

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**  
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(HTML Version on [secdatabase.com](http://secdatabase.com))

### REPORTING OWNER

#### HALL CHARLES M

CIK: **1222190**

Type: **4** | Act: **34** | File No.: **001-03671** | Film No.: **06513173**

Business Address  
GENERAL DYNAMICS CORP  
3190 FAIRVIEW PARK DR  
FALLS CHURCH VA 22042  
7038763078

### ISSUER

#### GENERAL DYNAMICS CORP

CIK: **40533** | IRS No.: **131673581** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **3730** Ship & boat building & repairing

Mailing Address  
2941 FAIRVIEW PARK DRIVE  
SUITE 100  
FALLS CHURCH VA  
22042-4513

Business Address  
2941 FAIRVIEW PARK DRIVE  
SUITE 100  
FALLS CHURCH VA  
22042-4513  
7038763000

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>HALL CHARLES M</b>			2. Issuer Name and Ticker or Trading Symbol <b>GENERAL DYNAMICS CORP [GD]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Vice President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/03/2006</b>					
C/O GENERAL DYNAMICS CORPORATION, 2941 FAIRVIEW PARK DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>FALLS CHURCH, VA 22042</b>								
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$1.00 par value	01/03/2006		J	(1)	454	A	(1)	38,998	D	
Common Stock, \$1.00 par value								1,931.208 (2)	I	401(k) Plan
Common Stock, \$1.00 par value	01/03/2006		J	(2)	916	D	\$114.34	38,082	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Adjustment to number of shares of Performance Restricted Stock at the end of the performance period, 12/31/2005
- Includes shares activity under General Dynamics 401(k) plan since date of reporting person's last ownership report

3. Withholding of shares of Common Stock under General Dynamics Corporation Incentive Compensation Plan to satisfy tax withholding obligations on release of restricted shares

**Remarks:**

Reporting person also has 36,540 stock options, as previously reported.

**Signatures**

Margaret N. House, by power of attorney

\*\* Signature of Reporting Person

01/05/2006

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**

LIMITED POWER OF ATTORNEY FOR  
SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that Charles M. Hall, whose signature appears below constitutes and appoints Tommy R. Augustsson, David R. Breen, Michelle S. DiCintio, Mark L. Haley, Margaret N. House, and David A. Savner and each of them, as his/her true and lawful attorney-in-fact and agent, with full and several power of substitution and with authority to act alone, for him/her and in his/her name, place and stead, in any and all capacities, to:

(1) execute for and on behalf of the undersigned Forms 3, 4, and 5 and any amendments and supplements to those forms in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and any amendments and supplements to those forms and file such form with the United States Securities and Exchange Commission and any other authority; and

(3) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his/her discretion,

granting unto said attorney-in-fact and

agent  
full power and authority to do and perform each and every act and  
thing  
requisite and necessary to be done in and about the premises, as  
fully to  
all intents and purposes as they or he/she might or could do in  
person,  
hereby ratifying and confirming all that said attorney-in-fact and  
agent  
or his/her or their substitute or substitutes may lawfully do or  
cause to  
be done by virtue thereof.

This Power of Attorney is  
continuing  
and shall remain in effect so long as the undersigned is an  
officer or  
director of General Dynamics Corporation, a Delaware  
corporation, unless  
the undersigned executes and delivers to the Secretary  
of General  
Dynamics Corporation a written revocation of this Power of  
Attorney.

The undersigned acknowledges that each foregoing  
attorneys-in-fact, in  
serving in such capacity at the request of the  
undersigned, is not  
assuming any of the undersigned's responsibilities to  
comply with Section  
16 of the Securities Exchange Act of 1934.

Date: September 25,  
2002

/s/Charles M. Hall

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Print Name