

GENERAL MOTORS CORP  
Form 4  
March 20, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
HARRIS STEVEN J

(Last) (First) (Middle)

300 RENAISSANCE CENTER, MC  
482 C29 D81

(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)

03/20/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

GM Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ 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	03/20/2008		M	4,000	A \$ 0 <sup>(1)</sup>	4,000	D
General Motors Common Stock, \$1-2/3 Par Value	03/20/2008		D	4,000	D \$ 19.15	0	D

General  
Motors  
Common  
Stock,  
\$1-2/3 Par  
Value

73 I Trust (2)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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 (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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
GM Stock \$1-2/3 Par Value Restricted Stock Units <u>(1)</u>	\$ 0	03/20/2008		M	4,000	03/20/2008 <sup>(1)</sup>	<sup>(1)</sup>	General Motors Common Stock, \$1-2/3 Par Value	4,000
GM Phantom Stock Units \$1-2/3 Par Value Common Stock <u>(3)</u>	\$ 0					<sup>(3)</sup>	<sup>(3)</sup>	General Motors Common Stock, \$1-2/3 Par Value	7
GM Stock \$1-2/3 Par Value Option (Right to Buy) <u>(4)</u>	\$ 71.5					02/08/2000 <sup>(4)</sup>	02/09/2009	General Motors Common Stock, \$1-2/3 Par Value	19,23
	\$ 75.5					01/10/2001 <sup>(4)</sup>	01/11/2010		16,00

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GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>				General Motors Common Stock, \$1-2/3 Par Value	
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>	\$ 52.35		01/08/2002 <sup>(4)</sup>	01/09/2011	General Motors Common Stock, \$1-2/3 Par Value 17,00
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>	\$ 50.46		01/07/2003 <sup>(4)</sup>	01/08/2012	General Motors Common Stock, \$1-2/3 Par Value 20,00
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>	\$ 50.82		02/04/2003 <sup>(4)</sup>	02/05/2012	General Motors Common Stock, \$1-2/3 Par Value 15,00
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>	\$ 40.05		01/21/2004 <sup>(4)</sup>	01/22/2013	General Motors Common Stock, \$1-2/3 Par Value 20,00
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>	\$ 20.9		02/23/2007 <sup>(4)</sup>	02/24/2016	General Motors Common Stock, \$1-2/3 Par Value 18,00
GM Stock \$1-2/3 Par Value Option (Right to Buy) <sup>(4)</sup>	\$ 29.11		03/20/2008 <sup>(4)</sup>	03/21/2017	General Motors Common Stock, \$1-2/3 Par Value 20,00
GM Stock \$1-2/3 Par Value Option (Right to	\$ 23.13		03/05/2009 <sup>(4)</sup>	03/06/2018	General Motors Common Stock, \$1-2/3 29,37

