GENERAL MOTORS COMPANY AND SUBSIDIARIES

CONSOLIDATED INCOME STATEMENTS
(In millions, except per share amounts)

	Years Ended December 31,		
	2013	2012	2011
Net sales and revenue			
Automotive	$ 152,092	$ 150,295	$ 148,866
GM Financial	3,335	1,961	1,410
Total	155,427	152,256	150,276
Costs and expenses			
Automotive cost of sales	134,925	140,236	130,386
GM Financial operating and other expenses	2,448	1,207	785
Automotive selling, general and administrative expense	12,382	14,031	12,163
Goodwill impairment charges (Note 10)	541	27,145	1,286
Total costs and expenses	150,296	182,619	144,620
Operating income (loss)	5,131	(30,363)	5,656
Automotive interest expense	334	489	540
Interest income and other non-operating income, net (Note 20)	1,063	845	851
Gain (loss) on extinguishment of debt (Note 14)	(212)	(250)	18
Equity income and gain on investments (Note 8)	1,810	1,562	3,192
Income (loss) before income taxes	7,458	(28,695)	9,177
Income tax expense (benefit) (Note 18)	2,127	(34,831)	(110)
Net income	5,331	6,136	9,287
Net (income) loss attributable to noncontrolling interests	15	52	(97)
Net income attributable to stockholders	$ 5,346	$ 6,188	$ 9,190
Net income attributable to common stockholders	$ 3,770	$ 4,859	$ 7,585
Earnings per share (Note 22)			
Basic			
Basic earnings per common share	$ 2.71	$ 3.10	$ 4.94
Weighted-average common shares outstanding	1,393	1,566	1,536
Diluted			
Diluted earnings per common share	$ 2.38	$ 2.92	$ 4.58
Weighted-average common shares outstanding	1,676	1,675	1,668

Reference should be made to the notes to consolidated financial statements.

GENERAL MOTORS COMPANY AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
(In millions, except share amounts)

	December 31, 2013	December 31, 2012
ASSETS		
Current Assets		
Cash and cash equivalents	$ 20,021	$ 18,422
Marketable securities (Note 5)	8,972	8,988
Restricted cash and marketable securities (Note 5)	1,247	686
Accounts and notes receivable (net of allowance of $344 and $311; Note 2)	8,535	10,395
GM Financial receivables, net (Note 4)(including SPE receivables of $10,001 and $3,444; Note 12)	14,278	4,044
Inventories (Note 6)	14,039	14,714
Equipment on operating leases, net (Note 7)	2,398	1,782
Deferred income taxes (Note 18)	10,349	9,429
Other current assets	1,662	1,536
Total current assets	81,501	69,996
Non-current Assets		
Restricted cash and marketable securities (Note 5)	829	682
GM Financial receivables, net (Note 4)(including SPE receivables of $11,216 and $6,458; Note 12)	14,354	6,954
Equity in net assets of nonconsolidated affiliates (Note 8)	8,094	6,883
Property, net (Note 9)	25,867	24,196
Goodwill (Note 10)	1,560	1,973
Intangible assets, net (Note 11)	5,668	6,809
GM Financial equipment on operating leases, net (Note 7)(including SPE assets of $1,803 and $540; Note 12)	3,383	1,649
Deferred income taxes (Note 18)	22,736	27,922
Other assets	2,352	2,358
Total non-current assets	84,843	79,426
Total Assets	$ 166,344	$ 149,422
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable (principally trade)	$ 23,621	$ 25,166
Short-term debt and current portion of long-term debt (Note 14)		
Automotive (including certain debt at VIEs of $219 and $228; Note 12)	564	1,748
GM Financial (including certain debt at VIEs of $10,088 and $3,770; Note 12)	13,594	3,770
Accrued liabilities (Note 13)	24,633	23,308
Total current liabilities	62,412	53,992
Non-current Liabilities		
Long-term debt (Note 14)		
Automotive (including certain debt at VIEs of $23 and $122; Note 12)	6,573	3,424
GM Financial (including certain debt at VIEs of $9,330 and $5,608; Note 12)	15,452	7,108
Postretirement benefits other than pensions (Note 15)	5,897	7,309
Pensions (Note 15)	19,483	27,420
Other liabilities and deferred income taxes (Note 13)	13,353	13,169
Total non-current liabilities	60,758	58,430
Total Liabilities	123,170	112,422
Commitments and contingencies (Note 17)		
Equity (Note 21)		
Preferred stock, $0.01 par value		
Series A	3,109	5,536
Series B	—	4,855
Common stock, $0.01 par value	15	14
Additional paid-in capital	28,780	23,834
Retained earnings	13,816	10,057
Accumulated other comprehensive loss	(3,113)	(8,052)
Total stockholders' equity	42,607	36,244
Noncontrolling interests	567	756
Total Equity	43,174	37,000
Total Liabilities and Equity	$ 166,344	$ 149,422

Reference should be made to the notes to consolidated financial statements.

GENERAL MOTORS COMPANY AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

(In millions, except share amounts)

	December 31, 2012	December 31, 2011
ASSETS		
Current Assets		
Cash and cash equivalents	$ 18,422	$ 16,071
Marketable securities	8,988	16,148
Restricted cash and marketable securities	686	1,005
Accounts and notes receivable (net of allowance of $311 and $331)	10,395	9,964
GM Financial finance receivables, net (including gross consumer finance receivables transferred to SPEs of $3,444 and $3,295)	4,044	3,251
Inventories	14,714	14,324
Equipment on operating leases, net	1,782	2,464
Deferred income taxes	9,429	527
Other current assets	1,536	1,169
Total current assets	69,996	64,923
Non-current Assets		
Restricted cash and marketable securities	682	1,228
GM Financial finance receivables, net (including gross consumer finance receivables transferred to SPEs of $6,458 and $5,773)	6,954	5,911
Equity in net assets of nonconsolidated affiliates	6,883	6,790
Property, net	24,196	23,005
Goodwill	1,973	29,019
Intangible assets, net	6,809	10,014
GM Financial equipment on operating leases, net (including assets transferred to SPEs of $540 and $274)	1,649	785
Deferred income taxes	27,922	512
Other assets	2,358	2,416
Total non-current assets	79,426	79,680
Total Assets	$149,422	$144,603
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable (principally trade)	$ 25,166	$ 24,551
Short-term debt and current portion of long-term debt		
Automotive (including certain debt at VIEs of $228 and $171; Note 15)	1,748	1,682
GM Financial	3,770	4,118
Accrued liabilities (including derivative liabilities at VIEs of $18 and $44; Note 15)	23,308	22,875
Total current liabilities	53,992	53,226
Non-current Liabilities		
Long-term debt		
Automotive (including certain debt at VIEs of $122 and $7; Note 15)	3,424	3,613
GM Financial	7,108	4,420
Postretirement benefits other than pensions	7,309	6,836
Pensions	27,420	25,075
Other liabilities and deferred income taxes	13,169	12,442
Total non-current liabilities	58,430	52,386
Total Liabilities	112,422	105,612
Commitments and contingencies (Note 20)		
Equity		
Preferred stock, $0.01 par value, 2,000,000,000 shares authorized:		
Series A (276,101,695 shares issued and outstanding (each with a $25.00 liquidation preference) at December 31, 2012 and 2011)	5,536	5,536
Series B (99,988,796 and 100,000,000 shares issued and outstanding (each with a $50.00 liquidation preference) at December 31, 2012 and 2011)	4,855	4,855
Common stock, $0.01 par value (5,000,000,000 shares authorized and 1,366,373,526 shares and 1,564,727,289 shares issued and outstanding at December 31, 2012 and 2011)	14	16
Capital surplus (principally additional paid-in capital)	23,834	26,391
Retained earnings	10,057	7,183
Accumulated other comprehensive loss	(8,052)	(5,861)
Total stockholders' equity	36,244	38,120
Noncontrolling interests	756	871
Total Equity	37,000	38,991
Total Liabilities and Equity	$149,422	$144,603

Reference should be made to the notes to consolidated financial statements.

GENERAL MOTORS COMPANY AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(In millions)

	Years Ended December 31, 2013	2012	2011
Cash flows from operating activities			
Net income	$ 5,331	$ 6,136	$ 9,287
Depreciation, impairment charges and amortization expense	8,041	38,762	7,427
Foreign currency remeasurement and transaction losses	350	117	55
Amortization of discount and issuance costs on debt issues	114	188	160
Undistributed earnings of nonconsolidated affiliates and gain on investments	(92)	(179)	(1,947)
Pension contributions and OPEB payments	(1,458)	(3,759)	(2,269)
Pension and OPEB (income) expense, net	638	3,232	(755)
(Gains) losses on extinguishment of debt	212	250	(18)
Provision (benefit) for deferred taxes	1,561	(35,561)	(318)
Change in other operating assets and liabilities (Note 26)	(1,326)	630	(4,122)
Other operating activities	(741)	789	666
Net cash provided by operating activities	12,630	10,605	8,166
Cash flows from investing activities			
Expenditures for property	(7,565)	(8,068)	(6,249)
Available-for-sale marketable securities, acquisitions	(6,754)	(4,650)	(20,535)
Trading marketable securities, acquisitions	(3,214)	(6,234)	(6,571)
Available-for-sale marketable securities, liquidations	3,566	10,519	15,825
Trading marketable securities, liquidations	6,538	7,267	660
Acquisition of companies, net of cash acquired	(2,623)	(44)	(53)
Proceeds from sale of business units/investments, net of cash disposed	896	18	4,821
Increase in restricted cash and marketable securities	(984)	(661)	(728)
Decrease in restricted cash and marketable securities	1,107	1,526	2,067
Purchases and funding of finance receivables	(30,727)	(6,789)	(5,012)
Principal collections and recoveries on finance receivables	27,444	4,674	3,719
Purchases of leased vehicles, net	(2,254)	(1,050)	(837)
Proceeds from termination of leased vehicles	217	59	47
Other investing activities	(9)	(72)	106
Net cash used in investing activities	(14,362)	(3,505)	(12,740)
Cash flows from financing activities			
Net increase (decrease) in short-term debt	156	(247)	131
Proceeds from issuance of debt (original maturities greater than three months)	28,041	9,036	9,034
Payments on debt (original maturities greater than three months)	(20,191)	(7,377)	(8,468)
Payments to purchase stock	(2,438)	(5,098)	—
Dividends paid (including charge related to purchase of Series A Preferred Stock)	(1,687)	(939)	(916)
Other financing activities	(150)	(116)	(139)
Net cash provided by (used in) financing activities	3,731	(4,741)	(358)
Effect of exchange rate changes on cash and cash equivalents	(400)	(8)	(253)
Net increase (decrease) in cash and cash equivalents	1,599	2,351	(5,185)
Cash and cash equivalents at beginning of period	18,422	16,071	21,256
Cash and cash equivalents at end of period	$ 20,021	$ 18,422	$ 16,071
Significant Non-cash Activity			
Investing Cash Flows			
Non-cash property additions	$ 3,224	$ 3,879	$ 3,689
Financing Cash Flows			
Contribution of common stock to U.S. hourly and salaried pension plans (Note 15)			$ 1,864
Notes issued to settle CAW hourly retiree healthcare plan (Note 15)			$ 1,122
Mandatory conversion of Series B Preferred Stock into common stock (Note 21)	$ 4,854		

Reference should be made to the notes to consolidated financial statements.

FORD MOTOR COMPANY AND SUBSIDIARIES
CONSOLIDATED INCOME STATEMENT
(in millions, except per share amounts)

	For the years ended December 31,		
	2013	2012	2011
Revenues			
Automotive	$ 139,369	$ 126,567	$ 128,168
Financial Services	7,548	6,992	7,437
Total revenues	146,917	133,559	135,605
Costs and expenses			
Automotive cost of sales	125,234	112,992	113,611
Selling, administrative, and other expenses	13,176	11,494	10,884
Financial Services interest expense	2,860	3,115	3,614
Financial Services provision for credit and insurance losses	208	77	(36)
Total costs and expenses	141,478	127,678	128,073
Automotive interest expense	829	713	817
Automotive interest income and other income/(loss), net (Note 19)	974	1,599	1,091
Financial Services other income/(loss), net (Note 19)	348	365	375
Equity in net income of affiliated companies	1,069	588	500
Income before income taxes	7,001	7,720	8,681
Provision for/(Benefit from) income taxes (Note 22)	(147)	2,056	(11,541)
Net income	7,148	5,664	20,222
Less: Income/(Loss) attributable to noncontrolling interests	(7)	(1)	9
Net income attributable to Ford Motor Company	$ 7,155	$ 5,665	$ 20,213
AMOUNTS PER SHARE ATTRIBUTABLE TO FORD MOTOR COMPANY COMMON AND CLASS B STOCK (Note 24)			
Basic income	$ 1.82	$ 1.48	$ 5.33
Diluted income	1.76	1.42	4.94
Cash dividends declared	0.40	0.15	0.05

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
(in millions)

	For the years ended December 31,		
	2013	2012	2011
Net income	$ 7,148	$ 5,664	$ 20,222
Other comprehensive income/(loss), net of tax (Note 18)			
Foreign currency translation	(506)	142	(720)
Derivative instruments	215	6	(152)
Pension and other postretirement benefits	4,914	(4,268)	(3,553)
Net holding gains/(losses)	—	—	2
Total other comprehensive income/(loss), net of tax	4,623	(4,120)	(4,423)
Comprehensive income	11,771	1,544	15,799
Less: Comprehensive income/(loss) attributable to noncontrolling interests	(7)	(1)	7
Comprehensive income attributable to Ford Motor Company	$ 11,778	$ 1,545	$ 15,792

The accompanying notes are part of the financial statements.

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FORD MOTOR COMPANY AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
(in millions)

	December 31, 2013	December 31, 2012
ASSETS		
Cash and cash equivalents	$ 14,468	$ 15,659
Marketable securities	22,100	20,284
Finance receivables, net (Note 6)	77,481	70,991
Other receivables, net	9,828	10,878
Net investment in operating leases (Note 7)	19,984	15,303
Inventories (Note 9)	7,708	7,362
Equity in net assets of affiliated companies (Note 10)	3,679	3,246
Net property (Note 12)	27,616	24,942
Deferred income taxes (Note 22)	13,315	15,185
Other assets	5,847	5,556
Total assets	$ 202,026	$ 189,406
LIABILITIES		
Payables	$ 19,531	$ 19,308
Other liabilities and deferred revenue (Note 13)	40,462	48,259
Debt (Note 15)	114,688	105,058
Deferred income taxes (Note 22)	598	470
Total liabilities	175,279	173,095
Redeemable noncontrolling interest (Note 17)	331	322
EQUITY		
Capital stock (Note 24)		
Common Stock, par value $.01 per share (3,913 million shares issued of 6 billion authorized)	39	39
Class B Stock, par value $.01 per share (71 million shares issued of 530 million authorized)	1	1
Capital in excess of par value of stock	21,422	20,976
Retained earnings	23,658	18,077
Accumulated other comprehensive income/(loss) (Note 18)	(18,231)	(22,854)
Treasury stock	(506)	(292)
Total equity attributable to Ford Motor Company	26,383	15,947
Equity attributable to noncontrolling interests	33	42
Total equity	26,416	15,989
Total liabilities and equity	$ 202,026	$ 189,406

The following table includes assets to be used to settle liabilities of the consolidated variable interest entities ("VIEs"). These assets and liabilities are included in the consolidated balance sheet above. See Note 11 for additional information on our VIEs.

	December 31, 2013	December 31, 2012
ASSETS		
Cash and cash equivalents	$ 4,198	$ 2,911
Finance receivables, net	45,796	47,515
Net investment in operating leases	8,116	6,308
Other assets	5	4
LIABILITIES		
Other liabilities and deferred revenue	$ 88	$ 134
Debt	40,728	40,245

The accompanying notes are part of the financial statements.

FORD MOTOR COMPANY AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(in millions)

	For the years ended December 31,		
	2013	2012	2011
Cash flows from operating activities of continuing operations			
Net cash provided by/(used in) operating activities (Note 25)	$ 10,444	$ 9,045	$ 9,784
Cash flows from investing activities of continuing operations			
Capital spending	(6,597)	(5,488)	(4,293)
Acquisitions of finance receivables and operating leases	(45,822)	(38,445)	(35,239)
Collections of finance receivables and operating leases	33,966	31,570	33,337
Purchases of securities	(119,993)	(95,135)	(68,723)
Sales and maturities of securities	118,247	93,749	70,795
Cash change due to initial consolidation of businesses	9	191	—
Proceeds from sale of business	—	66	333
Settlements of derivatives	(217)	(737)	353
Proceeds from sales of retail finance receivables (Note 23)	495	—	—
Elimination of cash balances upon disposition of discontinued/held-for-sale operations	—	—	(69)
Other	181	(61)	465
Net cash provided by/(used in) investing activities	(19,731)	(14,290)	(3,041)
Cash flows from financing activities of continuing operations			
Cash dividends	(1,574)	(763)	—
Purchases of Common Stock	(213)	(125)	—
Changes in short-term debt	(2,927)	1,208	2,841
Proceeds from issuance of other debt	40,543	32,436	35,921
Principal payments on other debt	(27,953)	(29,210)	(43,095)
Other	257	159	92
Net cash provided by/(used in) financing activities	8,133	3,705	(4,241)
Effect of exchange rate changes on cash and cash equivalents	(37)	51	(159)
Net increase/(decrease) in cash and cash equivalents	$ (1,191)	$ (1,489)	$ 2,343
Cash and cash equivalents at January 1	$ 15,659	$ 17,148	$ 14,805
Net increase/(decrease) in cash and cash equivalents	(1,191)	(1,489)	2,343
Cash and cash equivalents at December 31	$ 14,468	$ 15,659	$ 17,148

The accompanying notes are part of the financial statements.