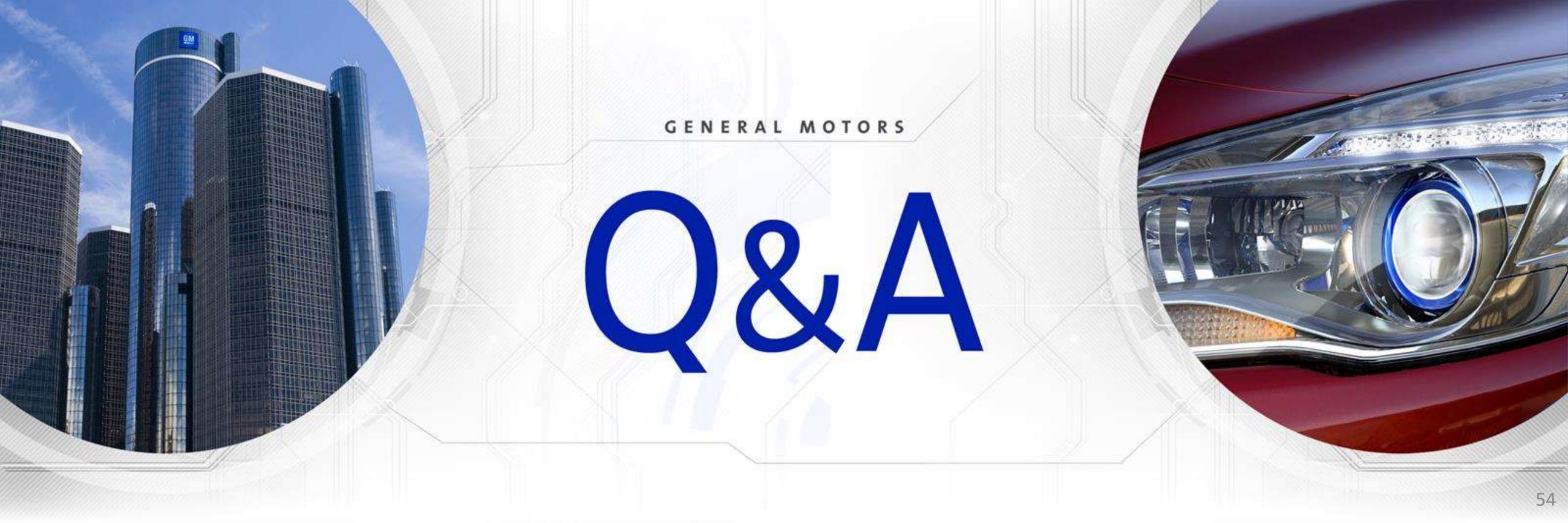
Chevy Volts running at our Warren Tech
 Center campus by the end of next year



- E-bike concept early next year
- o \$145 Bolt battery cell cost at launch

TODAY

TOMORROW























GENERAL MOTORS

GENERAL MOTORS

2015 GLOBAL BUSINESS CONFERENCE





GLOBAL BUSINESS CONFERENCE

Johan de Nysschen President, Cadillac



~12% OF GLOBAL SALES* = ~ 38% OF PROFITS*

LUXURY BRANDS

GM SHARE OF GLOBAL MARKET

11.4%

CADILLAC SHARE OF LUXURY MARKET

3.4%

CADILLAC IS THE AVENUE FOR GM TO UNLOCK THE UNTAPPED PROFIT OPPORTUNITY IN THE LUXURY AUTO MARKET

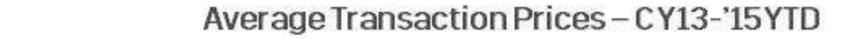


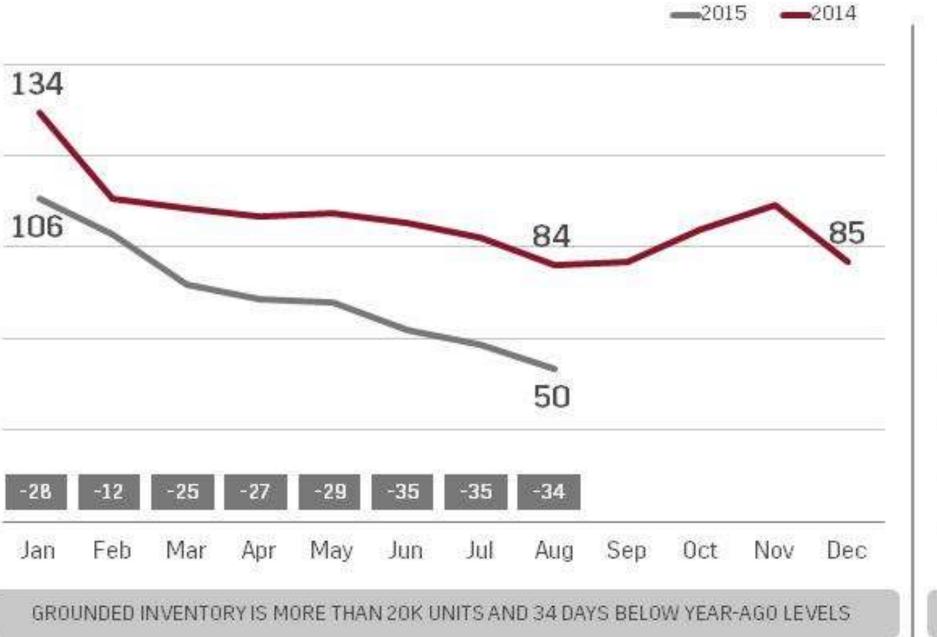


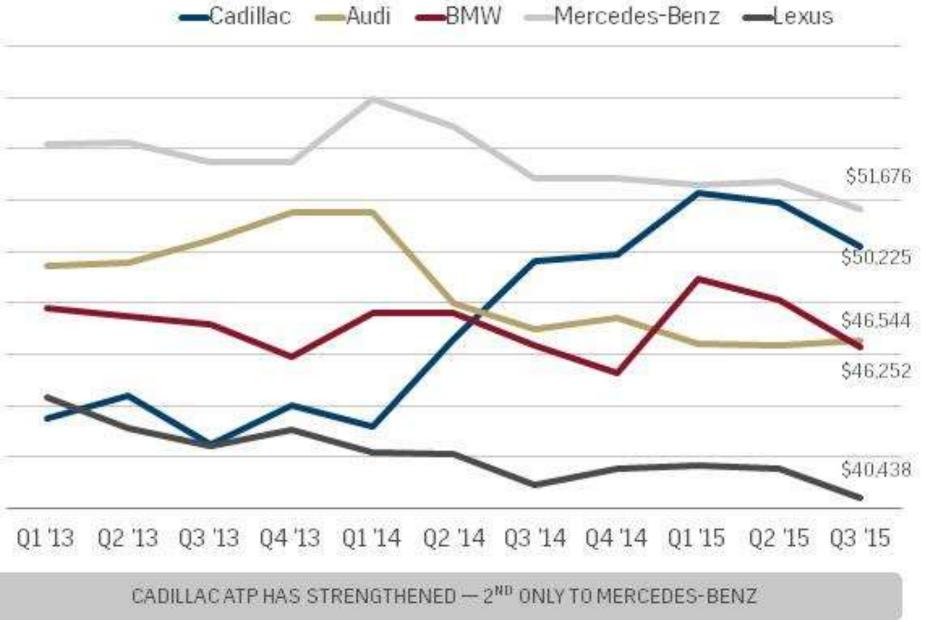
CADILLAC PRIORITIES

ADDRESSING HEALTH
OF BUSINESS AND BRAND

Cadillac Days Supply* - YOY







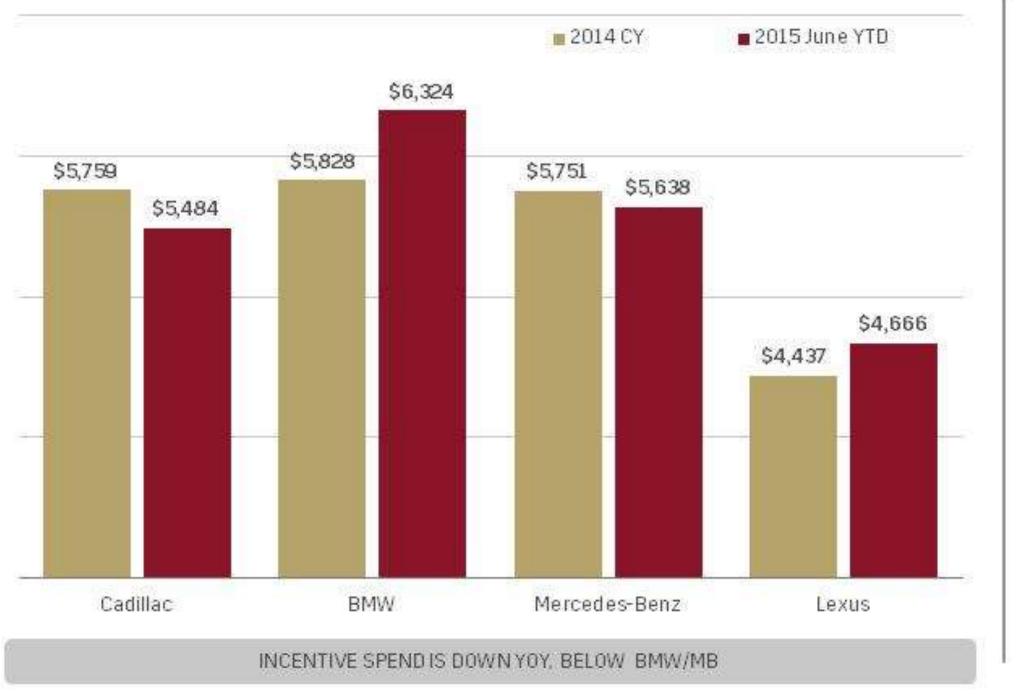




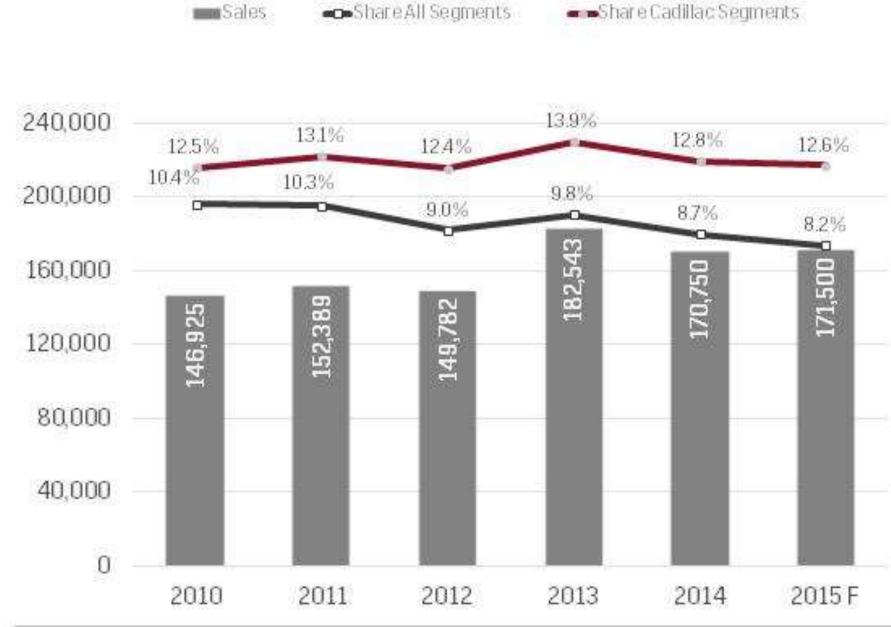
CADILLAC PRIORITIES

ADDRESSING HEALTH
OF BUSINESS AND BRAND

Incentive Spend - YTD14-YTD15



Cadillac US Total Sales & Share







Source: JP Power PIN & GM NA EZQ Source: GM NA EZQ

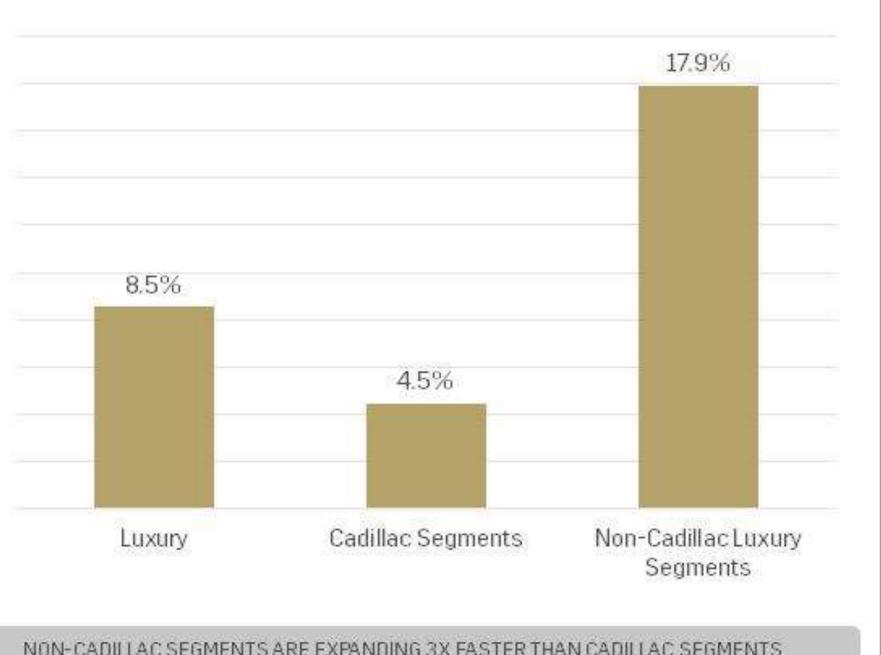


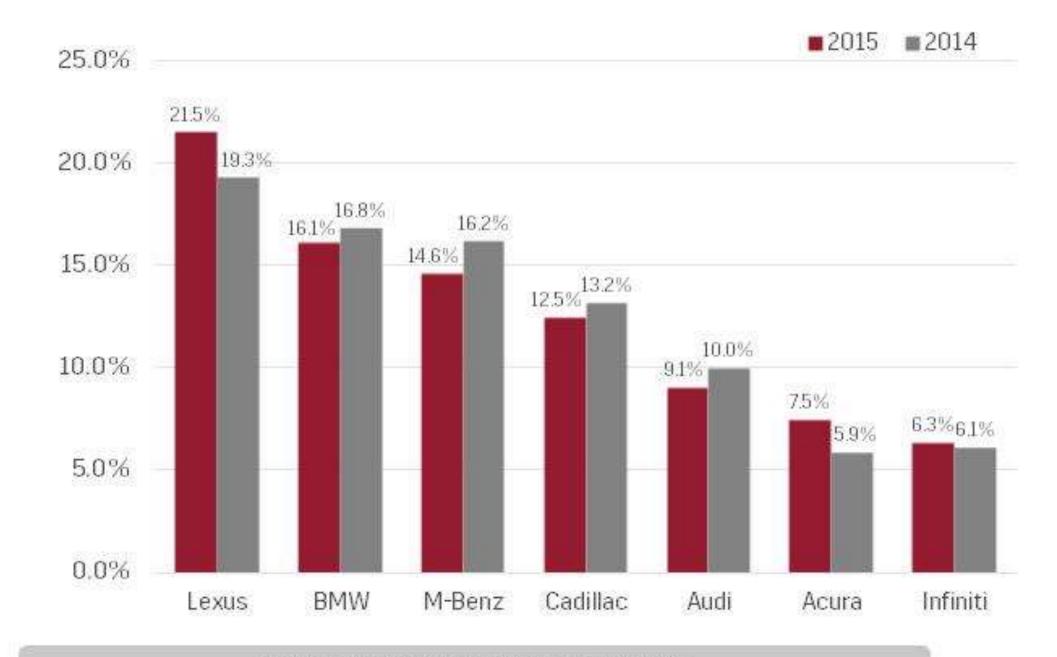
Sector Total Sales - YOY %

Share of Cadillac Segments- August YTD



ADDRESSING HEALTH OF BUSINESS AND BRAND





JAPANESE BRANDS LEVERAGING FOREX GAINS

NON-CADILLAC SEGMENTS ARE EXPANDING 3X FASTER THAN CADILLAC SEGMENTS



CADILLAC LUXURY SEGMENT COVERAGE

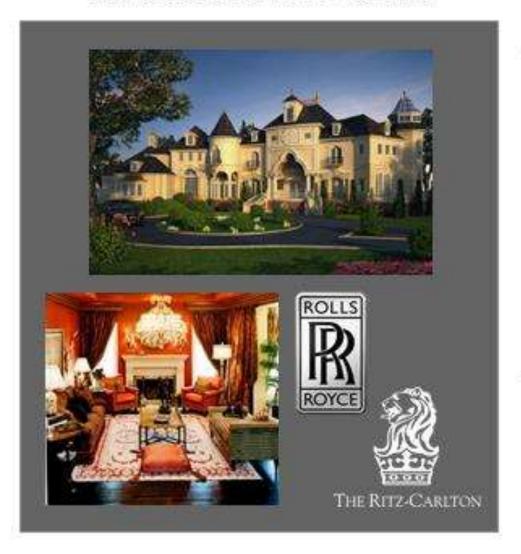


ANTICIPATED FUTURE PORTFOLIO COVERS ~90% OF LUXURY MARKET SEGMENTS BY VOLUME, VS. ~50% TODAY

RE-INVENTING THE BRAND

RULES ACROSS LUXURY INDUSTRIES

"TRADITIONAL LUXURY"



Heritage,Status, Opulence,Indulgence

Product

Relevance Emotion Excellence Self-Expression Distinction

Brand

Aspiration Resonance Affirmation Mythology



Positively Distinguished ...Not just different

"CONTEMPORARY LUXURY"



Experience, Purpose, Tech, Life Integration



<u>Autonomous Driving Capability</u>

SuperCruise in CT6

PREPARING FOR THE FUTURE

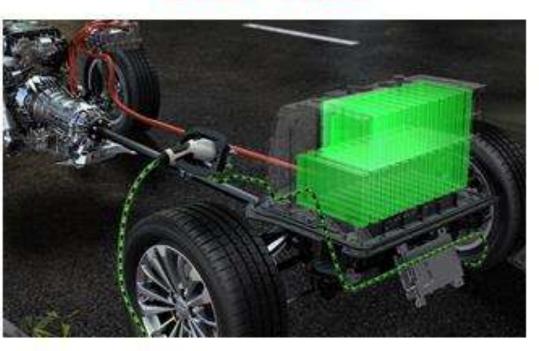
CONVERGENCE OF
DISRUPTIVE TECHNOLOGIES



Connectivity V2V Communication



Electromobility CT6 PHEV

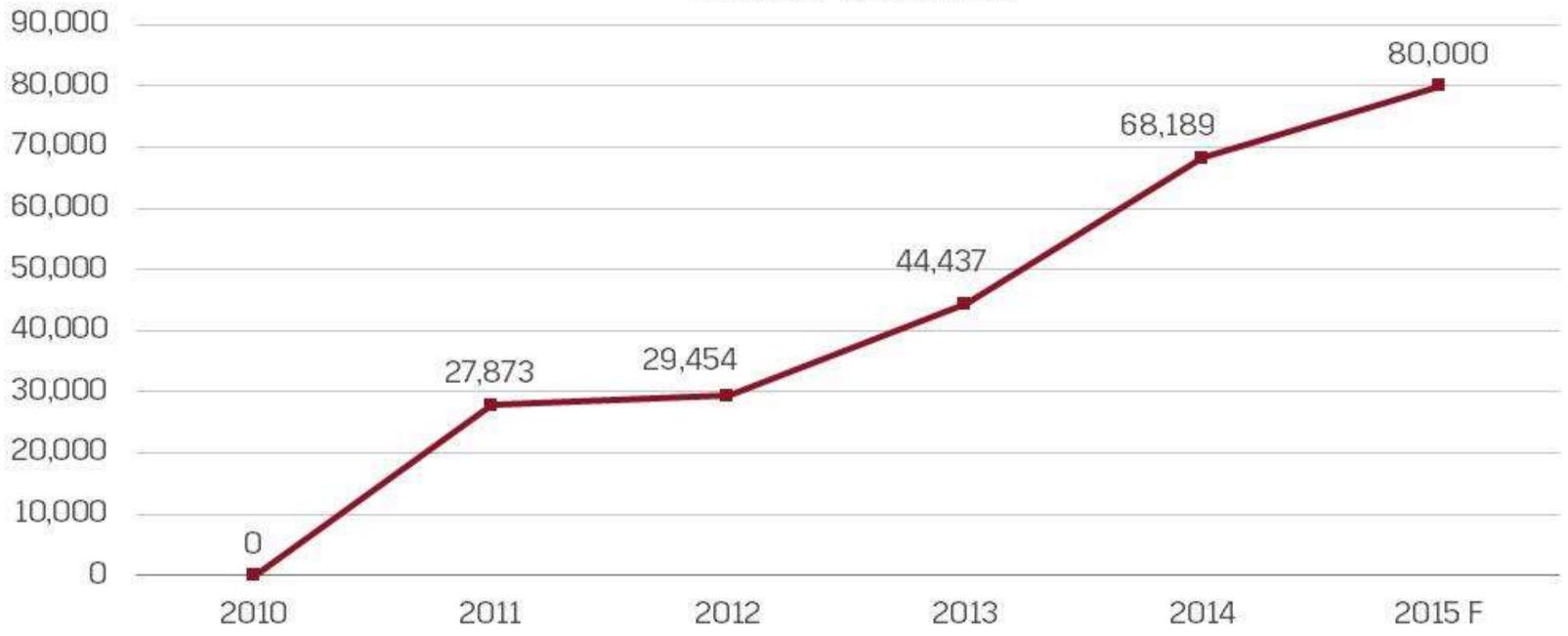






CHINA VOLUME DEVELOPMENT

Cadillac Retail Sales CY 11-15 (Forecast)

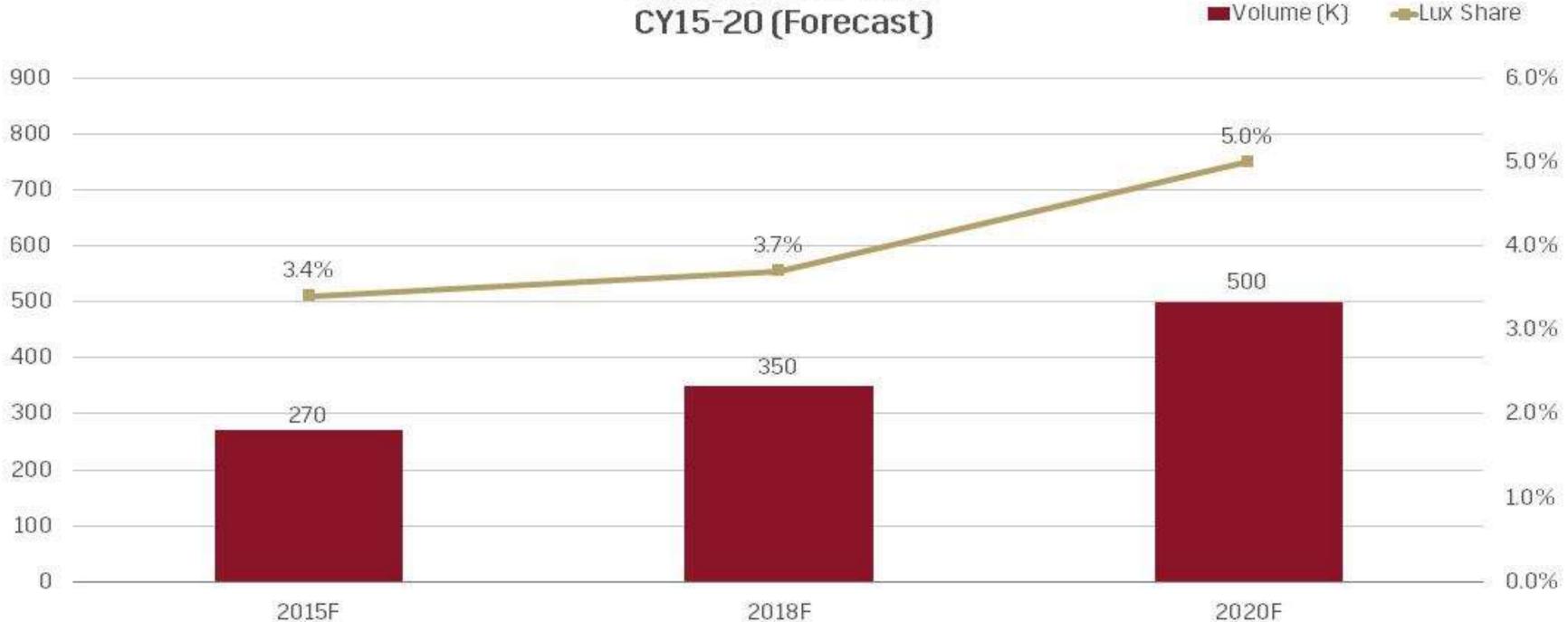






GLOBAL VOLUME DEVELOPMENT













CHINA MARKET IS MATURING,

WITH GROWTH MODERATING, DIVERSIFYING AND VOLATILE

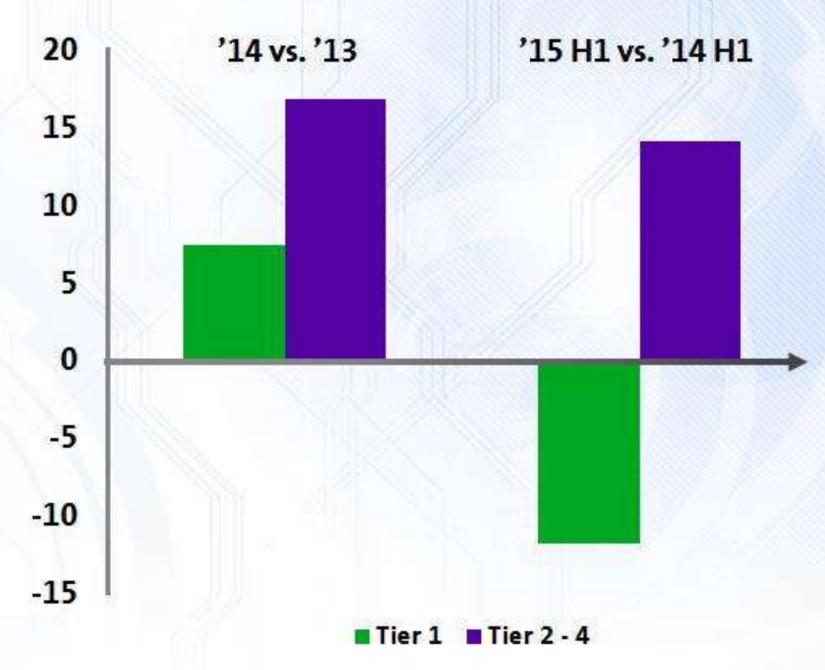
INDUSTRY CAGR:

2008-2014

17% 3-5%

2014-2020 FC

INDUSTRY YOY GROWTH (%)



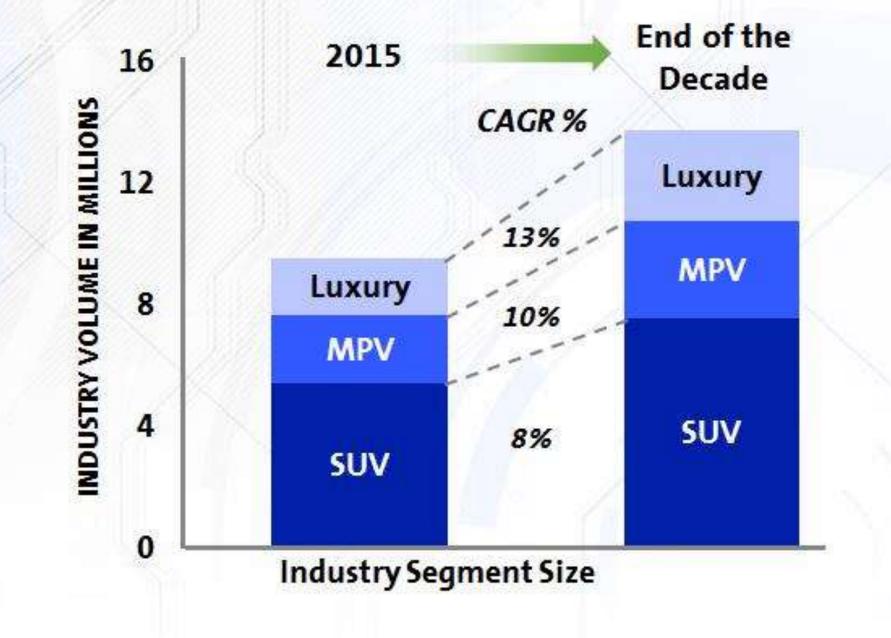
GM'S UNIQUELY POSITIONED BRAND PORTFOLIO



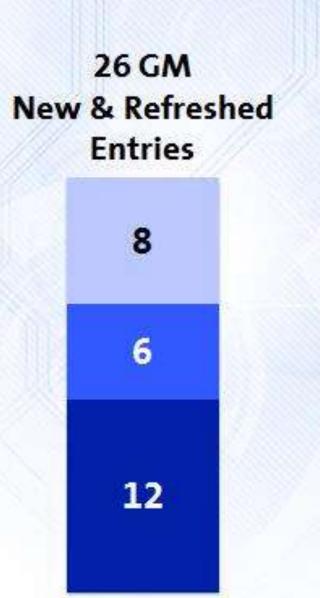
LAUNCHES ALIGNED WITH SEGMENT SHIFTS











STRONG PRESENCE IN ALTERNATIVE PROPULSION SPACE

Broad RANGE OF ALTERNATIVE PROPULSION SOLUTIONS

10+ ENTRIES PLANNED FOR CHINA FROM 2016 TO 2020

ACROSS () () () () () () ()



STARTING NEXT YEAR, CADILLAC CT6 PHEV WILL BE PRODUCED AT SGM

SUSTAINING STRONG OPERATIONAL PERFORMANCE

BY ACTIVELY
MANAGING RISKS

CHALLENGES

- Moderating and Volatile Market
- Pricing Pressure
- Cost Inflation
- Regulatory



- Mix Optimization
- Cost Down
 Efficiency Up
- Leveraging Scale
- Downstream Revenues



DRIVING PROFITABLE DOWNSTREAM REVENUE OPPORTUNITIES





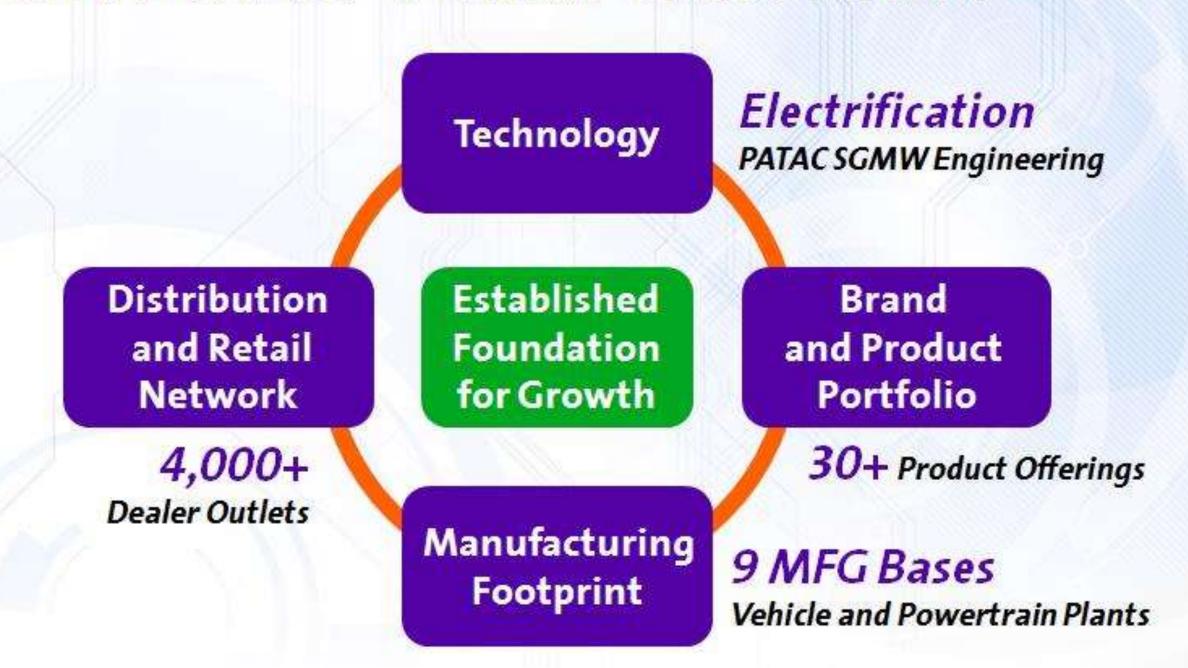




STRONG ASSETS ESTABLISHED FOR LONG-TERM GROWTH

In Summary:

- Significant growth opportunities remain despite maturing, diversifying and more volatile market
- Well positioned for continued profitable growth with GM's unique assets and robust product pipeline





HIGHLIGHTS 2015

Connected Car

June 2015





ASTRA

September 2015

OPEL Deposit BANK

September 2015





Car Sharing

June 2015

ONSTAR IS A GAME-CHANGER FOR OPEL



First Mover in Segment

Long-Term Revenue Driver

"Social" Recognition

Technology Leadership

Key enabler to differentiate the brand and lead in connectivity.

NEW ASTRA FITS CUSTOMER NEEDS

- State-of-the-art German engineering
- Lightweight (120-200kg weight Reduction)
- Optimized packaging => more interior space
- All new efficient engines
- Premium-class innovations

- Segment-leading driver assistance systems
- LED Matrix light ("IntelliLUX")
- Deluxe interior design and striking body shape
- Tidy Interior (less buttons)











EXPANDING FINANCIAL SERVICES PORTFOLIO



Opel Financial Services

Dealer Financing

GM Retail Financing

GM Leasing

Insurance

- Provide a full spectrum of financing solutions for Opel dealers
- Continue new product development to meet the needs of Opel dealers and their customers

Deposit Taking Bank*

Go-live: September 1st, 2015

CARSHARING POWERED BY OPEL



- CarUnity the carsharing community powered by Opel
- Peer-to-Peer carsharing
- 7,500 registered users (since launch June 11th, 2015)
- 1,700 cars (since launch June 11th, 2015)





BRAND MOMENTUM IS ON THE WAY UP











LIGHT COMMERCIAL VEHICLES: GROWING BUSINESS

PRODUCT

Commercial Vehicles Market

+8.1% vs. previous year

O/V Commercial Vehicles Sales

+25% vs. previous year

Vivaro

+34% vs. previous year

Movano

+31% vs. previous year

Combo

+14% vs. previous year

We are growing faster than the market!

Third fastest growing brand in the Commercial vehicle market YTD







DRIVE! 2022



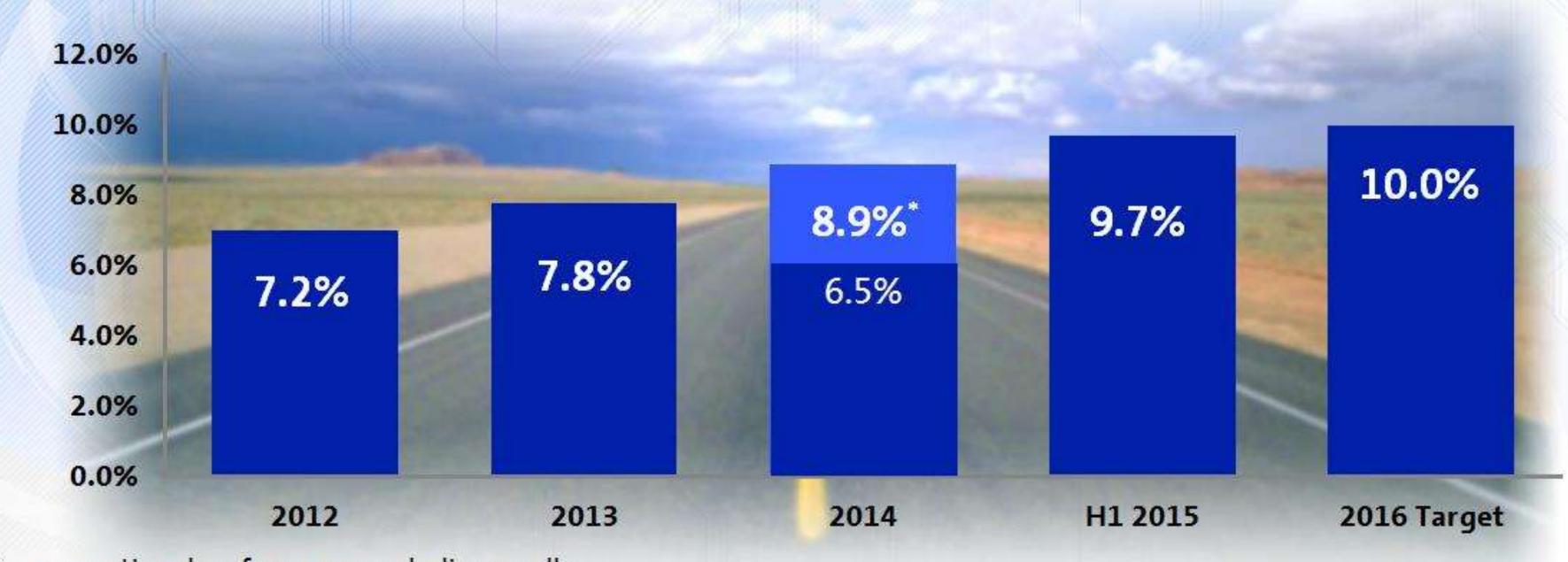
- Return to profitability in 2016
- DRIVE! 2022 is working
- Financial results improved
- Strongest product pipeline ever
- New customers = new relationships





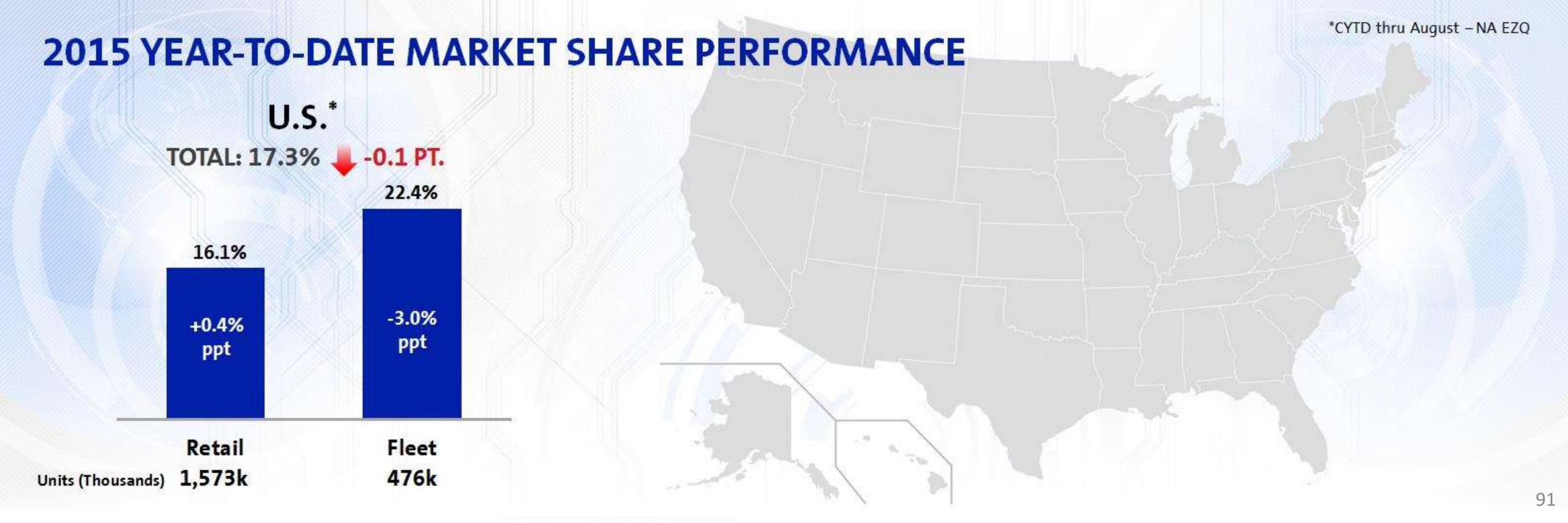


THE ROAD TO 10% MARGINS IN NORTH AMERICA



Key Factors:

- Material Cost
- Sales Performance
- New Models
- Adjacent Sales
- GM Financial



2015 YEAR-TO-DATE MARKET SHARE PERFORMANCE

**R.L. Polk Retail Non Lux Registrations thru June

U.S.* KEY MARKETS**

TOTAL: 17.3% 4 -0.1 PT.

22.4%

16.1% +0.4% ppt -3.0% ppt **NEW YORK**

WASHINGTON DC

LOS ANGELES



WASHINGTON DC



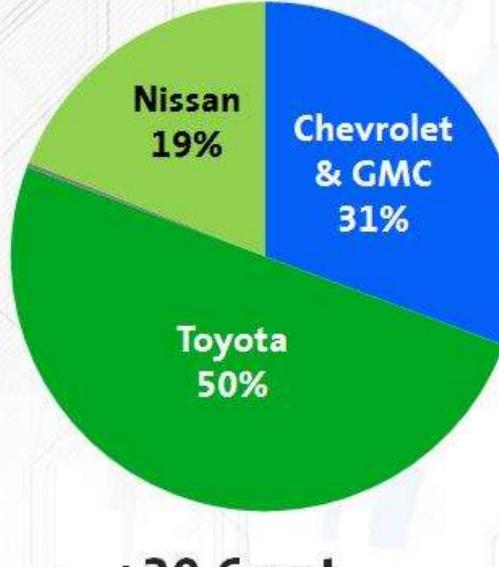
Retail
Units (Thousands) 1,573k

Fleet 476k Market -3% Chevrolet +6%

43% 45% +10% +16%

2015 TOTAL PICK-UP SHARE PERFORMANCE*

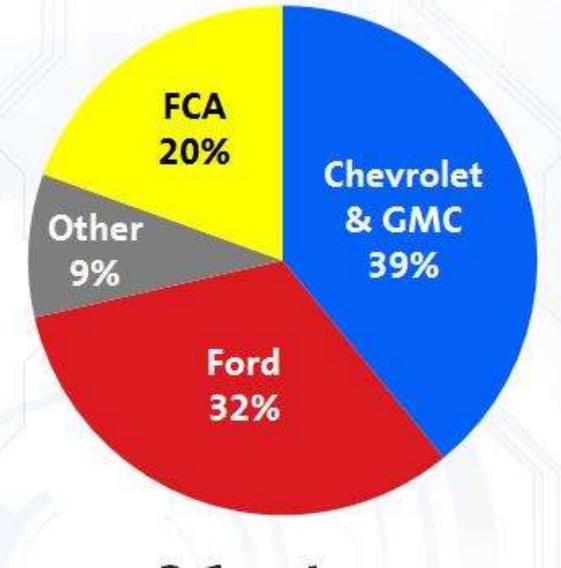




MIDSIZE PICK-UP

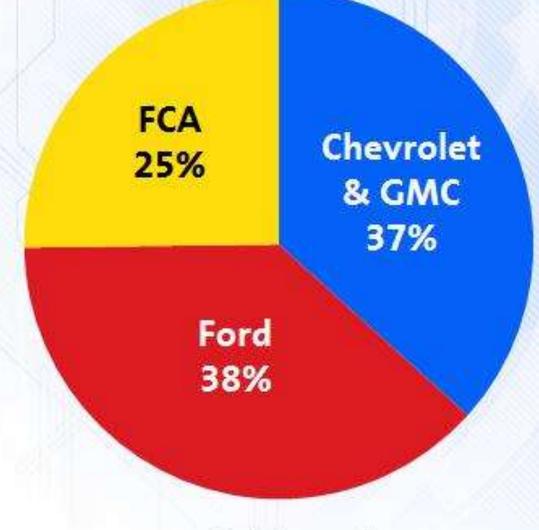


FULL-SIZE LIGHT DUTY



+3.1 ppt + 42k Units YOY

FULL-SIZE HEAVY-DUTY



+2.5 ppt + 14k Units YOY

Total Share thru July

· Based on R.L. Polk Data

AND WE ARE NOT "STANDING STILL"













AND WE ARE NOT "STANDING STILL"



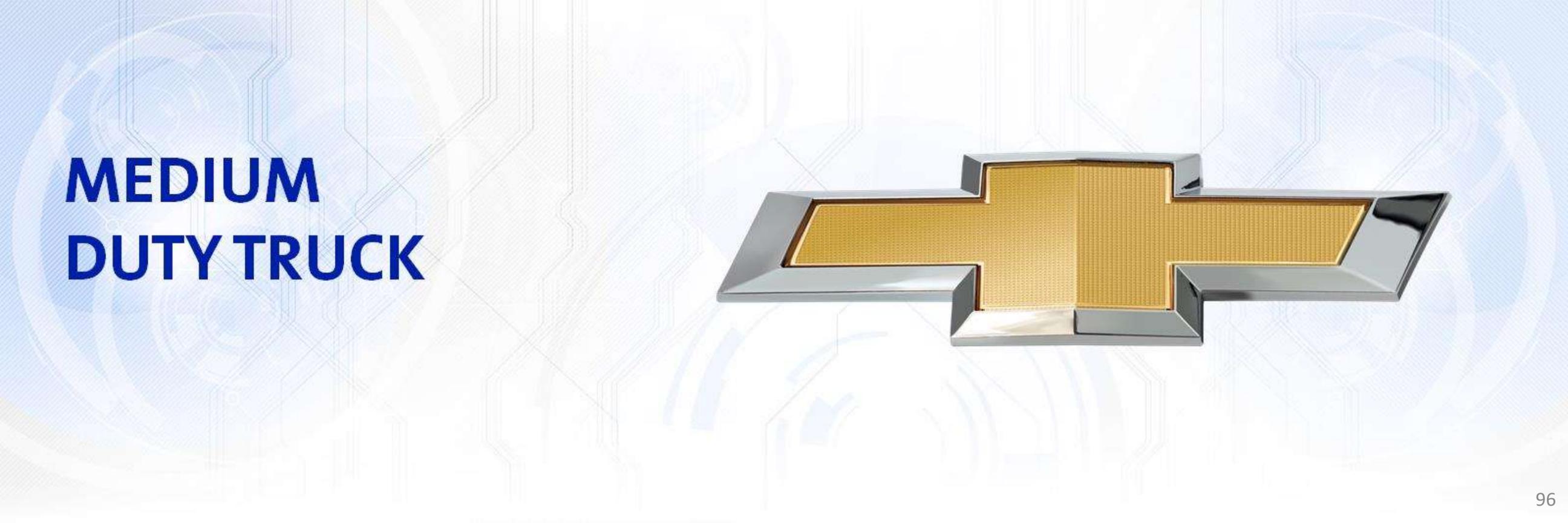




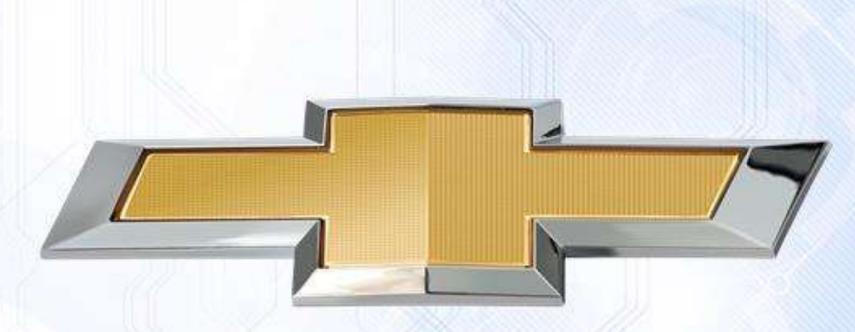












COLORADO



6 IN 116

Automobile

"The new VOLT is a gargantuan leap forward. Not only is it more capable, efficient, refined, versatile, and userfriendly than the original it's also cheaper"

Consumer Reports

"Larger, next-gen sedan looks to be an even tougher competitor... The new CRUZE strikes us as a big step forward"

MOTOR TREND

"What the SPARK lacks in size it certainly makes up for in improvements. Its more mature design, better choice of materials, and performance enhancements should turn what was a decent contender before into one that's much better in the future"

THE WALL STREET JOURNAL

"GM's Chevy Bolt Outpacing Tesla in Cheaper Electric Car Race"



"Chevrolet is done with settling for mediocrity and has finally stepped up with an all-new 2016 Malibu that aims to rise to the top of the midsize segment"

CAR DRIVER

"The most potent weapon in the new, sixth-gen CAMARO'S arsenal is its platform. The new car sits on GM's Alpha architecture, the foundation on which the Cadillac ATS and CTS have built their reputations for kick-ass dynamics"

FINDNEWROADS





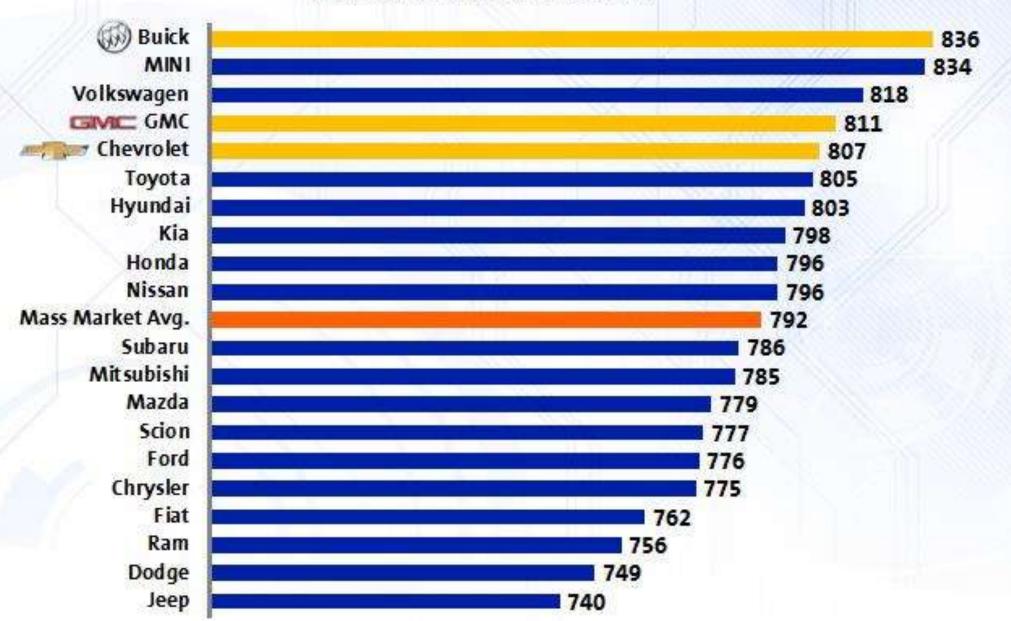




J.D. POWER RESULTS: MASS MARKET BRANDS (UNITED STATES)



2015 SERVICE INDEX



INDUSTRY LEADING CUSTOMER EXPERIENCE OWN ONBOARD BUY LEARN SHOP USE

SHOP - CLICK - DRIVE



2015 CYTD

New Vehicle Leads 78k

New Vehicle Sales 25k

Conversion Rate 32%

o 1st Time GM Buyer 43%



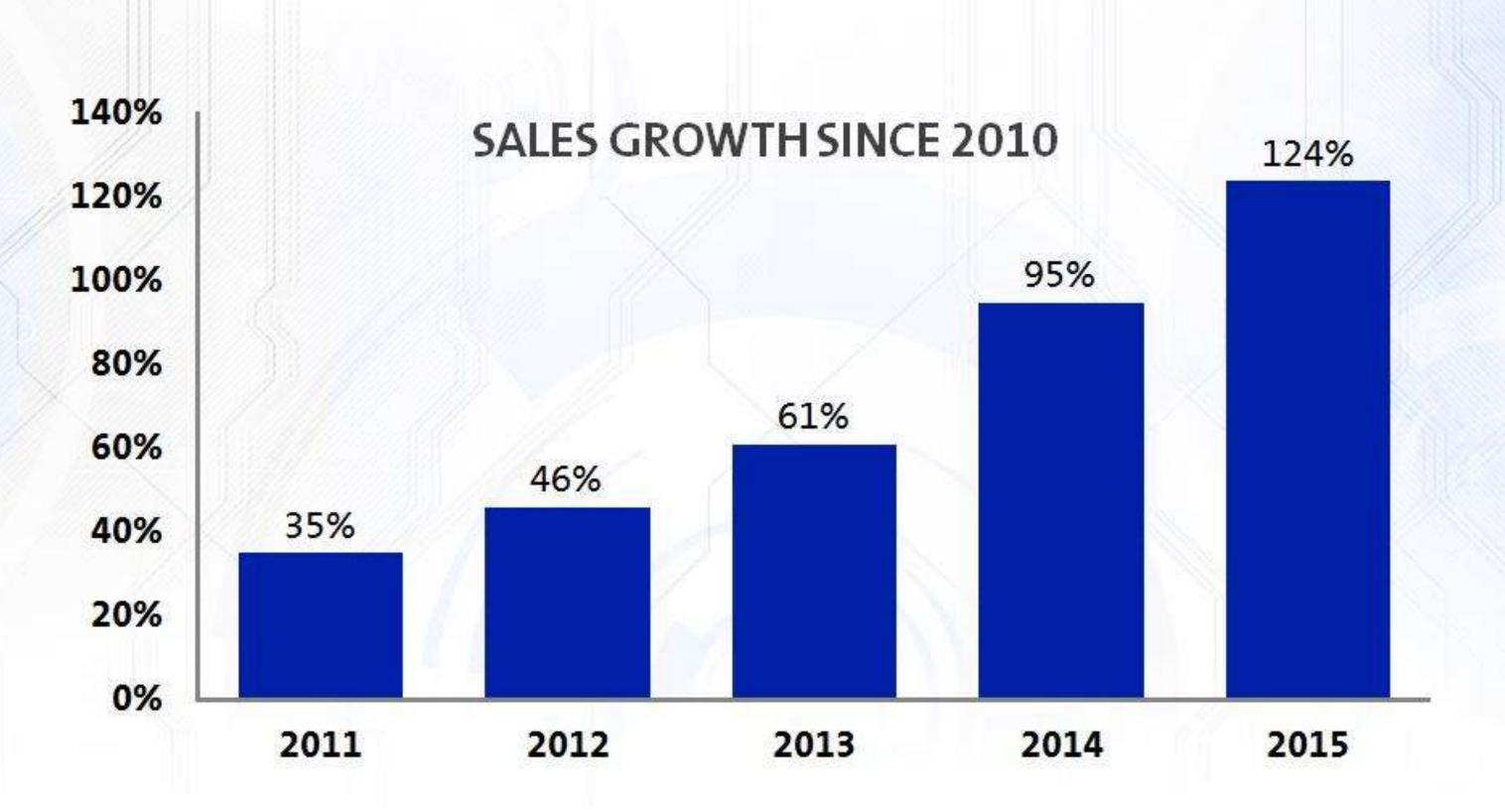
GROWTH
IN ADJACENT
BUSINESSES

CUSTOMER CARE& AFTERSALES



GROWTH
IN ADJACENT
BUSINESSES

ACCESSORIES









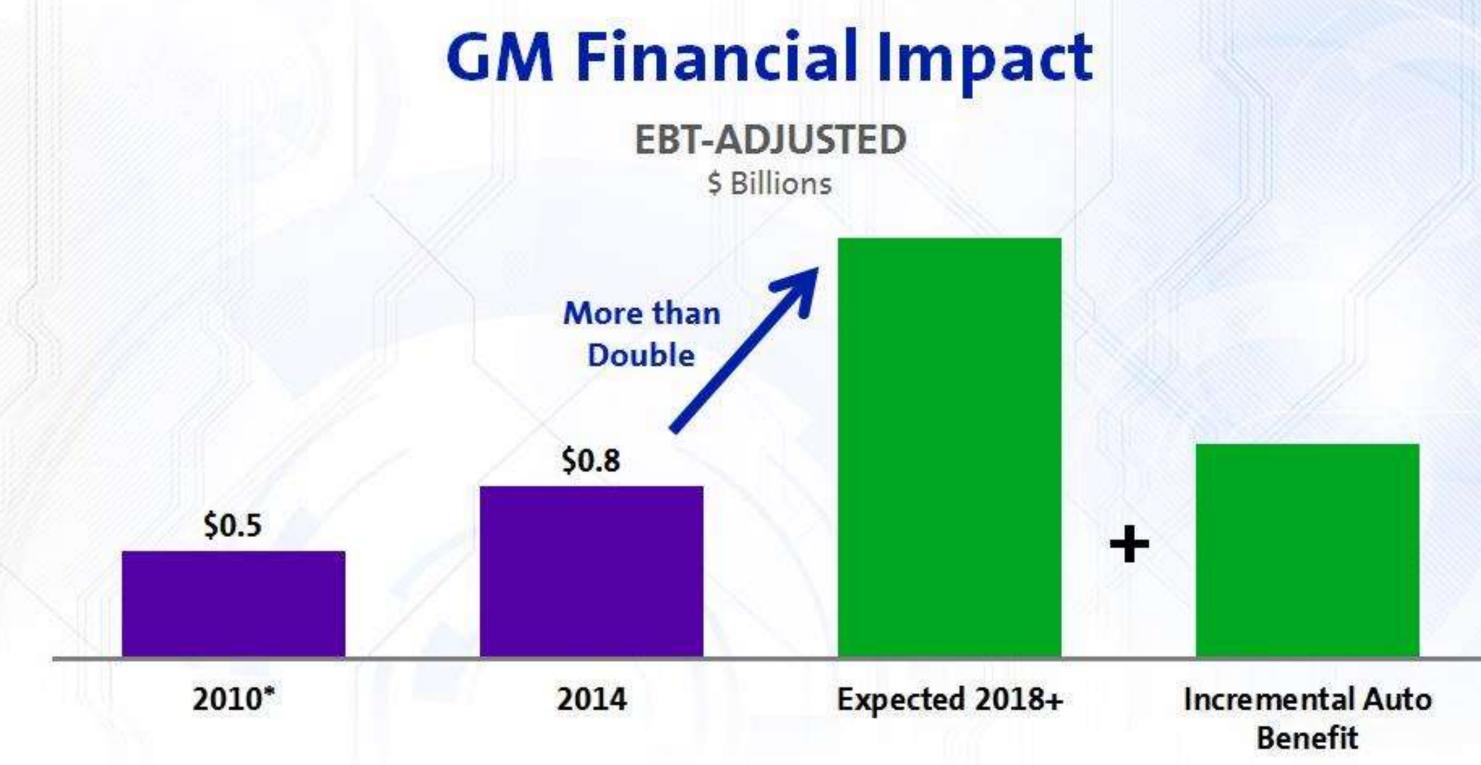




GROWTH IN ADJACENT BUSINESSES



GM FINANCIAL

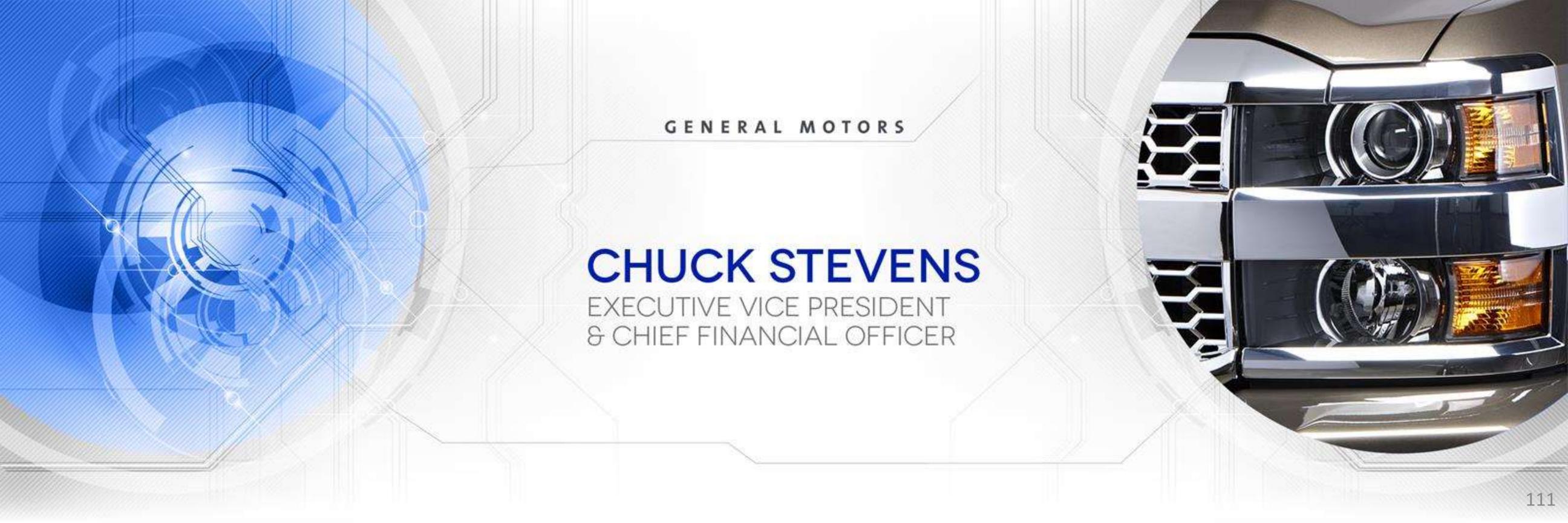


*GMF acquired in 2010 and reported in Form 10-K

SUMMARY

- o 10% Margins in 2016
- Building Our Brands
- Ready for the Future





GM IS A COMPELLING INVESTMENT OPPORTUNITY

EARNINGS GROWTH ACCELERATING

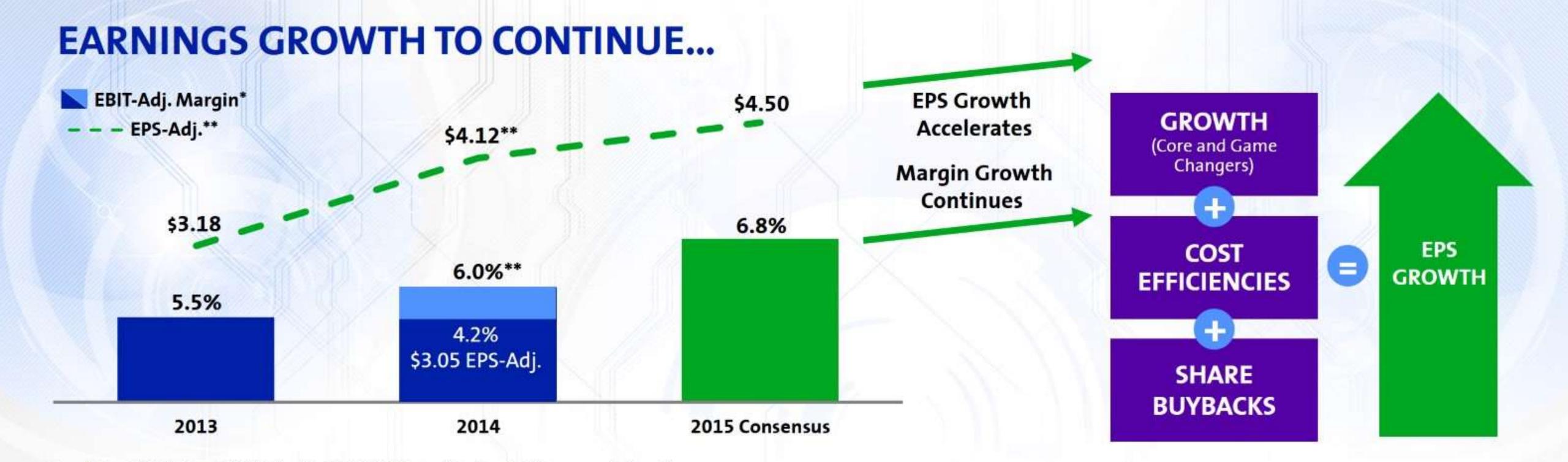
Double-digit EPS growth trajectory expected

DISCIPLINED CAPITAL ALLOCATION

Disciplined reinvestment and returning cash to shareholders

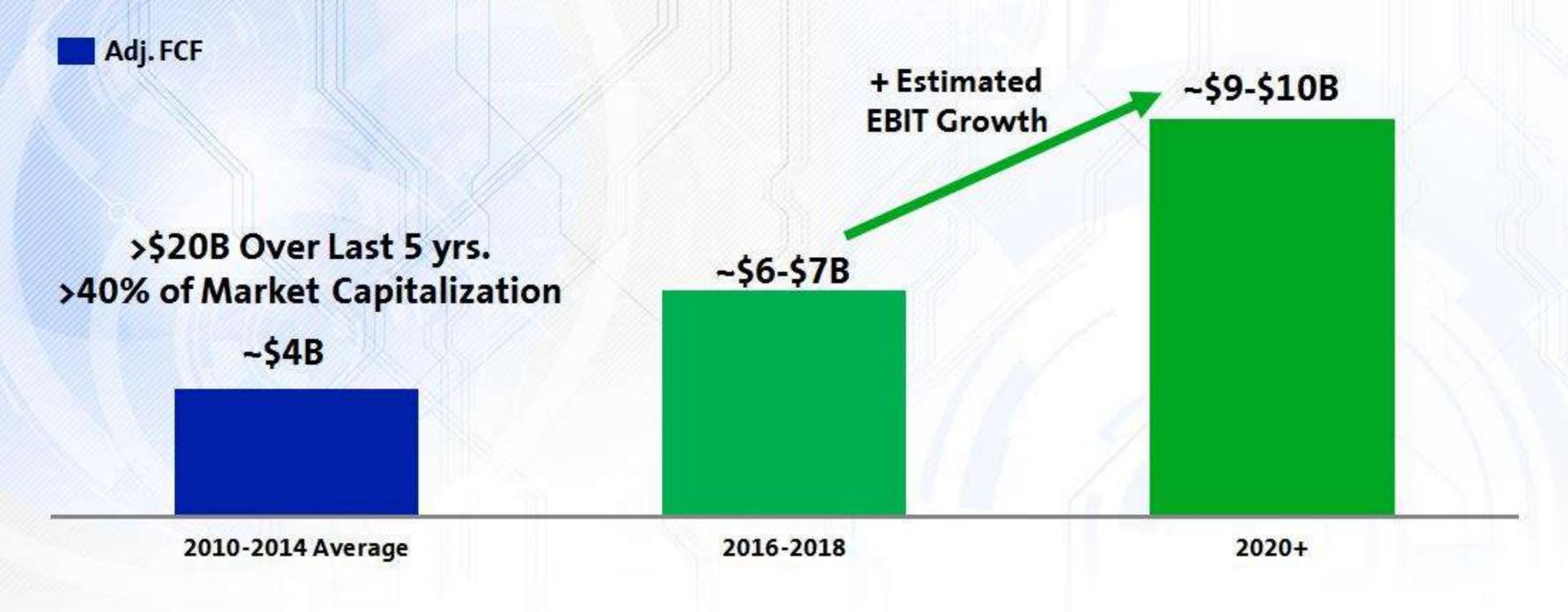
ROBUST DOWNSIDE PROTECTION

Enables sustained performance through the cycle



[&]quot;Reconciliation of EBIT-Adjusted and 2014 EPS-Adj. on slides S2&S3 **2014 Represents Core Operating Performance – excluding recalls Note: Consensus EBIT-Adj. and Margin calculated using average projected Total Company EBIT of Sell Side analysts currently covering GM

FREE CASH FLOW GROWTH GREATER THAN EARNINGS GROWTH



- Cycling past unusual calls on cash provides significant opportunity
- Expect improved cash flow conversion
- FCF to be returned to shareholders within stated capital allocation framework

OUR PRODUCT STRATEGY IS DELIVERING RESULTS...

2015 CHEVROLET COLORADO



Segment market share
31%
Average transaction price
~\$3,000 > Avg. Competitor

2015 CHEVROLET SILVERADO



Segment market share
UP 190 bps
Average transaction price
UP ~\$5,300

2015 CHEVROLET SILVERADO HD



Segment market share
UP 300 bps
Average transaction price
UP ~\$2,000

WE REMAIN FOCUSED ON COST EFFICIENCIES AND LOW BREAKEVEN POINT

OPERATIONAL \$5.0B

- Non-Raw Material and Logistics
- Manufacturing and Footprint Reduction

FUNCTIONAL \$0.5B

- Global Business Services
- Information Technology and SG&A



share price urns stock ROIC shares

OUR CAPITAL ALLOCATION FRAMEWORK SUPPORTS SHAREHOLDER VALUE CREATION



SHARE PRICE
APPRECIATION
&
ADDITIONAL RETURN
OF CAPITAL

~\$12B returned to shareholders from 2012-2015 YTD Approximately 100% of our FCF



WE ARE A MUCH DIFFERENT COMPANY TODAY

	2007*	Today**
Total Automotive Debt (\$B)	\$39	\$9
Net U.S. Pension + Global OPEB (\$B)	\$49	\$18
U.S. Breakeven (SAAR Units)	~16M	~10-11M

Investment grade rating demonstrates improved position

^{*}Refers to General Motors Corporation as of 12/31/2007

**As of 6/30/2015, except for Pension and OPEB which is as of 12/31/2014

Note: 2007 U.S. pension plan fully funded; 2014 U.S. pension plan underfunded \$11B

DOING WHAT WE SAY



2015 TARGETS

EBIT-Adj. and EBIT-Adj.
 Margin Growth*



2016 TARGETS

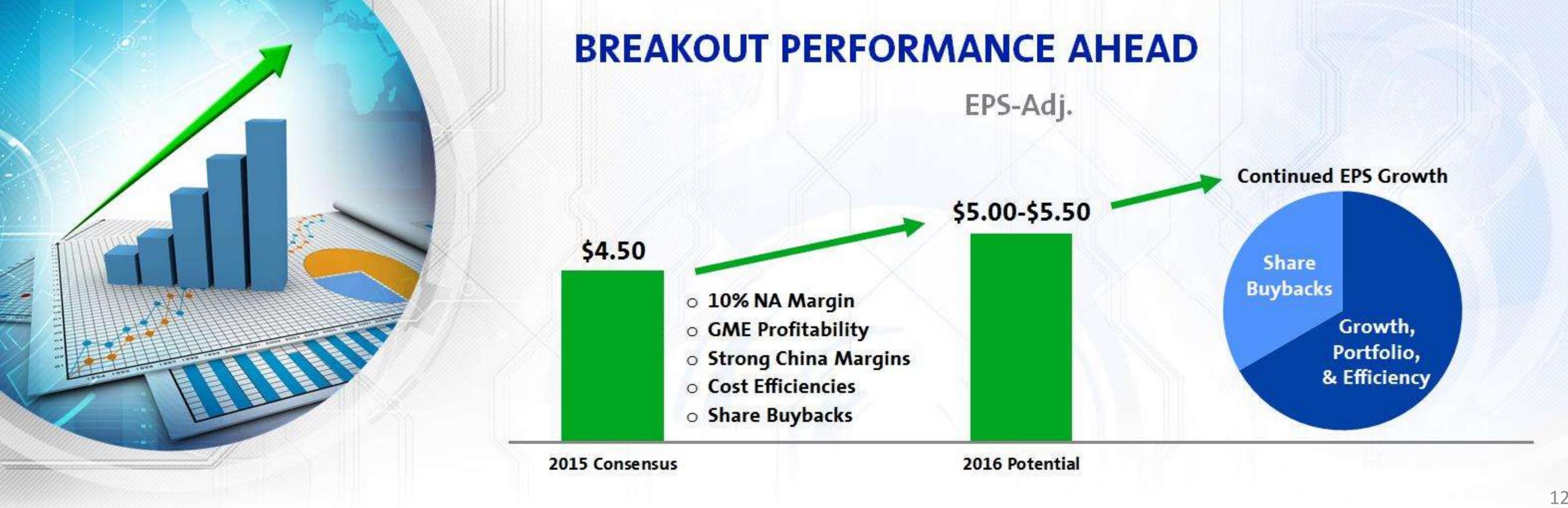
- NA EBIT-Adj. Margin ~10%
- Europe Profitable
- Sustain Strong China Margins



EARLY NEXT DECADE TARGETS

o EBIT-Adj. Margin 9-10%

*Represents Trendvs. 2014 ex. recall



GM IS A COMPELLING INVESTMENT OPPORTUNITY

EARNINGS GROWTH ACCELERATING

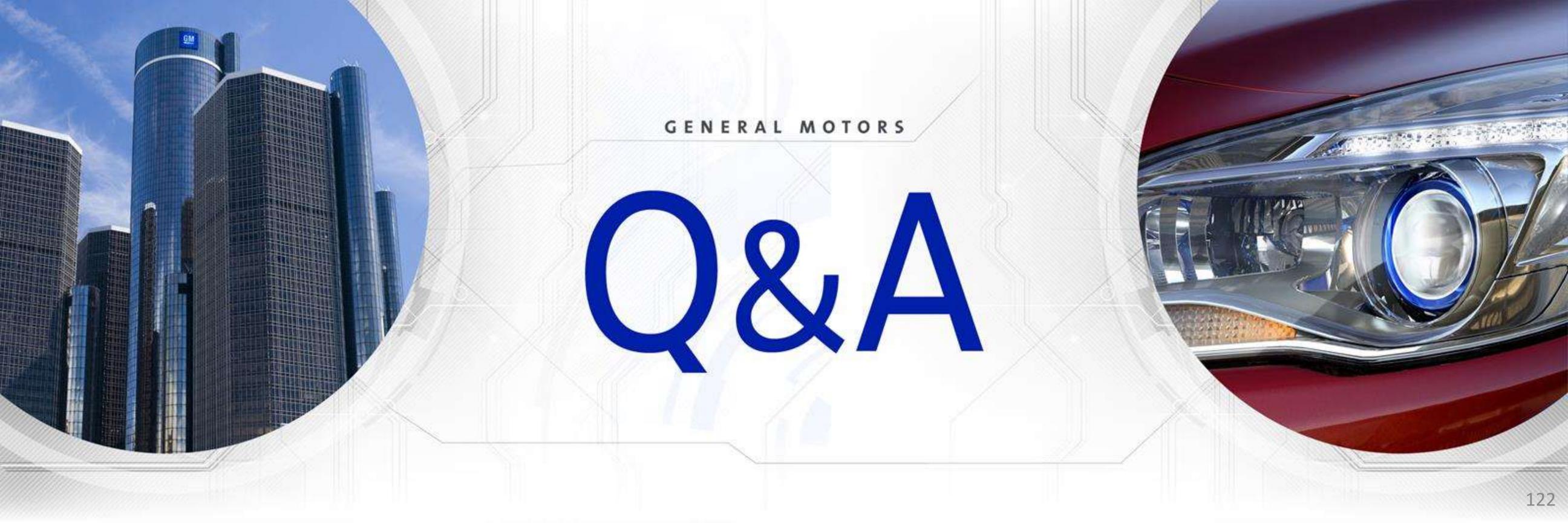
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DISCIPLINED CAPITAL ALLOCATION

Disciplined reinvestment and returning cash to shareholders

ROBUST DOWNSIDE PROTECTION

Enables sustained performance through the cycle























GENERAL MOTORS



General Motors Company

Select Supplemental Financial Information

NON-GAAP MEASURES

Management uses earnings before interest and taxes (EBIT)-Adjusted, EBIT-Adjusted margins, earnings per share (EPS)-Adjusted, and return on invested capital (ROIC) in its financial and operational decision making processes, for internal reporting and as part of its forecasting and budgeting processes as they provide additional transparency of our core operations. EBIT-Adjusted and ROIC allow management to view operating trends, perform analytical comparisons and benchmark performance amongst other companies in our industry. In addition, ROIC allows management to assess how effectively we are deploying our assets.

We use EBIT-Adjusted for our automotive segments because it excludes interest income, interest expense and income taxes and includes certain additional adjustments. We use income before income taxes (EBT)-adjusted for GM Financial because we believe interest income and interest expense are part of operating results. EBIT-Adjusted margins are calculated as EBIT-Adjusted divided by net sales and revenue. EPS-Adjusted is calculated as EBIT-Adjusted divided by weighted-average common shares outstanding – diluted.

We define ROIC as EBIT-Adjusted for the trailing four quarters divided by average net assets during that period, which is considered to be average equity balances adjusted for certain assets and liabilities during the same period.

Management uses adjusted free cash flow to review the liquidity of our automotive operations. We measure adjusted free cash flow as cash flow from operations less capital expenditures adjusted for management actions, primarily related to strengthening our balance sheet.

Our calculation of EBIT-Adjusted, ROIC, and adjusted free cash flow are considered non-GAAP financial measures because we calculate them using financial measures that have been adjusted from the most directly comparable U.S. GAAP financial measure. Our 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 our non-GAAP measures has limitations and should not be considered in isolation from, or as a substitute for, related U.S. GAAP measures.

RECONCILIATION OF EBIT-ADJUSTED

	Years Ended			
\$ (B)	2014	2013	2012	
Operating Segments				
GM North America (GMNA)	6.6	7.5	6.5	
GM Europe (GME)	(1.4)	(0.9)	(1.9)	
GM International Operations (GMIO)	1.2	1.3	2.5	
GM South America (GMSA)	(0.2)	0.3	0.5	
GM Financial (GMF)	0.8	0.9	0.7	
Total Operating Segments	7.1	9.1	8.3	
Corporate and Eliminations	(0.6)	(0.5)	(0.4)	
EBIT-Adjusted	6.5	8.6	7.9	
Special Items*	(2.3)	(0.8)	(36.1)	
Automotive Interest Income	0.2	0.2	0.3	
Automotive Interest Expense	(0.4)	(0.3)	(0.5)	
Gain (Loss) on Extinguishment of Debt	0.2	(0.2)	(0.3)	
Income Tax Benefit (Expense)	(0.2)	(2.1)	34.8	
Net Income Attributable to Stockholders	3.9	5.3	6.2	
Memo: Consolidated Recall Related Expenses	2.8			
Memo: Consolidated EBIT-Adjusted Excluding Recall Related Expenses	9.3			
Memo: GMNA Recall Related Expenses	2.4			
Memo: GMNA EBIT-Adjusted Excluding Recall Related Expenses	9.0			

Additional information on adjustments can be found in filed 10-K Note: Results may not foot due to rounding

EARNINGS PER SHARE (EPS) AND EPS-ADJUSTED

	Years Ended		
	2014	2013	
Net Income to Common Stockholders (\$B)	2.8	3.8	
EPS - Diluted (\$/Share)	1.65	2.38	
Special Item(s)* Impact to EPS - Diluted (\$/Share)	(1.40)	(0.80)	
EPS - Adjusted (\$/Share)	3.05	3.18	
Memo: Recall Related Expense Impact to EPS (\$/Share)	(1.07)	 .	
Memo: EPS - Adjusted Excluding Recall Related Expense (\$/Share)	4.12		

Additional information on adjustments can be found in filed 10-K Note: Results may not foot due to rounding

ADJUSTED AUTOMOTIVE FREE CASH FLOW

	Years Ended				
\$ (B)	2014	2013	2012	2011	2010
Operating Cash Flow	10.1	11.0	9.6	7.4	6.6
Less: Capital Expenditures	(7.0)	(7.5)	(8.1)	(6.2)	(4.2)
Adjustments	-	0.2	2.7	1.8	4.0
Adjusted Free Cash Flow	3.1	3.7	4.3	3.0	6.4

Additional information on adjustments can be found in filed 10-K Note: Results may not foot due to rounding



		Years Ended		
	Memo			
(\$B)	2014*	2014	2013	
Numerator				
EBIT-Adjusted	9.3	6.5	8.6	
Denominator				
Average Equity	43.9	41.3	39.5	
+Average Automotive Debt and Interest Liabilities (Excluding Capital Leases)	6.8	6.8	5.0	
+Average Automotive Net Pension & OPEB Liability	26.6	26.6	32.6	
-Average Fresh Start Accounting Goodwill	(0.1)	(0.1)	(0.5)	
-Average Net Automotive Income Tax Asset	(32.4)	(32.4)	(34.1)	
ROIC Average Net Assets	44.9	42.2	42.5	
ROIC %	20.8%	15.4%	20.2%	

^{*}Represents core operating performance, excluding recalls Additional information on adjustments can be found in filed 10-K Note: Results may not foot due to rounding