

GENERAL MOTORS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	Three Months Ended March 31,	
	2005	Restated 2004
	(dollars in millions except per share amounts)	
Total net sales and revenues	\$45,773	\$47,830
Cost of sales and other expenses	39,313	38,841
Selling, general, and administrative expenses	4,889	4,941
Interest expense	3,679	2,784
Total costs and expenses	47,881	46,566
Income (loss) before income taxes, equity income and minority interests	(2,108)	1,264
Income tax expense (benefit)	(935)	308
Equity income (loss) and minority interests	69	252
Net income (loss)	\$ (1,104)	\$ 1,208
Basic earnings (loss) per share attributable to common stocks		
\$1-2/3 par value	\$ (1.95)	\$ 2.14
Earnings (loss) per share attributable to common stocks		
assuming dilution		
\$1-2/3 par value	\$ (1.95)	\$ 2.12

GENERAL MOTORS CORPORATION AND SUBSIDIARIES

SUPPLEMENTAL INFORMATION TO THE CONSOLIDATED STATEMENTS OF INCOME

(Unaudited)

	Three Months Ended March 31,	
	<u>2005</u>	Restated <u>2004</u>
	(dollars in millions)	
AUTOMOTIVE AND OTHER OPERATIONS		
Total net sales and revenues	\$37,303	\$40,137
Cost of sales and other expenses	36,906	36,431
Selling, general, and administrative expenses	<u>2,837</u>	<u>3,023</u>
Total costs and expenses	<u>39,743</u>	<u>39,454</u>
Interest expense	685	562
Net expense from transactions with		
Financing and Insurance Operations	<u>87</u>	<u>68</u>
Income (loss) before income taxes, equity income, and minority interests	(3,212)	53
Income tax (benefit)	(1,307)	(137)
Equity income (loss) and minority interests	<u>72</u>	<u>254</u>
Net income – Automotive and Other Operations	\$ <u>(1,833)</u>	\$ <u>444</u>
FINANCING AND INSURANCE OPERATIONS		
Total revenues	\$8,470	\$7,693
Interest expense	2,994	2,222
Depreciation and amortization expense	1,398	1,399
Operating and other expenses	2,143	1,850
Provisions for financing and insurance losses	<u>918</u>	<u>1,079</u>
Total costs and expenses	7,453	6,550
Net income from transactions with Automotive and Other Operations	<u>(87)</u>	<u>(68)</u>
Income before income taxes, equity income, and minority interests	1,104	1,211
Income tax expense	372	445
Equity income (loss) and minority interests	<u>(3)</u>	<u>(2)</u>
Net income - Financing and Insurance Operations	\$ <u>729</u>	\$ <u>764</u>

GENERAL MOTORS CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

	Mar. 31, 2005 (Unaudited)	Dec. 31, 2004	Restated Mar. 31, 2004 (Unaudited)
(dollars in millions)			
ASSETS			
Cash and cash equivalents	\$26,389	\$35,993	\$28,535
Marketable securities	<u>26,256</u>	<u>21,737</u>	<u>21,036</u>
Total cash and marketable securities	52,645	57,730	49,571
Finance receivables – net	190,646	199,600	186,550
Loans held for sale	22,569	19,934	18,285
Accounts and notes receivable (less allowances)	18,001	21,236	19,515
Inventories (less allowances)	13,189	12,247	11,718
Deferred income taxes	26,615	26,241	27,357
Net equipment on operating leases – (less accumulated depreciation)	34,371	34,214	31,637
Equity in net assets of nonconsolidated affiliates	6,500	6,776	6,054
Property – net	38,106	39,020	37,664
Intangible assets - net	4,864	4,925	4,727
Other assets	<u>60,264</u>	<u>57,680</u>	<u>61,149</u>
Total assets	<u>\$467,770</u>	<u>\$479,603</u>	<u>\$454,227</u>
LIABILITIES AND STOCKHOLDERS' EQUITY			
Accounts payable (principally trade)	\$28,519	\$28,830	\$27,163
Notes and loans payable	291,831	300,279	278,972
Postretirement benefits other than pensions	28,393	28,111	31,512
Pensions	9,300	9,455	7,795
Deferred income taxes	6,709	7,078	7,660
Accrued expenses and other liabilities	<u>77,001</u>	<u>77,727</u>	<u>74,512</u>
Total liabilities	441,753	451,480	427,614
Minority interests	416	397	319
Stockholders' equity			
\$1-2/3 par value common stock (outstanding, 565,470,511; 565,132,021; and 564,488,127 shares)	942	942	941
Capital surplus (principally additional paid-in capital)	15,234	15,241	15,135
Retained earnings	<u>13,041</u>	<u>14,428</u>	<u>13,678</u>
Subtotal	29,217	30,611	29,754
Accumulated foreign currency translation adjustments	(1,784)	(1,194)	(1,768)
Net unrealized gains (losses) on derivatives	612	589	(8)
Net unrealized gains on securities	535	751	762
Minimum pension liability adjustment	<u>(2,979)</u>	<u>(3,031)</u>	<u>(2,446)</u>
Accumulated other comprehensive loss	<u>(3,616)</u>	<u>(2,885)</u>	<u>(3,460)</u>
Total stockholders' equity	<u>25,601</u>	<u>27,726</u>	<u>26,294</u>
Total liabilities and stockholders' equity	<u>\$467,770</u>	<u>\$479,603</u>	<u>\$454,227</u>

GENERAL MOTORS CORPORATION AND SUBSIDIARIES

SUPPLEMENTAL INFORMATION TO THE CONSOLIDATED BALANCE SHEETS

	Mar. 31, 2005 (Unaudited)	Dec. 31, 2004	Restated Mar. 31, 2004 (Unaudited)
(dollars in millions)			
ASSETS			
Automotive and Other Operations			
Cash and cash equivalents	\$10,205	\$13,148	\$11,262
Marketable securities	<u>5,447</u>	<u>6,655</u>	<u>8,763</u>
Total cash and marketable securities	15,652	19,803	20,025
Accounts and notes receivable (less allowances)	6,493	6,713	6,868
Inventories (less allowances)	12,736	11,717	11,718
Net equipment on operating leases – (less accumulated depreciation)	6,329	6,488	6,519
Deferred income taxes and other current assets	<u>11,002</u>	<u>10,794</u>	<u>10,855</u>
Total current assets	52,212	55,515	55,985
Equity in net assets of nonconsolidated affiliates	6,500	6,776	6,054
Property – net	36,265	37,170	35,768
Intangible assets - net	1,550	1,599	1,438
Deferred income taxes	17,763	17,399	18,302
Other assets	<u>40,405</u>	<u>40,844</u>	<u>42,103</u>
Total Automotive and Other Operations assets	154,695	159,303	159,650
Financing and Insurance Operations			
Cash and cash equivalents	16,184	22,845	17,273
Investments in securities	20,809	15,082	12,273
Finance receivables – net	190,646	199,600	186,550
Loans held for sale	22,569	19,934	18,285
Net equipment on operating leases (less accumulated depreciation)	28,042	27,726	25,119
Other assets	34,825	35,113	35,077
Net receivable from Automotive and Other Operations	<u>2,300</u>	<u>2,426</u>	<u>1,660</u>
Total Financing and Insurance Operations assets	<u>315,375</u>	<u>322,726</u>	<u>296,237</u>
Total assets	<u>\$470,070</u>	<u>\$482,029</u>	<u>\$455,887</u>
LIABILITIES AND STOCKHOLDERS' EQUITY			
Automotive and Other Operations			
Accounts payable (principally trade)	\$24,168	\$24,257	\$23,970
Loans payable	2,446	2,062	2,868
Accrued expenses	44,269	46,147	45,305
Net payable to Financing and Insurance Operations	<u>2,300</u>	<u>2,426</u>	<u>1,660</u>
Total current liabilities	73,183	74,892	73,803
Long-term debt	29,879	30,460	29,557
Postretirement benefits other than pensions	23,685	23,406	27,519
Pensions	9,209	9,371	7,731
Other liabilities and deferred income taxes	<u>15,381</u>	<u>15,657</u>	<u>15,617</u>
Total Automotive and Other Operations liabilities	151,337	153,786	154,227
Financing and Insurance Operations			
Accounts payable	4,351	4,573	3,193
Debt	259,506	267,757	246,547
Other liabilities and deferred income taxes	<u>28,859</u>	<u>27,790</u>	<u>25,307</u>
Total Financing and Insurance Operations liabilities	<u>292,716</u>	<u>300,120</u>	<u>275,047</u>
Total liabilities	444,053	453,906	429,274
Minority interests	416	397	319
Total stockholders' equity	<u>25,601</u>	<u>27,726</u>	<u>26,294</u>
Total liabilities and stockholders' equity	<u>\$470,070</u>	<u>\$482,029</u>	<u>\$455,887</u>

GENERAL MOTORS CORPORATION AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Three Months Ended March 31,	
	<u>2005</u>	Restated <u>2004</u>
	(dollars in millions)	
Net cash used in operating activities	\$(4,137)	\$(3,279)
Cash flows from investing activities		
Expenditures for property	(1,288)	(1,399)
Investments in marketable securities – acquisitions	(6,178)	(2,652)
Investments in marketable securities – liquidations	4,567	2,905
Net originations and purchases of mortgage servicing rights	(397)	(300)
Increase in finance receivables	(391)	(11,076)
Proceeds from sales of finance receivables	6,475	5,962
Operating leases – acquisitions	(3,672)	(3,153)
Operating leases – liquidations	1,439	1,957
Investments in companies, net of cash acquired	(75)	5
Other	<u>(2,496)</u>	<u>(2,196)</u>
Net cash used in investing activities	(2,016)	(9,947)
Cash flows from financing activities		
Net increase in loans payable	1,292	2,217
Long-term debt – borrowings	10,545	20,677
Long-term debt – repayments	(16,127)	(15,068)
Cash dividends paid to stockholders	(283)	(282)
Other	<u>1,566</u>	<u>1,764</u>
Net cash provided by (used in) financing activities	(3,007)	9,308
Effect of exchange rate changes on cash and cash equivalents	<u>(444)</u>	<u>(101)</u>
Net decrease in cash and cash equivalents	(9,604)	(4,019)
Cash and cash equivalents at beginning of the period	<u>35,993</u>	<u>32,554</u>
Cash and cash equivalents at end of the period	<u>\$26,389</u>	<u>\$28,535</u>

GENERAL MOTORS CORPORATION AND SUBSIDIARIES

SUPPLEMENTAL INFORMATION TO THE CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Automotive and <u>Other</u>		Financing and <u>Insurance</u>	
	Three Months Ended March 31,			
	<u>2005</u>	<u>2004</u>	<u>2005</u>	Restated <u>2004</u>
	(dollars in millions)			
Net cash used in operating activities	\$(2,555)	\$(1,809)	\$(1,582)	\$(1,470)
Cash flows from investing activities				
Expenditures for property	(1,233)	(1,298)	(55)	(101)
Investments in marketable securities – acquisitions	(93)	(700)	(6,085)	(1,952)
Investments in marketable securities - liquidations	1,429	1,004	3,138	1,901
Net change in mortgage services rights	-	-	(397)	(300)
Increase in finance receivables	-	-	(391)	(11,076)
Proceeds from sales of finance receivables	-	-	6,475	5,962
Operating leases – acquisitions	-	-	(3,672)	(3,153)
Operating leases – liquidations	-	-	1,439	1,957
Net investing activity with Financing and Insurance Operations	500	-	-	-
Investments in companies, net of cash acquired	(75)	(16)	-	21
Other	<u>(374)</u>	<u>(16)</u>	<u>(2,122)</u>	<u>(2,180)</u>
Net cash provided by (used in) investing activities	154	(1,026)	(1,670)	(8,921)
Cash flows from financing activities				
Net increase (decrease) in loans payable	223	(149)	1,069	2,366
Long-term debt – borrowings	13	24	10,532	20,653
Long-term debt – repayments	-	(26)	(16,127)	(15,042)
Net financing activity with Automotive & Other	-	-	(500)	-
Cash dividends paid to stockholders	(283)	(282)	-	-
Other	<u>-</u>	<u>34</u>	<u>1,566</u>	<u>1,730</u>
Net cash provided by (used in) financing activities	(47)	(399)	(3,460)	9,707
Effect of exchange rate changes on cash and cash equivalents	(369)	(96)	(75)	(5)
Net transactions with Automotive/Financing Operations	<u>(126)</u>	<u>168</u>	<u>126</u>	<u>(168)</u>
Net decrease in cash and cash equivalents	(2,943)	(3,162)	(6,661)	(857)
Cash and cash equivalents at beginning of the period	<u>13,148</u>	<u>14,424</u>	<u>22,845</u>	<u>18,130</u>
Cash and cash equivalents at end of the period	\$10,205	\$11,262	\$16,184	\$17,273