



GM FINANCIAL

General Motors Financial Company, Inc.

(a company incorporated in the State of Texas, United States of America)

General Motors Financial International B.V.

(a company incorporated with limited liability in The Netherlands)

€10,000,000,000

Euro Medium Term Note Programme

guaranteed by

AmeriCredit Financial Services, Inc.

and

General Motors Financial Company, Inc.

This Supplement No. 3 (this “**Supplement**”) is supplemental to, and must be read in conjunction with, the Base Prospectus dated 11 September 2015 (as supplemented by Supplement No. 1 dated 20 November 2015 and Supplement No. 2 dated 16 February 2016, the “**Base Prospectus**”) issued by General Motors Financial Company, Inc. (“**GMF**” and an “**Issuer**”) and General Motors Financial International B.V. (“**GMFI**”, an “**Issuer**” and, together with GMF, the “**Issuers**”) with respect to their €10,000,000,000 Euro Medium Term Note Programme (the “**Programme**”), and constitutes a supplement for the purposes of Article 16 of Directive 2003/71/EC, as amended (the “**Prospectus Directive**”). Terms used but not defined in this Supplement shall have the meaning ascribed thereto in the Base Prospectus.

This Supplement has been approved by the Central Bank of Ireland (the “**Central Bank**”) as competent authority under the Prospectus Directive. The Central Bank only approves this Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive.

The Issuers accept responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuers (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Documents Incorporated by Reference

The information set out in the cross reference list below that is contained in the following documents which have previously been published and have been filed with the Central Bank, shall be incorporated in, and form part of, the Base Prospectus:

- GMF’s Quarterly Report on Form 10-Q for the quarter ended 31 March 2016, which includes the unaudited condensed consolidated financial statements of GMF as of and for the quarter ended 31 March 2016;
- GMFI’s Audited Financial Statements for the year ended 31 December 2015; and

Any information contained in the foregoing documents, but not included in the cross reference list below, is considered to be additional information to be disclosed to investors rather than information required by the Prospectus Directive. Any non-incorporated parts of the foregoing documents are either deemed not relevant for an investor or are otherwise covered elsewhere in the Base Prospectus.

Copies of the documents incorporated by reference in the Base Prospectus can be obtained from the registered office of the relevant Issuer and from the specified office of the Paying Agent for the time being in London and will be published on the Irish Stock Exchange’s website at <http://www.ise.ie/Debt-Securities/Individual-Debt-Securities-Data/>. A direct link to each such document as published on the Irish Stock Exchange’s website is set out in the cross reference list below.

Cross Reference List

GMF’s Quarterly Report on Form 10-Q for the quarter ended 31 March 2016

http://www.ise.ie/debt_documents/10-Q%20Form_b081ce69-81ec-4c97-bfbf-cf0d4063bd93.PDF

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GMFI's Audited Financial Statements for the year ended 31 December 2015

[http://www.ise.ie/debt_documents/GMFI%202015%20Annual%20Report%2022%2004\(20690802_1\)_597c90e8-ef14-4a6d-9118-80707052338c.pdf](http://www.ise.ie/debt_documents/GMFI%202015%20Annual%20Report%2022%2004(20690802_1)_597c90e8-ef14-4a6d-9118-80707052338c.pdf)

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No Significant or Material Adverse Change in the Obligors' Financial Positions

The section entitled "*No Significant or Material Adverse Change in the Obligors' Financial Positions*" in the Base Prospectus is replaced in its entirety with the following:

"No Significant or Material Adverse Change in the Obligors' Financial Positions

There has been no significant change in the financial or trading position of any of GMF, AFSI or the Group since 31 March 2016 and no material adverse change in the prospects of any of GMF, AFSI or the Group since 31 December 2015.

There has been no significant change in the financial or trading position of GMFI since 31 December 2015 and no material adverse change in the prospects of GMFI since 31 December 2015."

General

To the extent that there is any inconsistency between any statement in this Supplement and any statement in or incorporated by reference into the Base Prospectus, the statement in this Supplement will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted since the publication of the Base Prospectus.

Copies of this Supplement will be published on the website of the Central Bank (www.centralbank.ie) and on the website of the Irish Stock Exchange (www.ise.ie).

The date of this Supplement is 25 April 2016