## Edgar Filing: OSBORN WILLIAM A - Form 4

OSBORN WI	LLIAM A										
Form 4	10										
March 05, 20	Л									PPROVAL	
UNITED STATES SE				ECURITIES AND EXCHANGE CC Washington, D.C. 20549					OMB Number:	3235-0287	
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin	Filed pu s. Section 17	STATEMENT OF CHANGES IN 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								Expires: January 31, 2005 Estimated average burden hours per response 0.5	
<i>See</i> Instruct 1(b).	ction	50(II)		(csunche v	company	y Act	01 1 9	+0			
(Print or Type Ro	esponses)										
1. Name and Address of Reporting Person <u>*</u> OSBORN WILLIAM A			2. Issuer Name <b>and</b> Ticker or Trading Symbol GENERAL DYNAMICS CORP [GD]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	<sup>(First)</sup> AL DYNAMI TON, 2941 FA E		3. Date of (Month/Da 03/03/20	-	insaction			X Director Officer (give below)		6 Owner er (specify	
				If Amendment, Date Original led(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
	(State)							Person			
(City)		(Zip)					ties Aco	quired, Disposed o		-	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution any		3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)		Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common Stock,	03/03/2010			Code V	Amount	(A) or (D)	Price \$ 0	Transaction(s) (Instr. 3 and 4) 2,550	D		
\$1.00 par value	05/05/2010			Λ	550	Α	ψυ	2,550	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number solof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 73.49	03/03/2010		А	5,410	<u>(1)</u>	03/02/2015	Common Stock	5,410	

# **Reporting Owners**

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
OSBORN WILLIAM A C/O GENERAL DYNAMICS CORPORA 2941 FAIRVIEW PARK DRIVE FALLS CHURCH, VA 22042	TION X						
Signatures							
Julie P. Aslaksen, by power of attorney	03/05/2010						
<pre>**Signature of Reporting Person</pre>	Date						
Evalence of Decrease							

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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) Fifty percent will become exercisable on 3/3/2011 and the remaining fifty percent will become exercisable on 3/3/2012.

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.