

General Motors Co  
Form DEFA14A  
April 26, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

**SCHEDULE 14A**

(Rule 14a -101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of

the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**GENERAL MOTORS COMPANY**

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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- (1) Title of each class of securities to which transaction applies:
  
- (2) Aggregate number of securities to which transaction applies:
  
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
- (4) Proposed maximum aggregate value of transaction:
  
- (5) Total fee paid:
  
- .. Fee paid previously with preliminary materials:
  
- .. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount previously paid:
  
  - (2) Form, Schedule or Registration Statement No.:
  
  - (3) Filing Party:
  
  - (4) Date Filed:



**\*\*\* Exercise Your *Right to Vote* \*\*\***

**Important Notice Regarding the Availability of Proxy Materials for the  
Stockholder Meeting to Be Held on June 12, 2012.**

**GENERAL MOTORS COMPANY**

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** April 13, 2012

**Date:** June 12, 2012      **Time:** 9:30 a.m. ET

**Location:** General Motors Global Headquarters  
300 Renaissance Center  
Detroit, Michigan 48265

To attend the meeting, stockholders must request an admission ticket by following the instructions in the Proxy Statement.

*GENERAL MOTORS COMPANY*

*GENERAL MOTORS GLOBAL HEADQUARTERS*

*MAIL CODE 482-C25-A36*

*300 RENAISSANCE CENTER*

*P.O. BOX 300*

*DETROIT, MI 48265-3000*

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com), scan the QR Code on the reverse side with your smartphone or mobile device, or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

## Before You Vote

### *How to Access the Proxy Materials*

**Proxy Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT      ANNUAL REPORT

**How to View Online:**

Have the information that is printed in the box marked by the arrow ® (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com), or scan the QR Code below with your smartphone or mobile device.

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy.

Please choose one of the following methods to make your request:

- 1) *BY INTERNET:*      [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE:*      1-800-579-1639
- 3) *BY E-MAIL\*:*      [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow ® (located on the following page) in the subject line.

Please make the request as instructed above on or before May 29, 2012 to facilitate timely delivery.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor.

## How To Vote

### *Please Choose One of the Following Voting Methods*

(Requires a QR Code reader or scanner application on your smartphone or mobile device.)

**Vote In Person:** To attend the meeting, you must request an admission ticket in advance by following the instructions in the Proxy Statement. At the meeting, you will need to request a ballot to vote these shares. Beneficial stockholders must submit a signed legal proxy with their ballot at the meeting.

**Vote By Internet:** Go to [www.proxyvote.com](http://www.proxyvote.com) or scan the QR Code above with your smart phone or mobile device. Have the information that is printed in the box marked by the arrow ® available and follow the instructions.

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**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card or voting instruction form.

**Voting Items**

**The Board of Directors recommends a vote FOR  
Items 1 - 3:**

1. Election of Directors The Board of Directors recommends a vote **FOR** all the nominees listed below:

**The Board of Directors recommends a vote FOR  
Items 2 and 3.**

**Nominees:**

- |                          |   |
|--------------------------|---|
| 1a. Daniel F. Akerson    | 2. Ratification of the Selection of Deloitte & Touche |
| 1b. David Bonderman      | LLP as GM's Independent Registered Public             |
|                          | Accounting Firm for 2012.                             |
| 1c. Erroll B. Davis, Jr. | 3. Advisory Vote to Approve Executive Compensation.   |
| 1d. Stephen J. Girsky    |   |
| 1e. E. Neville Isdell    |   |
| 1f. Robert D. Krebs      |   |
| 1g. Philip A. Laskawy    |   |
| 1h. Kathryn V. Marinello |   |
| 1i. James J. Mulva       |   |
| 1j. Patricia F. Russo    |   |
| 1k. Thomas M. Schoewe    |   |
| 1l. Carol M. Stephenson  |   |
| 1m. Theodore M. Solso    |   |
| 1n. Cynthia A. Telles    |   |

