



## NEWS RELEASE

### General Motors

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#### Important Information

The historical information included or referred to in this document or in any linked documents pertains to Motors Liquidation Company (formerly named "General Motors Corporation"), which on June 1, 2009 filed a voluntary petition under chapter 11 of the Bankruptcy Code. On July 10, 2009, General Motors Corporation under its new name, "Motors Liquidation Company", sold substantially all of its assets to General Motors Company, a separate independent company, pursuant to the provisions of section 363 of the Bankruptcy Code. The information in this document does not refer to the new General Motors Company.

## GM ANNOUNCES EXCHANGE RATIO FOR REPURCHASE OF GM \$1-2/3 COMMON STOCK

**DETROIT** - General Motors Corp. (NYSE: GM, GMH) today announced the exchange ratio relating to its plan to repurchase up to about 14% of its GM \$1-2/3 par value common stock through an exchange offer of approximately \$9 billion of GM Class H common stock. GM will issue 1.065 shares of Class H stock for each share of GM \$1-2/3 stock that is validly tendered in the exchange offer. The exchange ratio reflects a premium of 17.7% on GM \$1-2/3 stock, based on yesterday's closing prices of \$88.50 per share of GM \$1-2/3 and \$97.81 per share of Class H on the NYSE composite tape.

GM will accept up to 86,396,977 shares of GM \$1-2/3 stock and will issue up to 92,012,781 shares of Class H stock. If more than 86,396,977 shares of GM \$1-2/3 stock are validly tendered, GM will accept such shares on a pro rata basis under the terms of the exchange offer.

GM plans to commence the offer on Monday, April 24, 2000. The offer is expected to expire at midnight, EDT, on Friday, May 19, 2000.

This exchange offer is an important element of GM's previously announced plan to restructure its economic interest in Hughes in order for GM and its stockholders to realize more of the economic value of Hughes arising from the corporation's ownership of Hughes. GM also plans to contribute, during the second quarter of 2000, about \$7 billion of Class H stock to its U.S. Hourly Rate Employee Pension Plan and a trust established principally to fund retiree health care benefits. These two transactions are a continuation of General Motors' efforts to further strengthen its financial position and to create significant value for its stockholders. Specifically, GM expects that the plan will result in the following benefits to GM and its stockholders:

- A significant improvement in the earnings per share attributable to GM \$1-2/3 common stock as a result of the reduction of the number of shares of GM \$1-2/3 stock outstanding.
- A strengthening in GM's overall financial position as a result of a reduction in annual pension expense and other post-retirement employee benefit expenses.
- A substantial benefit to the liquidity of Class H stock as a result of the issuance of Class H stock in connection with these transactions, which GM believes will benefit Class H stockholders over time.

General Motors originally announced the transactions on Feb. 1, 2000, and later increased the maximum amount of Class H stock to be issued in the exchange offer from \$8 billion to \$9 billion.

GM has returned more than \$25 billion of value to stockholders since 1997, through the spin-offs of Hughes Defense and Delphi Automotive Systems and significant repurchases of shares of GM \$1-2/3 stock. From 1997-1999, GM effectively returned approximately 84 percent of its earnings to stockholders through dividends and share repurchases.

A prospectus covering the exchange offer will be distributed to holders of GM's \$1-2/3 stock when the exchange offer commences. If stockholders have questions about the transaction after reading the prospectus, GM's information agent will be available to answer questions and provide assistance.

Morgan Stanley Dean Witter is acting as dealer manager for General Motors in connection with the exchange offer. Hughes has engaged Salomon Smith Barney, Inc. as marketing manager in connection with the exchange offer.

GM urges holders of GM \$1-2/3 common stock to read the final Registration Statement on Form S-4, including the final prospectus, regarding the exchange offer referred to above, when it is finalized and distributed to GM \$1-2/3 common stockholders, as well as the other documents which General Motors has filed or will file with the SEC, because they contain or will contain important information for making an informed investment decision. Holders of GM \$1-2/3 common stock may obtain a free copy of the final prospectus, when it becomes available, and other documents filed by General Motors at the SEC's web site at [www.sec.gov](http://www.sec.gov), at General Motors' web site

