

FORD MOTOR CO

Form 4

August 06, 2013

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

FORD MOTOR COMPANY, ONE
AMERICAN ROAD

(Street)

DEARBORN, MI 48126

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FORD MOTOR CO [F]

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

08/05/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Exec. Chairman and Chairman

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
Common Stock, \$0.01 par value	08/05/2013		M	62,396	A <u>\$ 15.98</u> (1)	712,070	D
Common Stock, \$0.01 par value	08/05/2013		M	1,587,301	A <u>\$ 16.49</u> (2)	2,299,371	D
Common Stock, \$0.01 par value	08/05/2013		M	1,658,544	A <u>\$ 12.49</u> (3)	3,957,915	D

Edgar Filing: FORD MOTOR CO - Form 4

Common Stock, \$0.01 par value	08/05/2013	S	3,030,684	D	\$ 17.213 <u>(4)</u>	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 <u>(5)</u>
Common Stock, \$0.01 par value						60,843	I	by Spouse as Trustee <u>(6)</u>
Common Stock, \$0.01 par value						44,891	I	By Children <u>(7)</u>
Common Stock, \$0.01 par value						12,412	I	By Spouse <u>(8)</u>
Common Stock, \$0.01 par value						19,153	I	By Spouse as Custodian <u>(9)</u>
Common Stock, \$0.01 par value						146,429	I	By Trust-Children <u>(10)</u>
Common Stock, \$0.01 par value						186,964	I	By Voting Trust <u>(11)</u>

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.**

SEC 1474
(9-02)

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

Edgar Filing: FORD MOTOR CO - Form 4

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 15.98	08/05/2013		M ⁽¹⁾		62,396		⁽¹⁾	12/30/2013	Common Stock, \$0.01 par value	62,396
Employee Stock Option (Right to Buy)	\$ 16.49	08/05/2013		M ⁽²⁾		1,587,301		⁽²⁾	01/04/2014	Common Stock, \$0.01 par value	1,587,301
Employee Stock Option (Right to Buy)	\$ 12.49	08/05/2013		M ⁽³⁾		1,658,544		⁽³⁾	03/10/2015	Common Stock, \$0.01 par value	1,658,544

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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.
- (2) 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.

Edgar Filing: FORD MOTOR CO - Form 4

- (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.