

Cyprus Nick  
Form 4  
April 24, 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 \*  
Cyprus Nick

(Last) (First) (Middle)

300 RENAISSANCE CENTER

(Street)

DETROIT, MI 48265-3000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

GENERAL MOTORS CORP [GM]

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

04/24/2009

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)  
Controller & CAO

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)
				(A) or (D) Price			
General Motors Common Stock, \$1-2/3 Par Value					0	D	

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

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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
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 29.11					03/20/2008 <sup>(1)</sup> 03/21/2017	General Motors Common Stock, \$1-2/3 Par Value	13,000
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(1)</sup>	\$ 23.13					03/05/2009 <sup>(1)</sup> 03/06/2018	General Motors Common Stock, \$1-2/3 Par Value	20,500
GM Stock \$1-2/3 Par Value Restricted Stock Units <sup>(2)</sup>	\$ 0					03/20/2008 <sup>(2)</sup> <sup>(2)</sup>	General Motors Common Stock, \$1-2/3 Par Value	6,179
GM Stock \$1-2/3 Par Value Restricted Stock Units <sup>(2)</sup>	\$ 0					03/05/2009 <sup>(2)</sup> <sup>(2)</sup>	General Motors Common Stock, \$1-2/3 Par Value	12,878

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cyprus Nick 300 RENAISSANCE CENTER			Controller & CAO	

