General Motors Co
Form 8-K
June 10, 2016

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549-1004

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FORM 8-K

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CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) June 7, 2016

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GENERAL MOTORS COMPANY
(Exact name of registrant as specified in its charter)

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| DELAWARE (State or other jurisdiction of incorporation) | 001-34960 (Commission File Number) | 27-0756180 (I.R.S. Employer Identification No.) |
|---|---|---|

| 300 Renaissance Center, Detroit, Michigan (Address of principal executive offices) | 48265-3000 (Zip Code) |
|---|---|

(313) 556-5000
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

¨  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

¨ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17-CFR 240.14a-12)

¨ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

¨ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 Submission of Matters to a Vote of Security Holders

The annual meeting of the shareholders of General Motors Company (the Company) was held on June 7, 2016. The final votes on the matters submitted to the shareholders were as follows:

Item No. 1-Election of Directors

The Company's shareholders elected each of the following individuals as directors for one year terms:

| Nominee | For | Against | Abstain | Broker Non-Vote |
|---|---|---|---|---|
| Joseph J. Ashton | 1,132,207,943 | 10,752,675 | 916,116 | 176,376,057 |
| Mary T. Barra | 1,090,489,796 | 50,096,603 | 3,290,335 | 176,376,057 |
| Linda R. Gooden | 1,133,606,808 | 9,403,002 | 866,924 | 176,376,057 |
| Joseph Jimenez Jr. | 1,117,020,877 | 25,959,226 | 896,631 | 176,376,057 |
| Kathryn V. Marinello | 1,113,650,881 | 29,355,068 | 870,785 | 176,376,057 |
| Jane L. Mendillo | 1,137,992,991 | 5,006,499 | 877,244 | 176,376,057 |
| Michael G. Mullen | 1,137,767,122 | 5,203,108 | 906,504 | 176,376,057 |
| James J. Mulva | 1,125,921,951 | 17,048,751 | 906,032 | 176,376,057 |
| Patricia F. Russo | 941,616,641 | 198,287,778 | 3,972,315 | 176,376,057 |
| Thomas M. Schoewe | 1,138,055,494 | 4,909,174 | 912,066 | 176,376,057 |
| Theodore M. Solso | 1,125,241,174 | 17,712,040 | 923,520 | 176,376,057 |
| Carol M. Stephenson | 972,637,424 | 170,384,260 | 855,050 | 176,376,057 |

In addition, two individuals nominated by a shareholder at the annual meeting received an average of 125 votes "For" and 1.1 billion votes "Against".

Item No. 2-Advisory Vote to Approve Named Executive Officer Compensation

The shareholders approved, on an advisory basis, the compensation of the Company's named executive officers:

| For | Against | Abstain | Broker Non-Vote |
|---|---|---|---|
| 706,068,220 | 432,553,431 | 5,255,083 | 176,376,057 |

Item No. 3-Ratification of the Selection of Deloitte & Touche LLP as the Company's Independent Registered Public Accounting Firm for 2016

The shareholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2016:

| For | Against | Abstain | Broker Non-Vote |
|---|---|---|---|
| 1,304,864,993 | 13,592,385 | 1,795,413 | — |

Item No. 4-Shareholder Proposal Regarding Implementation of Holy Land Principles for Employment in Palestine-Israel

The shareholders did not approve a shareholder proposal regarding implementation of Holy Land Principles for Employment in Palestine-Israel:

| For | Against | Abstain | Broker Non-Vote |
|---|---|---|---|

29,204,396 972,616,268 142,056,070 176,376,057

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)

| | | |
|---|---|---|
| | | /s/ JILL E. SUTTON |
| Date: June 10, 2016 | By: | Jill E. Sutton |
| | | Deputy General Counsel & Corporate Secretary |