

FORD MOTOR CO  
Form 4  
May 05, 2010

**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 \*  
**BANNISTER MICHAEL E**

(Last) (First) (Middle)

**FORD MOTOR CREDIT 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)  
**05/04/2010**

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)  
**Executive 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	05/04/2010		M	12,060	A	\$ 9.78 <sub>(1)</sub> 91,813	D	
Common Stock, \$0.01 par value	05/04/2010		M	234,600	A	\$ 7.55 <sub>(2)</sub> 326,413	D	
Common Stock, \$0.01 par	05/04/2010		M	20,100	A	\$ 7.55 <sub>(3)</sub> 346,513	D	

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value

Common Stock, \$0.01 par value	05/04/2010	S	246,660	D	\$ 12.89 <u>(4)</u>	99,853	D
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Common Stock, \$0.01 par value						8,599	I	By Company Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 7.55	05/04/2010		M <sup>(2)</sup>	234,600	<u>(2)</u> 03/04/2017	Common Stock, \$0.01 par value 234,600
Employee Stock Option (Right to Buy)	\$ 7.55	05/04/2010		M <sup>(3)</sup>	20,100	<u>(3)</u> 03/18/2013	Common Stock, \$0.01 par value 20,100
Employee Stock Option (Right to Buy)	\$ 9.78	05/04/2010		M <sup>(1)</sup>	12,060	<u>(1)</u> 12/05/2012	Common Stock, \$0.01 par value 12,060

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

BANNISTER MICHAEL E  
FORD MOTOR CREDIT COMPANY  
ONE AMERICAN ROAD  
DEARBORN, MI 48126

Executive Vice President

## Signatures

Jerome F. Zaremba,  
Attorney-in-Fact

05/05/2010

\_\_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 (12/06/2002), 66% after two years, and in full after three years.
  - (2) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2007), 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 (03/19/2003), 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 \$12.86 to \$12.91. 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.