

Gilliland Marguerite Amy
 Form 3
 September 01, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Â Gilliland Marguerite Amy
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 09/01/2017

3. Issuer Name and Ticker or Trading Symbol
 GENERAL DYNAMICS CORP [GD]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

C/O GENERAL DYNAMICS CORPORATION,Â 2941 FAIRVIEW PARK DR.
 (Street)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

FALLS CHURCH,Â VAÂ 22042
 (City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | 10,821 | D | Â |
| Common Stock | 9,400 ⁽¹⁾ | D | Â |
| Common Stock | 1,991,061 ⁽²⁾ | D | Â |
| Common Stock | 685,591 | I | 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
|-----------------------------------------------|----------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---|
| | Date Exercisable | Expiration Date | | | | | |
| Stock Options | Â <u>(3)</u> | 03/04/2021 | Common Stock | 15,850 | \$ 112.4 | D | Â |
| Stock Options | Â <u>(4)</u> | 03/03/2025 | Common Stock | 28,840 | \$ 136.78 | D | Â |
| Stock Options | Â <u>(5)</u> | 03/01/2026 | Common Stock | 38,330 | \$ 135.85 | D | Â |
| Stock Options | Â <u>(6)</u> | 02/28/2027 | Common Stock | 27,990 | \$ 191.71 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gilliland Marguerite Amy C/O GENERAL DYNAMICS CORPORATION 2941 FAIRVIEW PARK DR. FALLS CHURCH, VA 22042 | Â | Â | Â Senior Vice President | Â |

Signatures

L. Neal Wheeler, by Power of Attorney 09/01/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares of restricted stock subject to service-based vesting that will be released three years or approximately four years after the grant date, depending on the terms of the grant.
- (2) Represents performance restricted stock units (RSUs) and accrued dividend equivalents that have been earned based on satisfaction of the performance metric, which was returned on invested capital. The RSUs are subject to additional time-vesting requirements.
- (3) Fifty percent become exercisable on 03/05/2015 and the remaining fifty percent became exercisable on 03/05/2016.
- (4) Fifty percent become exercisable on 03/04/2017 and the remaining fifty percent will become exercisable on 03/04/2018.
- (5) Fifty percent will become exercisable on 03/02/2018 and the remaining fifty percent will become exercisable on 03/02/2019.
- (6) Fifty percent will become exercisable on 03/01/2019 and the remaining fifty percent will become exercisable on 03/01/2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.