

FORD MOTOR CO
Form 4
April 01, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLEMING JOHN

(Last) (First) (Middle)

FORD WERKE GMBH, NIEHL
PLANT, BUILDING A

(Street)

COLOGNE, 2M 50725

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FORD MOTOR CO [F]

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2010

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)
Executive Vice President

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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 par value	04/01/2010		M		26,376	A	\$ 7.83 <u>(1)</u>
Common Stock, \$0.01 par value	04/01/2010		M		111,624	A	\$ 7.55 <u>(2)</u>
Common Stock, \$0.01 par value	04/01/2010		M		10,559	A	\$ 7.55 <u>(3)</u>

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Common Stock, \$0.01 par value	04/01/2010	M	110,686	A	\$ 6.14 (4)	349,424	D	
Common Stock, \$0.01 par value	04/01/2010	M	186,237	A	\$ 1.96 (5)	535,661	D	
Common Stock, \$0.01 par value	04/01/2010	S	445,482	D	\$ 12.8 (6)	90,179	D	
Common Stock, \$0.01 par value						31,013	I	By Company Plan

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 7.55	04/01/2010		M ⁽³⁾	10,559	⁽³⁾ 03/18/2013	Common Stock, \$0.01 par value 10,559
Employee Stock Option (Right to Buy)	\$ 7.83	04/01/2010		M ⁽¹⁾	26,376	⁽¹⁾ 03/09/2016	Common Stock, \$0.01 par value 26,376
Employee Stock	\$ 7.55	04/01/2010		M ⁽²⁾	111,624	⁽²⁾ 03/04/2017	Common Stock, 111,624

Option (Right to Buy)								\$0.01 par value	
Employee Stock Option (Right to Buy)	\$ 6.14	04/01/2010	M ⁽⁴⁾	110,686	(⁴)	03/04/2018		Common Stock, \$0.01 par value	110,686
Employee Stock Option (Right to Buy)	\$ 1.96	04/01/2010	M ⁽⁵⁾	186,237	(⁵)	03/10/2019		Common Stock, \$0.01 par value	186,237

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLEMING JOHN FORD WERKE GMBH NIEHL PLANT, BUILDING A COLOGNE, 2M 50725			Executive Vice President	

Signatures

Jerome F. Zaremba,
Attorney-in-Fact

04/01/2010

**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) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/10/2006), 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 (03/05/2007), 66% after two years, and in full after three years.
 - (3) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/19/2003), 66% after two years, and in full after three years.
 - (4) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2008), 66% after two years, and in full after three years.
 - (5) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2009), 66% after two years, and in full after three years.
 - (6) 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 \$12.795 to \$12.815. A breakdown of each transaction will provided upon request.

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.