

BORST WALTER GERHARDT  
 Form 4  
 June 05, 2009

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BORST WALTER GERHARDT**

(Last) (First) (Middle)

**GENERAL MOTORS CORP, 767  
 FIFTH AVENUE 14TH FL**

(Street)

**NEW YORK, NY 10153**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**GENERAL MOTORS CORP [GM]**

3. Date of Earliest Transaction (Month/Day/Year)

**06/05/2009**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
General Motors Common Stock, \$1-2/3 Par Value	06/05/2009		S		8,692	D	\$ 0.83
					0	D	

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

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SEC 1474 (9-02)

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**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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
GM Stock \$1-2/3 Par Value Deferred Stock Units <sup>(1)</sup>	\$ 0					<u>(1)</u>	<u>(1)</u>	General Motors Common Stock, \$1-2/3 Par Value	35
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 75.5					01/10/2001 <sup>(2)</sup>	01/11/2010	General Motors Common Stock, \$1-2/3 Par Value	6,500
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 52.35					01/08/2002 <sup>(2)</sup>	01/09/2011	General Motors Common Stock, \$1-2/3 Par Value	8,200
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 50.46					01/07/2003 <sup>(2)</sup>	01/08/2012	General Motors Common Stock, \$1-2/3 Par Value	9,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 50.82					02/04/2003 <sup>(2)</sup>	02/05/2012	General Motors Common Stock, \$1-2/3 Par Value	4,500
GM Stock \$1-2/3 Par	\$ 40.05					01/21/2004 <sup>(2)</sup>	01/22/2013	General Motors	9,000

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Value Option (Right to Buy) <sup>(2)</sup>				Common Stock, \$1-2/3 Par Value	
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 35.76	04/07/2004 <sup>(2)</sup>	04/08/2013	General Motors Common Stock, \$1-2/3 Par Value	5,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 53.92	01/23/2005 <sup>(2)</sup>	01/24/2014	General Motors Common Stock, \$1-2/3 Par Value	12,800
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 36.37	01/24/2006 <sup>(2)</sup>	01/25/2015	General Motors Common Stock, \$1-2/3 Par Value	12,800
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 20.9	02/23/2007 <sup>(2)</sup>	02/24/2016	General Motors Common Stock, \$1-2/3 Par Value	12,800
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 29.11	03/20/2008 <sup>(2)</sup>	03/21/2017	General Motors Common Stock, \$1-2/3 Par Value	12,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(2)</sup>	\$ 23.13	03/05/2009 <sup>(2)</sup>	03/06/2018	General Motors Common Stock, \$1-2/3 Par Value	19,500
GM Stock \$1-2/3 Par Value Restricted Stock Units <sup>(3)</sup>	\$ 0	03/20/2008 <sup>(3)</sup>	<sup>(3)</sup>	General Motors Common Stock, \$1-2/3 Par Value	2,809
	\$ 0	03/05/2009 <sup>(3)</sup>	<sup>(3)</sup>		7,972

