Edgar Filing: FORD WILLIAM CLAY - Form 4

FORD WILL Form 4										
December 02								PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287			
Check thi if no long subject to	er STATEN	IENT OF CH	F CHANGES IN BENEFICIAL OWNERSHIP OF					January 31, 2005 d average		
Section 16. Form 4 or			SECUR			burden hou response	urs per			
obligation may conti <i>See</i> Instru 1(b).	inue. Section 17(a) of the Publ		ding Com	pany Act	age Act of 1934, of 1935 or Sectic 940	on			
(Print or Type R	lesponses)									
1. Name and Address of Reporting Person <u>*</u> FORD WILLIAM CLAY			Issuer Name and abol		rading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (I	Middle) 3. D	FORD MOTOR CO [F] 3. Date of Earliest Transaction			(Check all applicable)				
FORD MOTOR COMPANY, ONE AMERICAN ROAD			onth/Day/Year) 01/2004			_X_ Director 10% Owner Officer (give title Other (specify below) below)				
			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
DEARBOR	N, MI 48126					Form filed by I Person				
(City)	(State)	(Zip)	Table I - Non-E	Derivative S	ecurities A	cquired, Disposed o	f, or Beneficia	lly Owned		
(Instr. 3) any		Execution Da any	on Date, if TransactionAcquired (A) or Code Disposed of (D) /Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial		
			Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Common Stock, \$0.01 par value						8,099,800	D			
Common Stock, \$0.01 par value						167,248	I	By Spouse		
Common Stock, \$0.01 par value						1,382,162	I	By Voting Trust (2)		

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Class B Stock, \$0.01 par value	192,254	Ι	By Spouse
Class B Stock, \$0.01 par value	8,709,007	Ι	By Voting Trust (2)

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.

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. Transactic Code (Instr. 8)	5. Number Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D	Date	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price o Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Ford Stock Units	(3)	12/01/2004		A <u>(3)</u>	106	<u>(3)</u>	<u>(3)</u>	Common Stock, \$0.01 par value	106	<u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FORD WILLIAM CLAY FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126	Х						

Signatures

s/Kathryn S. Lamping, Attorney-in-Fact

12/02/2004

**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) I disclaim beneficial ownership of these shares owned by my wife.

I am one of five trustees of the voting trust. In said voting trust are 1,382,162 shares of Common Stock and 8,709,007 shares of Class B (2) Stock which are held for my sole benefit. I disclaim beneficial ownership of any other shares of Common Stock or Class B Stock held in said voting trust.

These Ford Stock Units result from dividend equivalents credited to my account by the Company, without payment by me, under the

(3) Company's Deferred Compensation Plan for Non-Employee Directors. In general, these Ford Stock Units will be converted and distributed to me, without payment, in cash, on January 10th of the year following termination of Board service, based upon the then current market value of a share of Common Stock.

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.