
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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) April 1, 2015

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) 556-5000
(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))
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ITEM 7.01 Regulation FD Disclosure

On April 1, 2015 General Motors Company executive vice president & chief financial officer Chuck Stevens gave a presentation at the Bank of America Merrill Lynch 2015 New York Auto Summit, which contains certain information not previously publicly disclosed. The presentation related thereto is attached as Exhibit 99.1.

ITEM 9.01 Financial Statements and Exhibits

EXHIBIT

<u>Exhibit</u>	<u>Description</u>	<u>Method of Filing</u>
Exhibit 99.1	Presentation at the Bank of America Merrill Lynch 2015 New York Auto Summit Dated April 1, 2015	Attached as Exhibit

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)

/s/ THOMAS S. TIMKO

Date: April 1, 2015

By:

Thomas S. Timko

Vice President, Controller and Chief Accounting Officer



CHUCK STEVENS

Executive Vice President & Chief Financial Officer

Bank of America Merrill Lynch – 2015 New York Auto Summit – April 1, 2015

FORWARD LOOKING STATEMENTS

In this presentation and in related comments by our management, our use of the words “plans,” “expect,” “anticipate,” “possible,” “target,” “believe,” “commit,” “intend,” “continue,” “may,” “would,” “could,” “should,” “project,” “appears,” “potential,” “projected,” “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 recent recalls; 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 annual report on Form 10-K provides information about these and other factors, which we may revise or supplement in future reports to the Securities and Exchange Commission (the “SEC”).

WHAT WE HEAR FROM INVESTORS

- Technology leadership and pace of innovation
- Inconsistent track record of delivering results
- Hard to see earnings getting better
- Concern over financial distress in a downturn
- Underfunded pensions perceived as an issue

TECHNOLOGY LEADERSHIP

CT6



Bolt EV



4G LTE



Super Cruise/V2V



We are establishing leadership position across many dimensions...

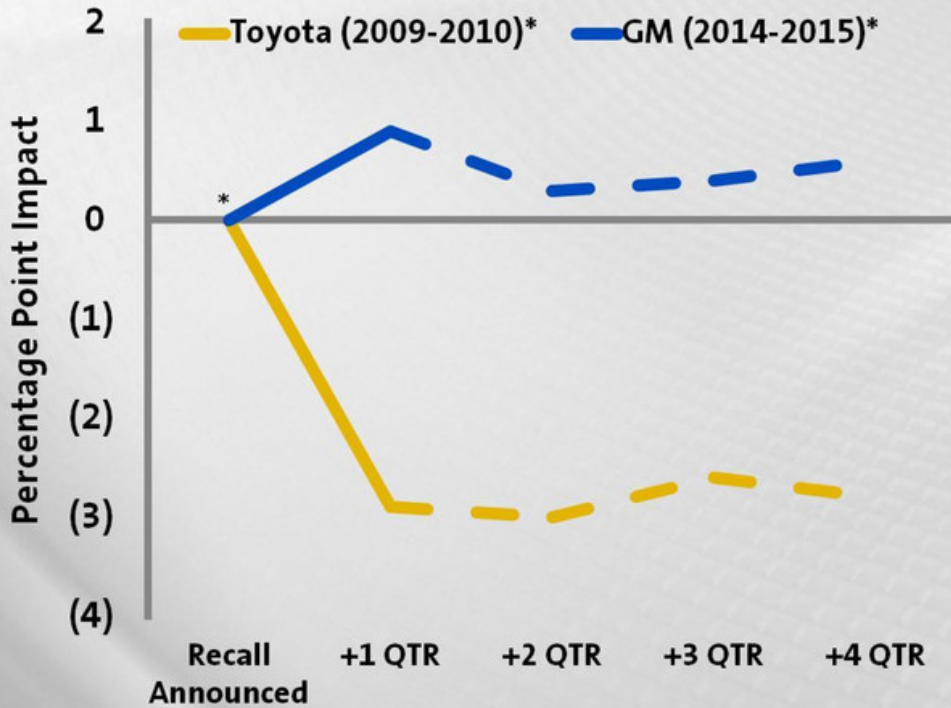
MANAGEMENT TEAM IS DELIVERING RESULTS

- Recall crisis management
- Did what we said – 2014 business results
 - Six straight quarters of Y-O-Y GMNA margin growth*
- Made tough decisions
 - Exit Chevy Europe; exit Australia, Indonesia, and Russia manufacturing
 - Restructuring Thailand
- Capital allocation framework/\$5B share buyback
- Management not standing still – more to do

* Represents Core Operating Performance - excluding recalls

2014 RECALLS: STRONG LEADERSHIP

U.S. Market Share Impact – After Major Recall



Key Principles/Actions

- “Do the right thing”
- Independent investigation
- Compensation Program
- Disciplinary actions
- Process changes
- Behavior changes
- Delivered results

* Denotes Toyota Motor Company announced initial recall for unintended acceleration;
 General Motors Company announced initial recall for ignition switch
 Source: Internal company reports

DELIVERING ON OUR COMMITMENTS

GM Consolidated EBIT-Adjusted*

\$Billions



2015 Target

- EBIT-Adjusted and EBIT-Adjusted margins improving in all automotive regions

2016 Target

- 10% EBIT-Adjusted margins in North America
- Profitability in Europe
- Sustained margins in China
- GM Financial full captive
- Continued progress in developing markets

* Reconciliation of EBIT-Adjusted on slide S2

** Represents Core Operating Performance - excluding recalls

DISCIPLINED CAPITAL ALLOCATION FRAMEWORK

**Reinvest in Business
to Drive Growth
and 20+% ROIC**

**Maintain
\$20B Target
Cash**

**Maintain
Investment Grade
Balance sheet**



**All Available
Free Cash Flow
to Shareholders**

*Transparent and disciplined capital allocation
framework driving shareholder value*

EXPECT EARNINGS WILL GET BETTER – NUMEROUS CATALYSTS

Market Risks:

- U.S. cycle
- Pricing (ie. passenger cars)
- Interest rates
- Oil prices
- FX

Controllable Opportunity:

- Material costs / suppliers
- Overhead efficiencies
- New product contribution (high volume launches)
- GMF growth
- 4G LTE

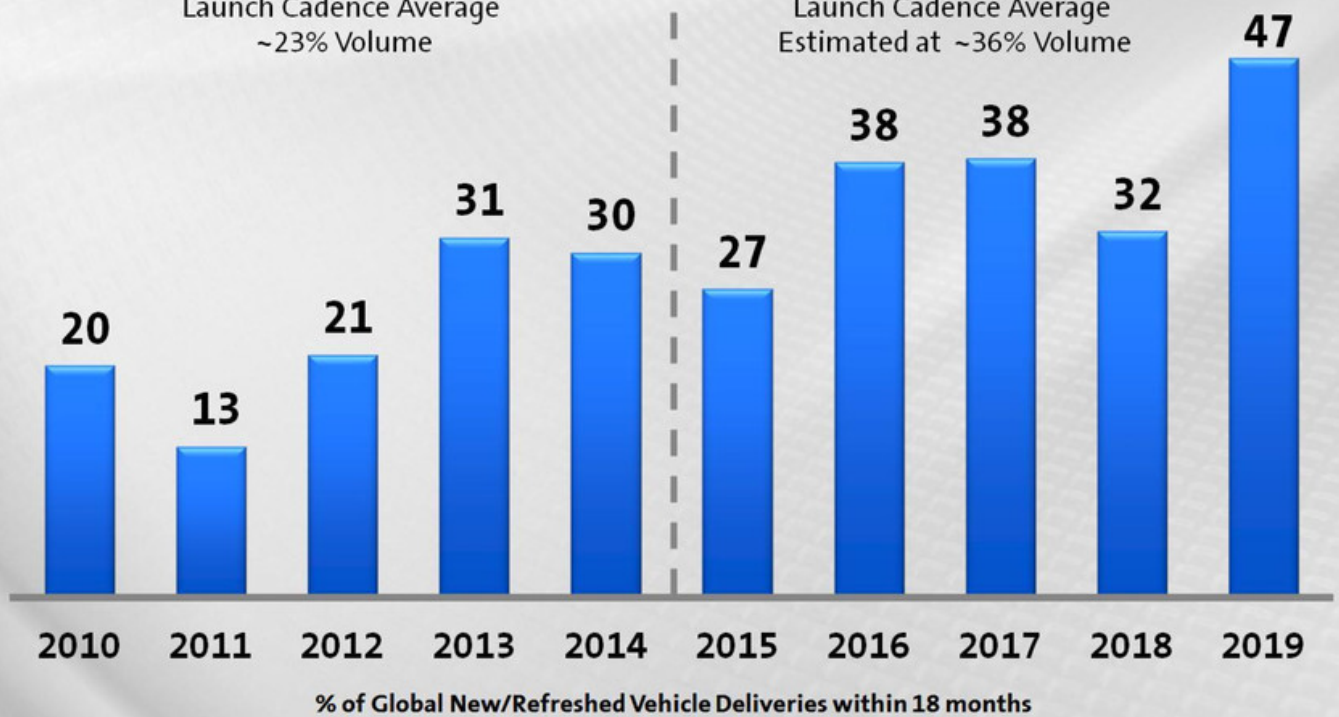
FUTURE PRODUCT PORTFOLIO

2010-2014

Launch Cadence Average
~23% Volume

2015-2019

Launch Cadence Average
Estimated at ~36% Volume



The product cycle story is just beginning ...

CHEVROLET MALIBU



CADILLAC CT6



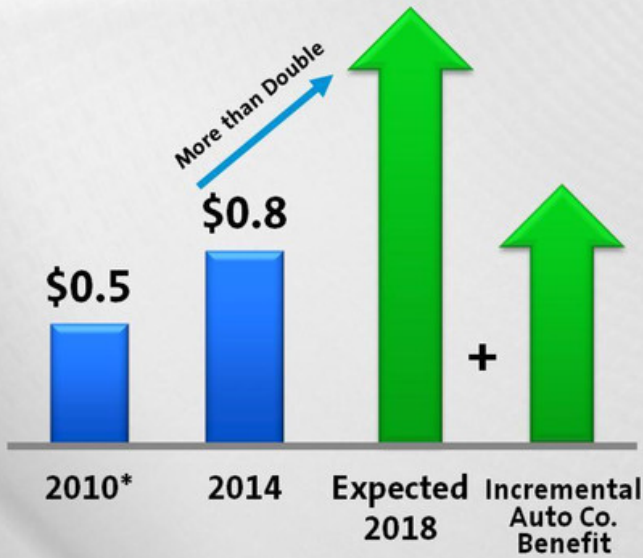
PLACING MORE FOCUSED BETS...



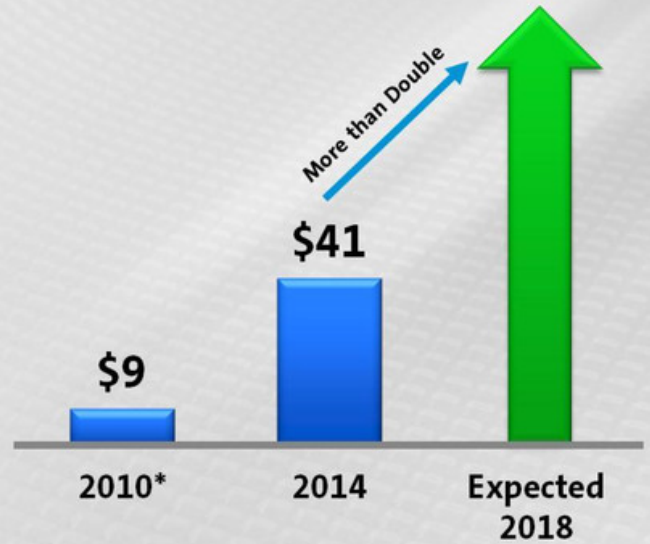
*Full-line global automotive company...
tremendous growth/profit potential*

GMF – UNAPPRECIATED OPPORTUNITY

EBT-Adjusted
\$ Billions



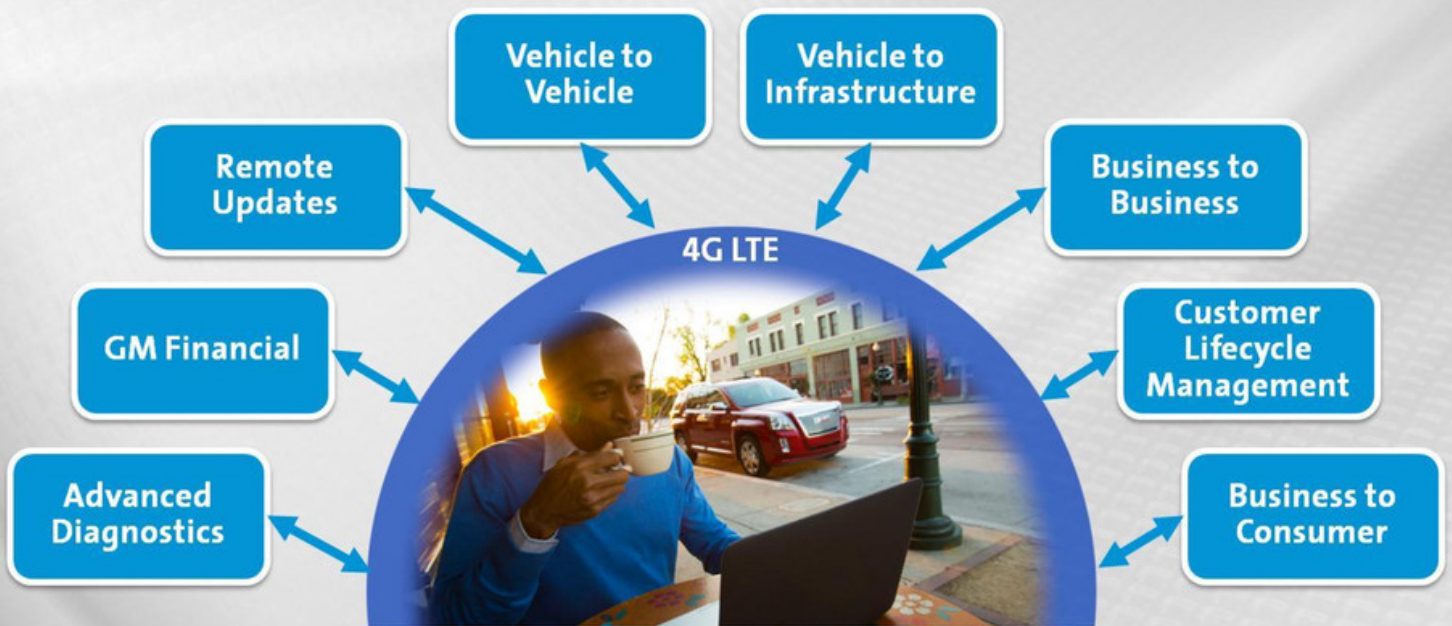
Ending Earning Assets
\$ Billions



*No additional capital contributions, retained earnings support growth
Earnings and assets to grow faster than equity capital base
Double digit after-tax ROE, greater than cost of capital*

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

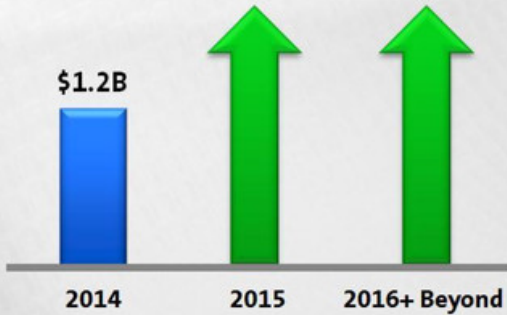
4G LTE – AN UNTAPPED OPPORTUNITY



*Significant margin/profit opportunity...
Estimated incremental \$350M impact by 2018*

FOCUS ON COST EFFICIENCY

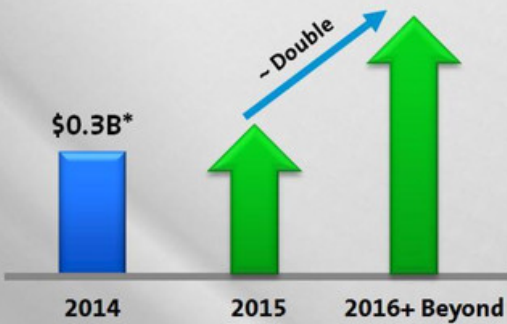
Estimated Global Non-Raw Material & Logistics Cost Savings



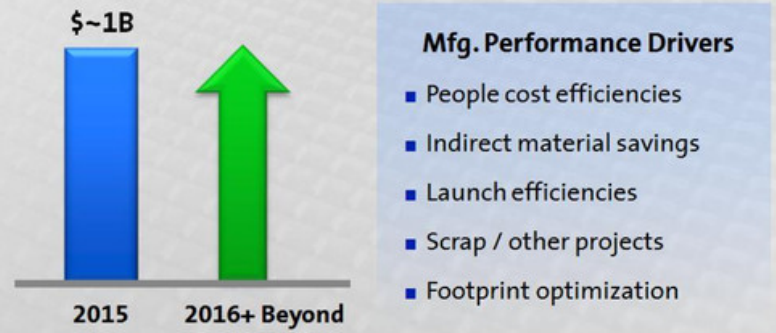
Estimated Global Operational Excellence (47 Chartered Projects)



Estimated Global IT & Global Business Services Cost Savings



Estimated Global Manufacturing Performance (Annual performance ~ 4% = Flat Y-O-Y Manufacturing Costs)



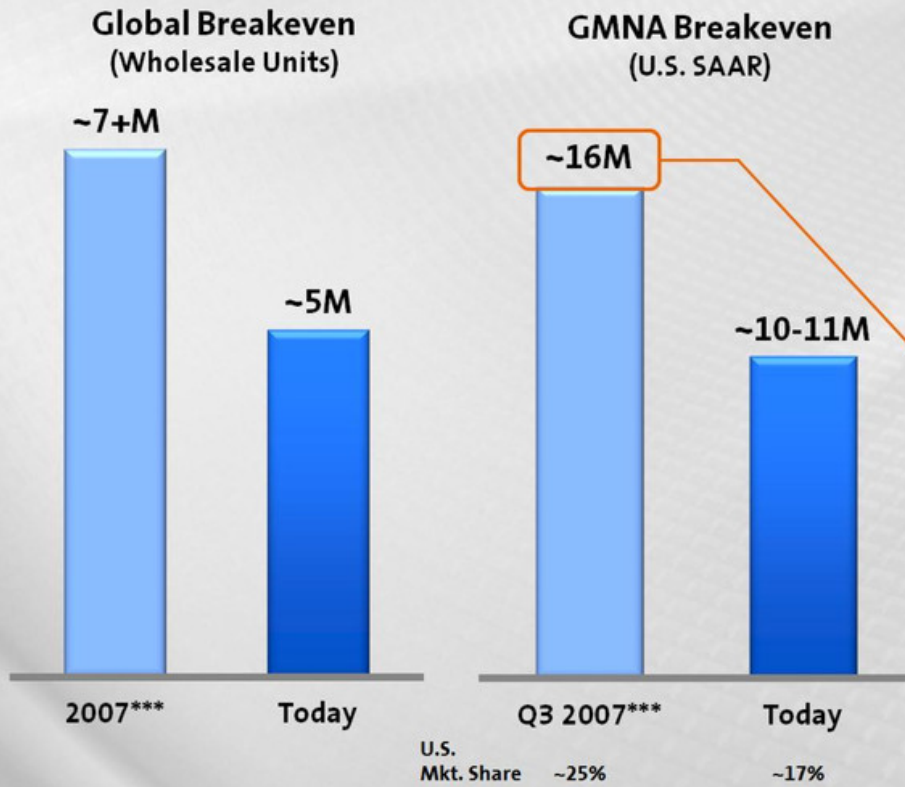
* Denotes cost savings vs 2012 rate

GM BETTER POSITIONED FOR THE CYCLE

- Lower breakeven point
- Improving quality of earnings
- Investment grade balance sheet/revolver as backstop

Ability to “weather” a downturn and appropriately invest through cycle significantly improved...

BREAKEVEN SIGNIFICANTLY IMPROVED



Proof Points

2010

- U.S. SAAR **11.8M**
- GMNA EBIT-Adj. **\$5.7B***
- GMNA EBIT-Adj. Margin **6.8%***

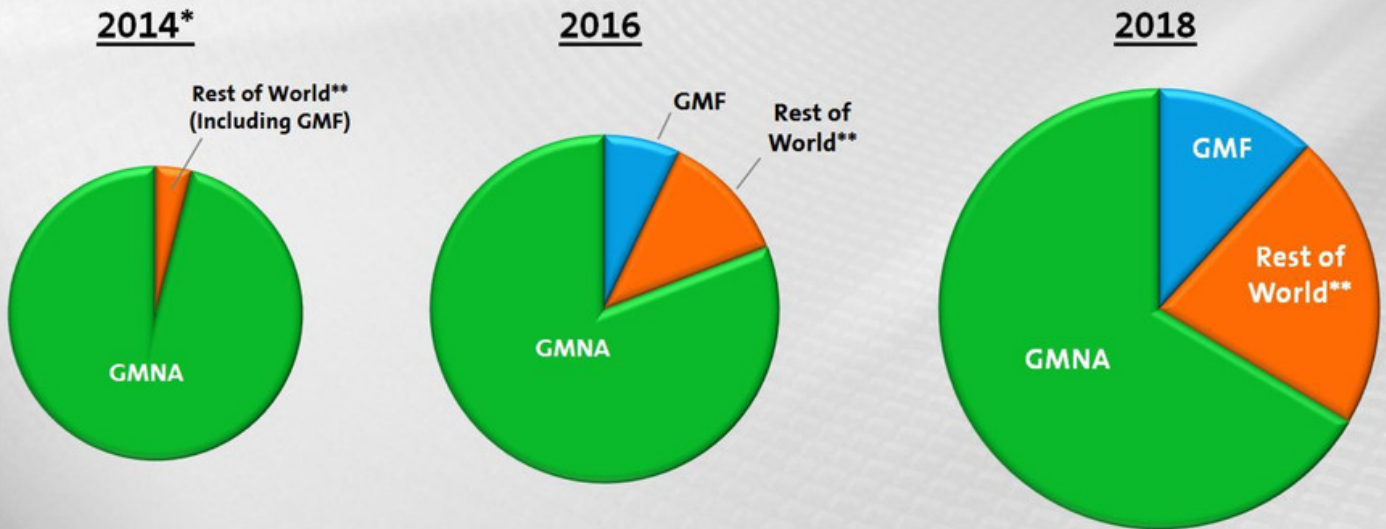
2014

- U.S. SAAR **16.9M**
- GMNA EBIT-Adj. **\$9.0B****
- GMNA EBIT-Adj. Margin **8.9%****

* As reported on Form 10-K filed in 2013, prior to implementation of country of sale reporting
 ** Represents Core Operating Performance - excluding recalls
 *** Represents General Motors Corporation - aka "Old GM"

IMPROVING DIVERSIFICATION OF EARNINGS

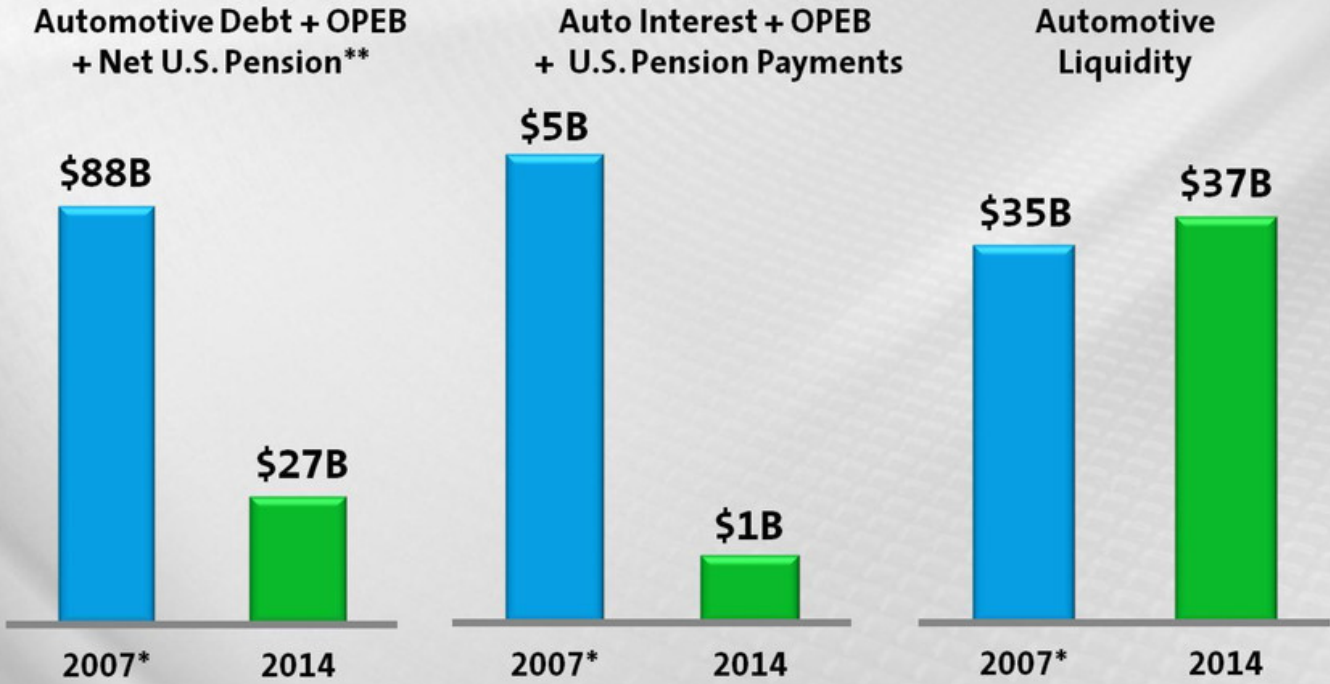
% OF CONSOLIDATED GM EBIT-ADJ.



Earnings growth and additional diversification expected

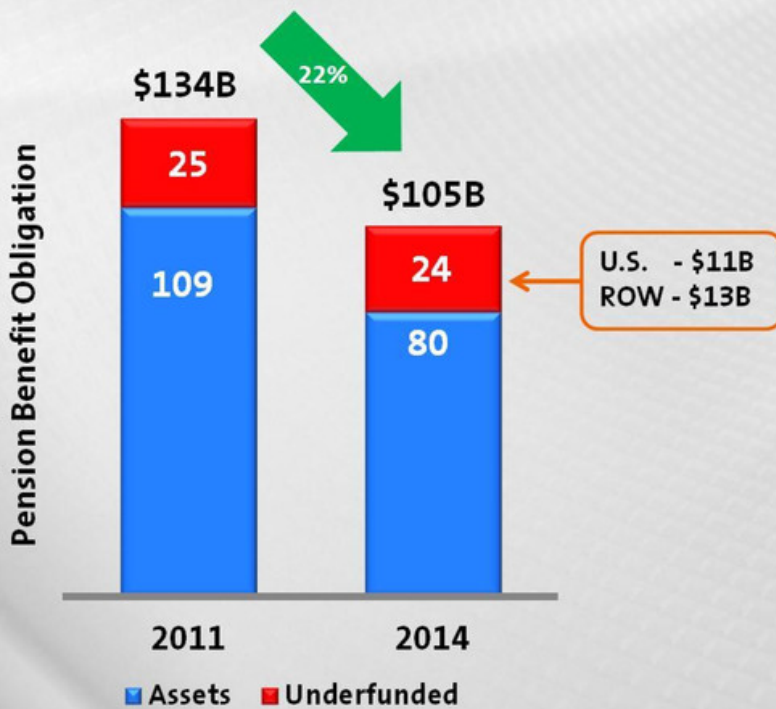
* Represents Core Operating Performance - excluding recalls ** Contains financial results from Corporate/Elims

SIGNIFICANTLY LOWER BALANCE SHEET/ CASH OBLIGATIONS



* Represents General Motors Corporation – aka “Old GM”
** 2007 U.S. pension plan fully funded; 2014 U.S. pension plan underfunded \$11B

PENSION OBLIGATION DOWNSIZED & DERISKED



- No material mandatory U.S. contributions required for ~5 years
- Discount rates likely supportive over mid-term
- ROW-majority pay as you go

We have extended the time horizon to mitigate pension obligation

Note: Results may not foot due to rounding

SUMMARY

- Leadership positions in technology
- We are delivering results...and on track to deliver medium and long-term commitments
- Numerous catalysts will enable earnings to further improve
- GM is not the same company it was prior to last downturn --- well positioned for the cycle
- Pension obligation manageable



GENERAL MOTORS COMPANY

SELECT SUPPLEMENTAL FINANCIAL INFORMATION

NON-GAAP MEASURES

Management uses earnings before interest and taxes (EBIT)-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-adjusted for GM Financial because we believe interest income and interest expense are part of operating results.

We define ROIC as EBIT-adjusted for the trailing four quarters divided by average net assets during that period. We consider average net assets to be the average of our ending total equity, plus average automotive debt and interest related liabilities (excluding capital leases), plus average automotive net pension and OPEB liabilities, less average automotive net income tax assets and average fresh start accounting goodwill for each quarter in that period.

Our calculation of EBIT-adjusted and ROIC 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

(\$B)	<u>2012</u>	<u>2013</u>	<u>2014</u>
Income (loss) before income taxes	(28.7)	7.5	4.2
Add Back			
Interest Expense	0.5	0.3	0.4
Interest Income	(0.3)	(0.2)	(0.2)
Net (income) loss attributable to noncontrolling interests	0.1	0.0	(0.1)
Gain/(Loss) on Extinguishment of Debt	0.3	0.2	(0.2)
Special Items			
Goodwill Impairment Charges*	27.1	0.4	0.1
Impairment Charges of Property and Intangible Assets*	5.5	0.8	0.4
Pension Settlement Charges*	2.7	0.1	-
Venezuela Currency Devaluation*	-	0.2	0.4
GM Korea Wage Litigation*	0.3	(0.6)	-
Recall Campaign Catch-up Adjustment*	-	-	0.9
Ignition Switch Recall Compensation Program*	-	-	0.4
Other**	0.5	(0.1)	0.1
Total Special Items	<u>36.1</u>	<u>0.8</u>	<u>2.3</u>
EBIT-Adjusted	7.9	8.6	6.5
Memo: Recall Related Expenses	-	-	2.8
Memo: EBIT-Adjusted excluding Recall Related Expenses			9.3

*Included in Operating Income

** Please refer to filed 10K and 10Q documents for additional detail on other special items

Note: EBIT-Adjusted includes GM Financial on an EBT-Adjusted basis. Results may not foot due to rounding

