FORD EDSEL B II

Form 4

February 10, 2011

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations

if no longer

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FORD EDSEL B II Issuer Symbol FORD MOTOR CO [F] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner \_ Other (specify Officer (give title FORD MOTOR COMPANY, ONE 06/01/1994 below) AMERICAN ROAD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

DEARBORN, MI 48126

DLAKDO	Person								
(City)	(State)	(Zip) Ta	ble I - Non	-Derivati	ve Sec	curities A	cquired, Dispose	ed of, or Bene	eficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			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 (1)	06/01/1994		P	685	A	\$ 57.8	9,258	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	09/01/1994		P	1,353	A	\$ 29.51	19,868 (3)	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	12/01/1994		P	1,509	A	\$ 27.1	21,377	I	as Trustee (2)

Common Stock, \$0.01 par value (1)	03/01/1995	P	1,581	A	\$ 26.12	22,958	Ι	as Trustee (2)
Common Stock, \$0.01 par value (1)	06/01/1995	P	1,462	A	\$ 29.31	24,420	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	09/01/1995	P	1,388	A	\$ 31.19	25,808	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	12/01/1995	P	1,573	A	\$ 28.46	27,381	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	03/01/1996	P	1,438	A	\$ 31.51	28,819	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	06/03/1996	P	1,259	A	\$ 36.38	30,079	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	09/03/1996	P	1,425	A	\$ 33.2	31,504	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	12/02/1996	P	1,461	A	\$ 32.77	32,964	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	03/03/1997	P	1,463	A	\$ 33.1	34,428	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	06/02/1997	P	1,340	A	\$ 37.47	35,768	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	09/02/1997	P	1,166	A	\$ 43.55	36,933	I	as Trustee (2)
	12/01/1997	P	1,158	A		38,091	I	as Trustee (2)

Common Stock, \$0.01 par value (1)					\$ 44.27			
Common Stock, \$0.01 par value (1)	03/02/1998	P	914	A	\$ 56.59	39,005	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	06/01/1998	P	986	A	\$ 52.89	39,991	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	09/01/1998	P	1,171	A	\$ 44.86	41,161	I	as Trustee (2)
Common Stock, \$0.01 par value (1)	12/01/1998	Р	977	A	\$ 55.96	42,138	I	as Trustee (2)
Common Stock, \$0.01 par value (1)						2,182,935	D	
Common Stock, \$0.01 par value (1)						16,909	I	By Company Plan
Common Stock, \$0.01 par value (1)						24,321	I	By Spouse (4)
Common Stock, \$0.01 par value (1)						4,592	I	By Spouse as Custodian (5)
Common Stock, \$0.01 par value (1)						487,135	I	By Trust-Children
Common Stock, \$0.01 par value (1)						37,555	I	Custodian (7)
							I	as Trustee (2) (8)

Common Stock, \$0.01 par value (1)

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)

 $715,459^{(2)}$ 

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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amoun Underl Securir (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				
FORD EDSEL B II FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126	X							
Cianaturas								

### **Signatures**

Jerome F. Zaremba, Attorney-in-Fact 02/10/2011

\*\*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) Prior to the issuer's Value Enhancement Plan distribution on August 2, 2000, the Common Stock par value was \$1.00.

Reporting Owners 4

- (2) I am the trustee of this trust which holds these shares for the benefit of my children and other beneficiaries who are not members of my immediate family. I disclaim beneficial ownership of these shares.
- (3) The balance shown reflects the two-for-one stock split that was distributed by the issuer on July 5, 1994.
- (4) I disclaim beneficial ownership of these shares owned by my wife.
- (5) I disclaim beneficial ownership of these shares held by my wife as custodian for one of my children.
- (6) I am the trustee of these trusts for three of my children. I disclaim beneficial ownership of these shares.
- (7) These shares are held by me as custodian for one of my children. I disclaim beneficial ownership of these shares.
- (8) The amount shown reflects the number of shares held in the trust for the benefit of my children as of the current reporting date after distributions of shares were made to beneficiaries of the trust who were not members of my immediate family.

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.