GENERAL MOTORS CORP

Form 4

February 03, 2003

						OMB APPROVAL	
	D STATES SECURITIES AND EXCHANGE COMMISSION						
		Washington, D.C. 20549					
	6				OMB Number:		
FORM 3	ection 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Act of 1935 or Section 30(f) of the Investment Company Act of 1940				3235-0104 Expires: December 31, 2001		
					burden		
					hours per response 0.5		
Name and Address of Reportin Borst, Walter G.		2. Date of Event Requiring Statement (Month/Day/Year)	4. Issuer Name and Ticker or Trading Symbol General Motors Corporation GM & GMH		6. If Amendment, Date of Original (Month/Day/Year)		
(Last) (First)	(Middle)	February 01, 2003				7. Individual or Joint/Group	
		3. I.R.S. Identification Number of Reporting Person, if an entity	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			Filing (Check Applicable Line) X Individual Filing Joint/Group Filing	
(Street)		(voluntary)	(Check an approacte)				
New York, NY 10021			Director				
(City) (State)	(Zip)		X Officer Other				
				er/Other			
Table I - Non-De	Description <u>Treasurer</u> Table I - Non-Derivative Securities Beneficially Owned						
1. Title of Security (Instr. 4)	Citle of Security 2. Amount of Securiti			3. Ownership Form : 4. Nature (Instr. 5) (Indirect (Instr. 5)		of Beneficial Ownership 5)	
General Motors Common Stock, \$1-2/3 Par Value			4,890	D			
General Motors Common Stock, \$1-2/3 Par Value			8	I	Trust (1)		
GM Class H Common Stock, \$.		1,479	D				
GM Class H Common Stock, \$.		3,511	I	Trust (1)			
						(

(over)

SEC 1473 (3-99)

Borst, Walter G. - February 2003

Form 3 (continued)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)						
1. Title of Derivative Security (Instr. 4)		3. Title and Amount of o Underlying Security	f	4. Conversion or Exercise Price	5. Ownership Form	6. Nature of Indirect Beneficial

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		(Instr. 4)		(D) Direct or (I) Indirect (Instr. 5)	Ownership (Instr. 5)
	(DE) (ED)	•			
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	Current 02/06/2006	General Motors Common Stock, \$1-2/3 Par Value - 1,262	\$40.07	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	Current 02/04/2007	General Motors Common Stock, \$1-2/3 Par Value - 2,607	\$44.73	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	Current 01/13/2008	General Motors Common Stock, \$1-2/3 Par Value - 6,370	\$46.59	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	Current 01/12/2009	General Motors Common Stock, \$1-2/3 Par Value - 7,332	\$71.53	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	Current 01/11/2010	General Motors Common Stock, \$1-2/3 Par Value - 6,500	\$75.50	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	Current 01/09/2011	General Motors Common Stock, \$1-2/3 Par Value - 5,468	\$52.35	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	01/08/2004 01/09/2011	General Motors Common Stock, \$1-2/3 Par Value - 2,732	\$52.35	D	
GM Stock \$1-2/3 Par Value Option (Right To Buy) (2)	Current 01/08/2012	General Motors Common Stock, \$1-2/3 Par Value - 3,002	\$50.46	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	01/07/2004 01/08/2012	General Motors Common Stock, \$1-2/3 Par Value - 2,999	\$50.46	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	01/07/2005 01/08/2012	General Motors Common Stock, \$1-2/3 Par Value - 2,999	\$50.46	D	
GM Stock \$1-2/3 Par Value Option (Right To Buy) (2)	Current 02/05/2012	General Motors Common Stock, \$1-2/3 Par Value - 1,500	\$50.82	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	02/04/2004 02/05/2012	General Motors Common Stock, \$1-2/3 Par Value - 1,500	\$50.82	D	
GM Stock \$1-2/3 Par Value Option (Right to Buy) (2)	02/04/2005 02/05/2012	General Motors Common Stock, \$1-2/3 Par Value - 1,500	\$50.82	D	
GM Stock \$1-2/3 Par Value Option (Right To Buy) (2)	01/21/2004 01/22/2013	General Motors Common Stock, \$1-2/3 Par Value - 3,000	\$40.05	D	
GM Stock \$1-2/3 Par Value Option (Right To Buy) (2)	01/21/2005 01/22/2013	General Motors Common Stock, \$1-2/3 Par Value - 3,000	\$40.05	D	
GM Stock \$1-2/3 Par Value Option (Right To Buy) (2)	01/21/2006 01/22/2013	General Motors Common Stock, \$1-2/3 Par Value - 3,000	\$40.05	D	
GM Stock \$1-2/3 Par Value Phantom Stock Units (3)	(3) (3)	General Motors Common Stock, \$1-2/3 Par Value - 1,823	1:1	D	

Explanation of Responses:

** Intentional misstatements or omissions of facts	
constitute Federal Criminal Violations.	
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	** Signature of Reporting Person
	Date
Note: File three copies of this Form, one of	
which must be manually signed. If space is	Martin I. Darvick - POA for

Walter G. Borst

which must be manually signed. If space is insufficient,

See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form

required to respond unless the form displays a currently valid OMB number.

Page 2 SEC 1473 (3-99)

Borst, Walter G. - February 2003

Form 3 (continued)

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FOOTNOTE Descriptions for General Motors Corporation GM & GMH

Form 3 - February 2003

Walter G. Borst 767 Fifth Avenue

New York, NY 10021

Explanation of responses:

- (1) Shares held in trust under General Motors Stock Purchase Program as of 12/31/02. State Street Bank & Trust Co., Trustee. Shares owned pursuant to Rule 16b-3 exempt employee savings plan.
- (2) Employee stock options granted pursuant to Rule 16b-3 qualified General Motors Stock Incentive Plan.
- (3) The Phantom Stock Units were accrued under the Rule 16b-3 qualified General Motors Deferred Compensation Plan. Dividend equivalents are earned on each Phantom Stock Unit. Units held as of 12/31/02.

Page 3