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FORD MOI Form 4											
May 06, 201									OMB A	PPROVAL	
FORM	4 UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check th				B-0	, 2101 20				Expires:	January 31,	
if no lon, subject to Section 2 Form 5 obligatio may con See Instr 1(b).	suant to Se a) of the P	ection 1 Public U	SECUR 6(a) of th	RITIES le Securit ding Com	ies E 1pany	ERSHIP OF Act of 1934, 1935 or Section	OF Estimated average burden hours per response 0.3				
(Print or Type	Responses)										
BANNISTER MICHAEL E S				r Name and MOTOR		Tradir	ıg	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	Middle)	3. Date of Earliest Transaction (Check					k all applicable)			
	TOR CREDIT Y, ONE AMERIC		(Month/E 05/05/2	Day/Year) 011				Director X Officer (give below) Executi			
				nendment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
DEARBOR	N, MI 48126							Person		porting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	Code	4. Securiti or(A) or Dis (Instr. 3, 4) Amount	posed	of (D)	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	05/05/2011			M	16,299	A	\$ 6.14 (1)	257,689	D		
Common Stock, \$0.01 par value	05/05/2011			F	6,630	D	\$ 15.08	251,059	D		
Common Stock, \$0.01 par								8,583	Ι	By Company Plan	

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value

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. Transactio Code (Instr. 8)	Securities		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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 6.14	05/05/2011		M <u>(1)</u>		16,299	<u>(1)</u>	03/04/2018	Common Stock, \$0.01 par value	16,299

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BANNISTER MICHAEL E FORD MOTOR CREDIT COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126			Executive Vice President					
Signatures								
Jerome F. Zaremba, Attorney-in-Fact	05/06/2	2011						

<u>**</u>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 (03/05/2008), 66% after two years, and in full after three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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