Instruction 1(b)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20540 |
|----------------|------|-------|
| vvasiiiigtoii, | D.C. | 20048 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | |
|--|---|-----|--|--|--|--|--|--|--|
| | OMB Number: 3235-028 Estimated average burden | | | | | | | | |
| | | | | | | | | | |
| | hours per response. | 0.5 | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>Blissett Julian G.</u> | | | 2. Issuer Name and Ticker or Trading Symbol General Motors Co [GM] | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | | | |
|--|-----|--|--|--------------|--|---|---------------------------------|-----------|--|---|---|--|---|--|---|--|--|
| (Last) 300 REN | (Fi | * | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/06/2024 | | | | | |] | X Officer (give title Other (specify below) Executive Vice President | | | | |
| M/C: 482-C24-A68 | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) DETROI | T M | I · | 48265 | | | | | | | | | | | led by More th | eporting Persor | | |
| (City) | (St | ate) | (Zip) | | Rι | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | |
| | | | | | | Check this box to indicate that a transaction was made pursuant to a contract satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 1 | | | | | | | | | | | |
| | | Tab | le I - Non | -Deriva | ative | Sec | curities | Acc | quired, Di | sposed (| of, or Be | neficial | y Owned | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | Execution Da | | Date, | 3. Transaction Code (Inst | n Dispose | | | | es Formially (D) (I) (I) | orm: Direct) or Indirect (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | Code V | Amount | (A) or (D) | Price | Reported Transact (Instr. 3 a | ion(s) | (lı | nstr. 4) | | |
| | | 1 | Table II - I | | | | | | ired, Dis options, | | | | Owned | | | | |
| Derivative Conversion Date | | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | | 4. Transaction Code (Instr. 8) | | of E | | 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) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | c | Code | v | (A) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | |
| Restricted Stock Units ⁽¹⁾ | (2) | 02/06/2024 | | | A | | 21,776 | | (3) | (4) | Common Stock | 21,776 | \$0 | 21,776 | D | | |

Explanation of Responses:

- 1. These Restricted Stock Units ("RSUs") are awarded pursuant to the Company's 2020 Long-Term Incentive Plan.
- 2. The RSUs do not have a conversion or exercise price. Upon vesting, they will be settled in shares of the Company's common stock on a one-for-basis.
- $3.\ Of\ these\ RSUs,\ one-third\ will\ vest\ on\ February\ 6,\ 2025,\ one-third\ will\ vest\ on\ February\ 6,\ 2026,\ and\ one-third\ will\ vest\ on\ February\ 6,\ 2027.$
- 4. The RSUs do not have a date on which they will expire. They will be fully settled on February 6, 2027.

Remarks:

/s/ Tia Y. Turk, Attorney-in-Fact for Mr. Blissett

02/08/2024

** 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.