FORD MOTOR CO

Form 4

August 06, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* FORD WILLIAM CLAY JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

FORD MOTOR CO [F]

(Check all applicable)

3. Date of Earliest Transaction (Month/Day/Year)

08/05/2013

\_X\_\_ Director 10% Owner

FORD MOTOR COMPANY, ONE

(Street)

(First)

AMERICAN ROAD

Other (specify X\_ Officer (give title below)

Exec. Chairman and Chairman

4. If Amendment, Date Original

Applicable Line) \_X\_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

DEARBORN, MI 48126

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative Se	ecuriti	es Acquire	d, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Application of Configuration (Instr. 3, 4 and 1997)	(A) or	red (A) or	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)
Common Stock, \$0.01 par value	08/05/2013		M	Amount 62,396	(D)	\$ 15.98 (1)	712,070	D	
Common Stock, \$0.01 par value	08/05/2013		M	1,587,301	A	\$ 16.49 (2)	2,299,371	D	
Common Stock, \$0.01 par value	08/05/2013		M	1,658,544	A	\$ 12.49 (3)	3,957,915	D	

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Common Stock, \$0.01 par value	08/05/2013	S	3,030,684	D	\$ 17.213 (4)	927,231	D	
Common Stock, \$0.01 par value						90,776	I	By Company Plan
Common Stock, \$0.01 par value						551,843	I	By Annuity Trust (5)
Common Stock, \$0.01 par value						60,843	I	by Spouse as Trustee (6)
Common Stock, \$0.01 par value						44,891	I	By Children (7)
Common Stock, \$0.01 par value						12,412	I	By Spouse (8)
Common Stock, \$0.01 par value						19,153	I	By Spouse as Custodian (9)
Common Stock, \$0.01 par value						146,429	I	By Trust-Children
Common Stock, \$0.01 par value						186,964	I	By Voting Trust (11)

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

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SEC 1474 (9-02)

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

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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. Transactic Code (Instr. 8)	5. Number of onDerivative 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Employee Stock Option (Right to Buy)	\$ 15.98	08/05/2013		M <u>(1)</u>	62,396	<u>(1)</u>	12/30/2013	Common Stock, \$0.01 par value	62,
Employee Stock Option (Right to Buy)	\$ 16.49	08/05/2013		M <u>(2)</u>	1,587,301	(2)	01/04/2014	Common Stock, \$0.01 par value	1,58
Employee Stock Option (Right to Buy)	\$ 12.49	08/05/2013		M <u>(3)</u>	1,658,544	(3)	03/10/2015	Common Stock, \$0.01 par value	1,658

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
reporting owner name / name is	Director	10% Owner	Officer	Other				
FORD WILLIAM CLAY JR FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126	X		Exec. Chairman and Chairman					

# **Signatures**

Jerome F. Zaremba, Attorney-in-Fact 08/06/2013

\*\*Signature of Reporting Person Date

## **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) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (12/31/2003), 66% after two years, and in full after three years.
- This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (01/05/2004), 66% after two years, and in full after three years.
- (3) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2005), 66% after two years, and in full after three years.

Reporting Owners 3

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- (4) The price shown is the weighted average sales price for the reported transaction. The range of prices at which common stock was sold for the reported transaction was \$17.1500 to \$17.3950. A breakdown of each transaction will be provided upon request.
- (5) These shares are held in a grantor retained annuity trust of which I am the trustee.
- (6) I disclaim beneficial ownership of these shares held by my wife as trustee of this trust for the benefit of my descendants.
- (7) I disclaim beneficial ownership of these shares owned by my children.
- (8) I disclaim beneficial ownership of these shares owned by my wife.
- (9) I disclaim beneficial ownership of these shares held by my wife as custodian for one of my children.
- (10) I am the trustee of these trusts for my children. I disclaim beneficial ownership of these shares.
- (11) I am a trustee of the voting trust. As shown, it holds 186,964 shares of Common Stock for my benefit. I disclaim beneficial ownership of any other shares of Common Stock in said voting trust.

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.