FORD MOTOR CO

Form 4

August 06, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

1(b).

(Last)

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 * Hinrichs Joseph R

2. Issuer Name and Ticker or Trading Symbol

FORD MOTOR CO [F]

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

FORD MOTOR COMPANY, 21175 OAKWOOD BLVD.

08/02/2013

Director 10% Owner Other (specify X_ Officer (give title below) **Executive Vice President**

5. Relationship of Reporting Person(s) to

(Check all applicable)

(Street) 4. If Amendment, Date Original Filed(Month/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 Person

Issuer

DEARBORN, MI 48124

| (City) | (State) | (Zip) 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. Transactic Code (Instr. 8) | 4. Securities Acquired (A) nor Disposed of (D) (Instr. 3, 4 and 5) (A) or | | | 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 | 08/02/2013 | | M | | (D) | Price \$ 12.69 (1) | 238,241 | D | | |
| Common Stock, \$0.01 par value | 08/02/2013 | | M | 201,022 | A | \$ 1.96 (2) | 439,263 | D | | |
| Common Stock, \$0.01 par value | 08/02/2013 | | M | 51,408 | A | \$ 6.14 (<u>3)</u> | 490,671 | D | | |

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| Common Stock, \$0.01 par value | 08/02/2013 | S | 201,408 | D | \$ 17.367 (4) | 289,263 | D | |
|---|------------|---|---------|---|---------------------|---------|---|-----------------------|
| Common Stock, \$0.01 par value | | | | | | 612 | 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 onDerivative 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) | |
|---|---|---|---|---|---|--|--------------------|---|----------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 12.69 | 08/02/2013 | | M <u>(1)</u> | 7,880 | <u>(1)</u> | 03/02/2020 | Common Stock, \$0.01 par value | 7,880 |
| Employee Stock Option (Right to Buy) | \$ 1.96 | 08/02/2013 | | M(2) | 201,022 | (2) | 03/10/2019 | Common Stock, \$0.01 par value | 201,02 |
| Employee Stock Option (Right to Buy) | \$ 6.14 | 08/02/2013 | | M(3) | 51,408 | (3) | 03/04/2018 | Common Stock, \$0.01 par value | 51,408 |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | |
|--------------------------------|----------|---------------|---------|-------|
| | Director | 10% Owner | Officer | Other |

Reporting Owners 2

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Hinrichs Joseph R FORD MOTOR COMPANY 21175 OAKWOOD BLVD. DEARBORN, MI 48124

Executive Vice President

Signatures

Jerome F. Zaremba, Attorney-in-Fact

08/06/2013

**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) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/03/2010), 66% after two years, and in full after three years.
- (2) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2009), 66% after two years, and in full after three years.
- (3) 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.
- (4) The price shown is the weighted average sales price for the reported transaction. The range of prices at which common stock was sold for the reported transaction was \$17.3500 to \$17.3800. A breakdown of each transaction will be provided upon request.

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.

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