GENERAL MOTORS CORP
Form NT 10-K/A
March 04, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 12b-25/A

Commission File Number 1-43

NOTIFICATION OF LATE FILING

(Check One) x Form 10-K ¨ Form 20-F ¨ Form 11-K ¨ Form 10-Q

¨ Form 10-D ¨ Form N-SAR ¨ Form N-CSR

For Period Ended: December 31, 2008

¨ Transition Report on Form 10-K
¨ Transition Report on Form 20-F
¨ Transition Report on Form 11-K
¨ Transition Report on Form 10-Q
¨ Transition Report on Form N-SAR

For the Transition Period Ended: _____

Read Instruction (on back page) Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I REGISTRANT INFORMATION

GENERAL MOTORS CORPORATION
Full Name of Registrant

N/A
Former Name if Applicable

300 Renaissance Center
Address of Principal Executive Office *(Street and Number)*

Detroit Michigan 48265-3000
City, State and Zip Code

PART II RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

(a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;

x (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and

(c) The accountant s statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR or the transition report portion thereof, could not be filed within the prescribed time period.

On February 26, 2009 General Motors Corporation (GM) filed a Form 12b-25 indicating that additional time to complete its Annual Report on Form 10-K for the year ended December 31, 2008 is necessary for a more thorough review of the extensive financial and other disclosures regarding the events occurring at year-end 2008 and during early 2009. GM currently requires additional time in order to reflect accurately the outcome of significant ongoing negotiations related to waivers of covenants in certain debt agreements that, if not waived, would require GM to provide annual consolidated financial statements accompanied by a report from GM s independent auditors that does not include a paragraph expressing substantial doubt about GM s ability to continue as a going concern. As previously disclosed, GM anticipates receiving from its auditor an opinion expressing substantial doubt about its ability to continue as a going concern.

PART IV OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

Nick S. Cyprus	**313**	**556-5000**
(Name)	**(Area Code)**	**(Telephone Number)**

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). x Yes ¨ No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof? x Yes ¨ No

If so: attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

GM expects to report a net loss of $30.9 billion, or $53.32 per basic and diluted share, for the year-ended December 31, 2008 compared to a net loss of $38.7 billion, or $68.45 per basic and diluted share, for the year-ended December 31, 2007. In addition, GM expects to report a loss from continuing operations before income taxes, equity income and minority interests of $29.4 billion in 2008 compared to a loss of $6.3 billion in 2007, and total net sales of $149 billion in 2008 compared to $180 billion in 2007.

GENERAL MOTORS CORPORATION
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date March 4, 2009 By /s/ Nick S. Cyprus
Controller and Chief Accounting Officer