

FORD MOTOR CO
Form 4
March 14, 2005

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 *
ROSS DENNIS E

(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)
03/11/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Vice Pres. and Gen. Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock, \$0.01 par value					52,508	D	
Common Stock, \$0.01 par value					2,455	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)

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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)	\$ 12.25					(1) 03/13/2007	Common Stock, \$0.01 par value	(1)
Employee Stock Option (Right to Buy)	\$ 22.65					(2) 03/12/2008	Common Stock, \$0.01 par value	(2)
Employee Stock Option (Right to Buy)	\$ 31.95					(3) 03/11/2009	Common Stock, \$0.01 par value	(3)
Employee Stock Option (Right to Buy)	\$ 22.73					(4) 03/09/2010	Common Stock, \$0.01 par value	(4)
BEP Ford Stock Fund Units	(5)					(5) (5)	Common Stock, \$0.01 par value	(5)
LTI Rights	(6)	03/11/2005		A(6)	8,500	(6) (6)	Common Stock, \$0.01 par value	8,500
LTI Rights	(7)	03/11/2005		F(7)	201	(7) (7)	Common Stock, \$0.01 par value	201

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LTI Rights	<u>(8)</u>	03/11/2005	J <u>(8)</u>	8,299	<u>(8)</u>	<u>(8)</u>	Common Stock, \$0.01 par value	8,299
Employee Stock Option (Right to Buy)	\$ 12.49	03/11/2005	A <u>(9)</u>	16,000	<u>(9)</u>	03/10/2015	Common Stock, \$0.01 par value	16,000
DCP Ford Stock Fund Units	<u>(10)</u>				<u>(10)</u>	<u>(10)</u>	Common Stock, \$0.01 par value	<u>(10)</u>
Employee Stock Option (Right to Buy)	\$ 30.19				<u>(11)</u>	03/08/2011	Common Stock, \$0.01 par value	<u>(11)</u>
Employee Stock Option (Right to Buy)	\$ 13.26				<u>(12)</u>	03/11/2014	Common Stock, \$0.01 par value	<u>(12)</u>
Employee Stock Option (Right to Buy)	\$ 16.91				<u>(13)</u>	03/14/2012	Common Stock, \$0.01 par value	<u>(13)</u>
Employee Stock Option (Right to Buy)	\$ 7.55				<u>(14)</u>	03/18/2013	Common Stock, \$0.01 par value	<u>(14)</u>
Employee Stock Option (Right to Buy)	\$ 9.78				<u>(15)</u>	12/05/2012	Common Stock, \$0.01 par value	<u>(15)</u>
Employee Stock Option (Right to Buy)	\$ 9.72				<u>(16)</u>	12/10/2012	Common Stock, \$0.01 par value	<u>(16)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSS DENNIS E FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126			Vice Pres. and Gen. Counsel	

Signatures

s/Kathryn S. Lamping, 03/14/2005
 Attorney-in-Fact

**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 option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (3/14/1997), 66% after two years, and in full after three years.
- (2) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (3/13/1998), 66% after two years, and in full after three years.
- (3) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (3/12/1999), 66% after two years, and in full after three years.
- (4) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (3/10/2000), 66% after two years, and in full after three years.
- (5) These Ford Stock Fund Units were credited to my account by the Company, without payment by me, in transactions exempt under Rule 16b-3(c), under the Company's Benefit Equalization Plan, and included in my most recent plan statement. In general, these Ford Stock Fund Units will be converted and distributed to me, without payment, in cash, following termination of employment, based on the then current price of a Ford Stock Fund Unit and the then current market value of a share of Common Stock.
- (6) These long-term incentive rights, exempt under Rule 16b-3(d), represent the amount of a Final Award that would have been issued and distributed to me, without payment by me, on this date in shares of Common Stock had I not elected to defer in cash under the Company's Deferred Compensation Plan.
- (7) These LTI rights were withheld by the Company to cover my income tax liability relating to a deferral of a Final Award under the Company's 1998 Long-Term Incentive Plan.
- (8) The reported transaction, exempt under Rule 16b-3, represents the conversion, without payment by me, of long-term incentive rights to the right to receive cash from the Company based on my elections under the Company's Deferred Compensation Plan, after termination of employment.
- (9) This option was granted under the Company's 1998 Long-Term Incentive Plan without payment by me. The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2005), 66% after two years, and in full after three years.
- (10) These Ford Stock Fund Units were credited to my account by the Company, in transactions exempt under Rule 16b-3(c), under the Company's Deferred Compensation Plan, and included in my most recent plan statement. In general, these Ford Stock Fund Units will be converted and distributed to me, without payment, in cash, on the March 15 following termination of employment, based on the then current price of a Ford Stock Fund Unit and the then current market value of a share of Common Stock.
- (11) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (3/9/2001), 66% after two years, and in full after three years.
- (12) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/12/2004), 66% after two years, and in full after three years.

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- (13) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/15/2002), 66% after two years, and in full after three years.
- (14) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/19/2003), 66% after two years, and in full after three years.
- (15) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (12/6/2002), 66% after two years, and in full after three years.
- (16) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (12/11/2002), 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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