

General Motors Co  
Form 10-Q/A  
November 16, 2012

---

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549-1004  
Form 10-Q/A  
(Amendment No. 1)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2012

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 001-34960

GENERAL MOTORS COMPANY  
(Exact Name of Registrant as Specified in its Charter)  
STATE OF DELAWARE  
(State or other jurisdiction of  
Incorporation or Organization)

27-0756180  
(I.R.S. Employer  
Identification No.)

300 Renaissance Center, Detroit, Michigan  
(Address of Principal Executive Offices)  
(313) 556-5000  
(Registrant's telephone number, including area code)

48265-3000  
(Zip Code)

Not applicable

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of July 27, 2012 the number of shares outstanding of common stock was 1,565,954,484 shares.

Website Access to Company's Reports

Edgar Filing: General Motors Co - Form 10-Q/A

General Motors Company's internet website address is [www.gm.com](http://www.gm.com). Our annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and amendments to those reports filed or furnished pursuant to section 13(a) or 15(d) of the Exchange Act are available free of charge through our website as soon as reasonably practicable after they are electronically filed with, or furnished to, the Securities and Exchange Commission.

---

---

**EXPLANATORY NOTE**

The sole purpose of this Amendment No. 1 to the Quarterly Report on Form 10-Q for General Motors Company for the period ended June 30, 2012, filed with the Securities and Exchange Commission on August 3, 2012 (the "Form 10-Q") is to file a revised redacted version of Exhibit 10.1 included in Item 6 of the Form 10-Q in connection with the Confidential Treatment Request filed with that exhibit. Confidential treatment has been requested from the Securities and Exchange Commission for certain portions of Exhibit 10.1. This Amendment No. 1 only affects Item 6 of the Form 10-Q and does not otherwise change or update the disclosures or financial information set forth in the Form 10-Q as originally filed and does not otherwise reflect events occurring after the original filing of the Form 10-Q.

---

## PART II - OTHER INFORMATION

## Item 6. Exhibits

| Exhibit Number | Exhibit Name   |   |
|----------------|--|---|
| 10.1           | Definitive Transaction Framework Agreement, dated as of May 30, 2012, by and among General Motors LLC, Prudential Insurance Company of America, Prudential Financial, Inc. and State Street Bank and Trust Company, as Independent Fiduciary of the GM Retirement Program for Salaried Employees** | Filed Herewith  |
| 31.1           | Section 302 Certification of the Chief Executive Officer   | Filed Herewith  |
| 31.2           | Section 302 Certification of the Chief Financial Officer   | Filed Herewith  |
| 32.1           | Certification of the Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 32.2           | Certification of the Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.INS        | XBRL Instance Document   | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.SCH        | XBRL Taxonomy Extension Schema Document  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.CAL        | XBRL Taxonomy Extension Calculation Linkbase Document  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.LAB        | XBRL Taxonomy Extension Label Linkbase Document  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.PRE        | XBRL Taxonomy Extension Presentation Linkbase Document   | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.DEF        | XBRL Taxonomy Extension Definition Linkbase Document   | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |

---

\*\*Confidential treatment has been requested for portions of this agreement.

\* \* \* \* \*

---

## EXHIBIT INDEX

| Exhibit Number | Exhibit Name   |  |
|----------------|--|--|
| 10.1           | Definitive Transaction Framework Agreement, dated as of May 30, 2012, by and among General Motors LLC, Prudential Insurance Company of America, Prudential Financial, Inc. and State Street Bank and Trust Company, as Independent Fiduciary of the GM Retirement Program for Salaried Employees** | Filed Herewith   |
| 31.1           | Section 302 Certification of the Chief Executive Officer   | Filed Herewith   |
| 31.2           | Section 302 Certification of the Chief Financial Officer   | Filed Herewith   |
| 32.1           | Certification of the Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012  |
| 32.2           | Certification of the Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012<br>Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.INS        | XBRL Instance Document   | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012  |
| 101.SCH        | XBRL Taxonomy Extension Schema Document  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012<br>Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.CAL        | XBRL Taxonomy Extension Calculation Linkbase Document  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012  |
| 101.LAB        | XBRL Taxonomy Extension Label Linkbase Document  | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012<br>Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.PRE        | XBRL Taxonomy Extension Presentation Linkbase Document   | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012<br>Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012 |
| 101.DEF        | XBRL Taxonomy Extension Definition Linkbase Document   | Previously Filed on August 3, 2012 as Exhibit 32.1 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012  |

\*\*Confidential treatment has been requested for portions of this agreement.

\* \* \* \* \*

---

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)

By: /s/ NICK S. CYPRUS  
Nick S. Cyprus, Vice President,  
Controller and Chief Accounting  
Officer

Date: November 15, 2012