## Edgar Filing: FORD EDSEL B II - Form 4

subject to Section 16. SECURITIES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Estimated average burden hours per											0287				
(Print or Type	e Responses)														
FORD EDSEL B II Symbol				and frence of freedoms					5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First)	(Middle)				Transaction			(C	heck	all appl	(cable)			
				/09/2011					X Director Officer (g below)		ive title Other (specify below)				
				Applicable Line) _X_Form filed by					e) by On	Dint/Group Filing(Check One Reporting Person More than One Reporting					
(City)	(State)	(Zip)	Та	ble I - N	Non	-Derivative	Secur	ities A	cquired, Dispose	d of,	or Bene	ficially	Owned	1	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	tion Date 2A. Deemed			Transaction(A) or Disposed of (D) S Code (Instr. 3, 4 and 5) E (Instr. 8) G				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Owr Forn Dire	nership Indi n: Owr ct (D) (Inst ndirect		fature of rect Beneficial nership tr. 4)		
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)	(III)					
Class B Stock, \$0.01 par value	08/09/2011			C <u>(1)</u>		400,000 (1)	A	<u>(1)</u>	1,829,569	I		as Tr	rustee		
Common Stock, \$0.01 par value	08/09/2011			C <u>(1)</u>		400,000 (1)	D	<u>(1)</u>	315,459	I		as Tr	rustee		
Class B Stock, \$0.01 par value									277,123	I		•	Child N ainder t	o. 2	

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Class B Stock, \$0.01 par value	303,738	I	By Child No. 1 Remainder Trust
Class B Stock, \$0.01 par value	32,508	Ι	By Spouse
Class B Stock, \$0.01 par value	80	Ι	By Voting Trust
Class B Stock, \$0.01 par value	2,155,293	I	By Voting Trust-Children
Class B Stock, \$0.01 par value	257,080	I	By Child No. 3 Remainder Trust
Common Stock, \$0.01 par value	1,962,595	D	
Common Stock, \$0.01 par value	17,033	I	By Company Plan
Common Stock, \$0.01 par value	24,321	I	By Spouse
Common Stock, \$0.01 par value	740,204	I	By Trust-Children

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)

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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. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
I B	Director	10% Owner	Officer	Other				
FORD EDSEL B II FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126	Х							
Signatures								
Jerome F. Zaremba, Attorney-in-Fact		08/11/201	1					
<u>**</u> Signature of Reporting Person		Date						
Explanation of Responses:								

## 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 reported transactions resulted from an exchange of Common Stock for Class B Stock on a one-for-one basis within the Ford 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.