

GENERAL MOTORS CORP
Form DEFA14A
April 17, 2003

[Logo]EquiServe

V O T E

B Y N E T

VOTE BY NET

STEP 1

Welcome to the EquiServe online voting wizard!

Just follow a few simple steps to complete the secure online voting process:

- Authentication: Login using your voter control number
- Delivery Preference: Set up future delivery of your annual meeting materials
- Voting: Vote your proxy and receive your confirmation online
- Options: View and/or print an admission ticket for annual meeting and review other options

If you have shares in more than one account, you may have received more than one proxy card or e-mail notification for the annual meeting materials, each with a specific voter control number. These proxies must be voted one at a time. To get started now, login below and click "Continue."

Step 1: Authentication

Enter the voter control number as it appears on your proxy card or e-mail notification. _____

Enter the last 4 digits of the U.S. social security number (SSN) or the U.S. taxpayer identification number (TIN) for this account.* _____

*If you do not have a SSN or TIN for this account, please leave this box blank.

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CONTINUE --
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STEP 2

WELCOME

YOUR NAME
YOUR ADDRESS

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YOUR CITY, STATE ZIP

Delivery Preference

Select how you would like to receive your future annual meeting materials:

/ / Postal mail -or-

/ / Electronically (View Terms and Conditions for Electronic Delivery)

E-mail address (e.g., name@xyz.com) _____

Enter e-mail address again for validation _____

Annual Meeting Materials

You may view the following Annual Meeting materials and then click "Continue" to go to the voting page.

Annual Report

Proxy Statement

CONTINUE -- \

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STEP 3

GENERAL MOTORS CORPORATION
PROXY/VOTING INSTRUCTIONS

PROXY SOLICITED BY BOARD OF DIRECTORS FOR ANNUAL MEETING OF STOCKHOLDERS
HOTEL DU PONT, 11TH & MARKET STREETS, WILMINGTON, DELAWARE
TUESDAY, JUNE 3, 2003, 9 A.M. LOCAL TIME

The undersigned authorizes G. Richard Wagoner, Jr., John M. Devine, and Robert A. Lutz, and each of them as the Proxy Committee, to vote the COMMON STOCK AND/OR CLASS H COMMON STOCK of the undersigned upon the nominees for Directors: P. N. Barnevik, J. H. Bryan, A. M. Codina, G. M. C. Fisher, K. Katen, A. G. Lafley, P. A. Laskawy, E. S. O'Neal, E. Pfeiffer, and G. R. Wagoner, Jr.; upon the other Items described on the pages identified in the Table of Contents

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to the Proxy Statement; and upon all other matters which may come before the 2003 Annual Meeting of Stockholders of General Motors Corporation, or any adjournment thereof.

This also provides voting instructions for the shares held in various employee savings plans as described in the Proxy Statement. IF YOUR REGISTRATIONS ARE NOT IDENTICAL, YOU MAY HAVE RECEIVED MORE THAN ONE SET OF PROXY MATERIALS. FOR ALL YOUR SHARES TO BE VOTED, YOU MUST VOTE ALL THE PROXIES YOU RECEIVED.

General Motors Corporation Board of Directors recommends a vote:

- "FOR" all Nominees
- "FOR" Proposal 2
- "AGAINST" Proposal 3
- "AGAINST" Proposal 4
- "AGAINST" Proposal 5
- "AGAINST" Proposal 6
- "AGAINST" Proposal 7
- "AGAINST" Proposal 8
- "AGAINST" Proposal 9
- "AGAINST" Proposal 10

Check this box to cast your vote in accordance with the recommendations of The Board of Directors: / /

General Motors Corporation Board of Directors recommends a vote "FOR" all Nominees.

1. Election of Directors / / FOR ALL NOMINEES, except withheld as noted below
/ / WITHHELD AS TO ALL NOMINEES

/ / P. N. Barnevik / / J. H. Bryan / / A. M. Codina / /
/ / K. Katen / / A. G. Lafley / / P. A. Laskawy / /
/ / E. Pfeiffer / / G. R. Wagoner, Jr.

General Motors Corporation Board of Directors recommends a vote "FOR" Proposal 2.

2. Ratify selection of independent accountants FOR AGAINST ABSTAIN
/ / / / / /

General Motors Corporation Board of Directors recommends a vote "AGAINST" Proposal 3.

3. Stockholder proposal to retain auditing consulting firm that was not part of Deloitte & Touche FOR AGAINST ABSTAIN
/ / / / / /

General Motors Corporation Board of Directors recommends a vote "AGAINST" Proposal 4.

4. Stockholder proposal to report on greenhouse gas emissions FOR AGAINST ABSTAIN
/ / / / / /

General Motors Corporation Board of Directors recommends a vote "AGAINST" Proposal 5.

5. Stockholder proposal to require an independent FOR AGAINST ABSTAIN

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chairman separate from chief executive officer // // //

General Motors Corporation Board of Directors recommends a vote "AGAINST"
Proposal 6.

6. Stockholder proposal to require stockholder approval of a "poison pill"	FOR	AGAINST	ABSTAIN
	//	//	//

General Motors Corporation Board of Directors recommends a vote "AGAINST"
Proposal 7.

7. Stockholder proposal to adopt cumulative voting	FOR	AGAINST	ABSTAIN
	//	//	//

General Motors Corporation Board of Directors recommends a vote "AGAINST"
Proposal 8.

8. Stockholder proposal to appoint independent directors to key Board committees	FOR	AGAINST	ABSTAIN
	//	//	//

General Motors Corporation Board of Directors recommends a vote "AGAINST"
Proposal 9.

9. Stockholder proposal to award performance-based stock options to senior executives and directors	FOR	AGAINST	ABSTAIN
	//	//	//

General Motors Corporation Board of Directors recommends a vote "AGAINST"
Proposal 10.

10. Stockholder proposal to appoint independent auditor that will not provide GM with non-audit consulting services	FOR	AGAINST	ABSTAIN
	//	//	//

To cast your vote please click "Submit."
(NOTE: Your vote will not be counted until you click "Submit.")

\\
SUBMIT --
/