

Smither Nicholas J.
Form 4
October 05, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
Smither Nicholas J.

(Last) (First) (Middle)

FORD MOTOR COMPANY, ONE
AMERICAN ROAD

(Street)

DEARBORN, MI 48126

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/04/2010

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)
Group 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, \$0.01 par value	10/04/2010		M		93,118 A <u>\$ 1.96</u> ⁽¹⁾	172,277	D
Common Stock, \$0.01 par value	10/04/2010		M		21,170 A <u>\$ 6.14</u> ⁽²⁾	193,447	D
Common Stock, \$0.01 par value	10/04/2010		M		15,429 A <u>\$ 7.55</u> ⁽³⁾	208,876	D

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Common Stock, \$0.01 par value	10/04/2010	M	8,500	A	<u>\$ 7.55</u> (4)	217,376	D	
Common Stock, \$0.01 par value	10/04/2010	S	106,099	D	\$ 12.8	111,277	D	
Common Stock, \$0.01 par value	10/04/2010	S	32,118	D	\$ 12.81	79,159	D	
Common Stock, \$0.01 par value						1,982	I	By Company Plan

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

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SEC 1474
(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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 7.55	10/04/2010		M ⁽⁴⁾	8,500	<u>(4)</u> 03/18/2013	Common Stock, \$0.01 par value	8,500
Employee Stock Option (Right to Buy)	\$ 7.55	10/04/2010		M ⁽³⁾	15,429	<u>(3)</u> 03/04/2017	Common Stock, \$0.01 par value	15,429
	\$ 1.96	10/04/2010		M ⁽¹⁾	93,118	<u>(1)</u> 03/10/2019		93,118

