

FORD MOTOR CO
Form 4
June 20, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
FORD WILLIAM CLAY JR

(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)
06/19/2013

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)
Exec. Chairman and Chairman

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	(A) or (D)	Price
Common Stock, \$0.01 par value	06/19/2013		C(1)		3,677,963 (1)	D	(1) 649,674
Class B Stock, \$0.01 par value	06/19/2013		C(1)		3,677,963 (1)	A	(1) 6,619,692
Class B Stock, \$0.01 par value							71,116
						I	By Spouse (3)

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Class B Stock, \$0.01 par value	11,179	I	By Spouse as Custodian <u>(4)</u>
Class B Stock, \$0.01 par value	412,921	I	By Voting Trust-Children <u>(5)</u>
Class B Stock, \$0.01 par value	187,012	I	by Spouse as Trustee <u>(6)</u>
Class B Stock, \$0.01 par value	440,230	I	By Annuity Trust <u>(7)</u>
Common Stock, \$0.01 par value	551,843	I	By Annuity Trust <u>(7)</u>
Common Stock, \$0.01 par value	60,843	I	by Spouse as Trustee <u>(6)</u>
Common Stock, \$0.01 par value	44,891	I	By Children <u>(8)</u>
Common Stock, \$0.01 par value	90,534	I	By Company Plan
Common Stock, \$0.01 par value	12,412	I	By Spouse <u>(3)</u>
Common Stock, \$0.01 par value	19,153	I	By Spouse as Custodian <u>(4)</u>
Common Stock, \$0.01 par value	146,429	I	By Trust-Children <u>(9)</u>
	186,964	I	

Common
Stock,
\$0.01 par
value

By Voting
Trust ⁽¹⁰⁾

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.

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORD WILLIAM CLAY JR FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126	X		Exec. Chairman and Chairman	

Signatures

Jerome F. Zaremba,
Attorney-in-Fact

06/20/2013

**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 reported transactions resulted from an exchange of Common Stock for Class B Stock on a one-for-one basis among holders of Class B Stock.

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- (2) I am one of five trustees of the voting trust. As shown, it holds 6,619,692 shares of Class B Stock for my benefit. I disclaim beneficial ownership of any other shares of Class B Stock in said voting trust.
- (3) I disclaim beneficial ownership of these shares owned by my wife.
- (4) I disclaim beneficial ownership of these shares held by my wife as custodian for one of my children.
- (5) I am one of five trustees of the voting trust. As shown, it holds 412,921 shares of Class B Stock for the benefit of my children. I disclaim beneficial ownership of these shares.
- (6) I disclaim beneficial ownership of these shares held by my wife as trustee of this trust for the benefit of my descendants.
- (7) These shares are held in a grantor retained annuity trust of which I am the trustee.
- (8) I disclaim beneficial ownership of these shares owned by my children.
- (9) I am the trustee of these trusts for my children. I disclaim beneficial ownership of these shares.
- (10) I am a trustee of the voting trust. As shown, it holds 186,964 shares of Common Stock for my benefit. I disclaim beneficial ownership of any other shares of Common Stock in said voting trust.

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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