General Motors Co
Form FWP
February 19, 2016

Free Writing Prospectus filed pursuant to Rule 433

Relating to the Preliminary Prospectus Supplement

dated February 18, 2016 to the Prospectus dated

April 30, 2014. Registration Statement

No. 333-195601

PRICING TERM SHEET

Dated as of February 18, 2016

GENERAL MOTORS COMPANY

6.600% Senior Notes due 2036

6.750% Senior Notes due 2046

The information in this pricing term sheet relates only to the offering of the Notes and should be read together with the preliminary prospectus supplement of General Motors Company dated February 18, 2016 (the Preliminary Prospectus Supplement) to its prospectus dated April 30, 2014, and supersedes the information in the Preliminary Prospectus Supplement to the extent inconsistent with the information in the Preliminary Prospectus Supplement. In all other respects, this pricing term sheet is qualified in its entirety by reference to the Preliminary Prospectus Supplement. Terms used herein but not defined herein shall have the respective meanings as set forth in the Preliminary Prospectus Supplement. All references to dollar amounts are references to U.S. dollars.

Issuer:	General Motors Company
Title of Securities:	6.600% Senior Notes due 2036 (the 2036 Notes)
	6.750% Senior Notes due 2046 (the 2046 Notes)
Security Type:	Senior Unsecured Notes
Principal Amount:	2036 Notes: $1,250,000,000
	2046 Notes: $750,000,000
Price to Public:	2036 Notes: 99.920%
	2046 Notes: 99.909%
Maturity Dates:	2036 Notes: April 1, 2036
	2046 Notes: April 1, 2046
Coupon (Interest Rates):	2036 Notes: 6.600% per year

	2046 Notes: 6.750% per year
Yield to Maturity:	2036 Notes: 6.606%
	2046 Notes: 6.756%
Spread to Benchmark	2036 Notes: + 400 bps
Treasury:	2046 Notes: + 415 bps
Benchmark Treasury:	2036 Notes: 3.000% due November 15, 2045
	2046 Notes: 3.000% due November 15, 2045
Benchmark Treasury	2036 Notes: 108-03+; 2.606%
Price and Yield:	2046 Notes: 108-03+; 2.606%

Interest Payment Dates:	2036 Notes: April 1 and October 1, beginning October 1, 2016
	2046 Notes: April 1 and October 1, beginning October 1, 2016
Record Dates:	2036 Notes: March 15 and September 15
	2046 Notes: March 15 and September 15
Make-whole Call:	2036 Notes: T+50 bps prior to October 1, 2035
	2046 Notes: T+50 bps prior to October 1, 2045
Par Call:	2036 Notes: On or after October 1, 2035
	2046 Notes: On or after October 1, 2045
Trade Date:	February 18, 2016
Settlement Date:	February 23, 2016 (T+3)
Denominations:	$2,000 and integral multiples of $1,000 in excess thereof
Expected Ratings*:	Ba1 by Moody s Investors Service, Inc.
	BBB- by Standard & Poor s Ratings Services
	BBB- by Fitch Ratings
CUSIP / ISIN:	2036 Notes: 37045VAK6 / US37045VAK61
	2046 Notes: 37045VAL4 / US37045VAL45
Joint Book-Running	Goldman, Sachs & Co.
Managers:	Citigroup Global Markets Inc.
	Merrill Lynch, Pierce, Fenner & Smith Incorporated
	Deutsche Bank Securities Inc.
	Morgan Stanley & Co. LLC
Joint Lead Managers:	Barclays Capital Inc.
	BNP Paribas Securities Corp.
	Credit Agricole Securities (USA) Inc.
	Credit Suisse Securities (USA) LLC
	Commerz Markets LLC

J.P. Morgan Securities LLC

Lloyds Securities Inc.

Mizuho Securities USA Inc.

SG Americas Securities, LLC

Co-Managers: Banco Bradesco BBI S.A.

BB Securities Limited

RBC Capital Markets, LLC

RBS Securities Inc.

TD Securities (USA) LLC

Blaylock Beal Van, LLC

C.L. King & Associates, Inc.

Mischler Financial Group, Inc.

***Note:** A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawn at any time.

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