Odell Stephen T Form 3 August 09, 2010

FORM 3

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

OMB APPROVAL

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SECURITIES

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement FORD MOTOR CO [F] Odell Stephen T (Month/Day/Year) 08/01/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) ONE AMERICAN ROAD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person DEARBORN, MIÂ 48126 (give title below) (specify below) Form filed by More than One Group Vice President Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock, \$0.01 par value 42,648 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	·		Securities U	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. 5. 6. Na Conversion Ownership Benefor Exercise Form of (Instr	
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D)	

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				Shares		(I) (Instr. 5)	
Ford Stock Units	(1)	(1)	Common Stock, \$0.01 par value	6,636	\$ <u>(1)</u>	D	Â
Ford Stock Units	(2)	(2)	Common Stock, \$0.01 par value	102,040	\$ <u>(2)</u>	D	Â
Ford Stock Units	(3)	(3)	Common Stock, \$0.01 par value	87,244	\$ <u>(3)</u>	D	Â
Ford Stock Units	(3)	(3)	Common Stock, \$0.01 par value	9,850	\$ <u>(3)</u>	D	Â
Ford Stock Units	(4)	(4)	Common Stock, \$0.01 par value	4,255	\$ <u>(4)</u>	D	Â
Employee Stock Option (Right to Buy)	(5)	03/08/2011	Common Stock, \$0.01 par value	22,000	\$ 30.19	D	Â
Employee Stock Option (Right to Buy)	(6)	03/14/2012	Common Stock, \$0.01 par value	42,000	\$ 16.91	D	Â
Employee Stock Option (Right to Buy)	(7)	03/18/2013	Common Stock, \$0.01 par value	22,000	\$ 7.55	D	Â
Employee Stock Option (Right to Buy)	(8)	03/11/2014	Common Stock, \$0.01 par value	26,000	\$ 13.26	D	Â
Employee Stock Option (Right to Buy)	(9)	03/10/2015	Common Stock, \$0.01 par value	28,000	\$ 12.49	D	Â
Employee Stock Option (Right to Buy)	(10)	03/09/2016	Common Stock, \$0.01 par	22,000	\$ 7.83	D	Â

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			value				
Employee Stock Option (Right to Buy)	(11)	03/04/2017	Common Stock, \$0.01 par value	45,378	\$ 7.55	D	Â
Employee Stock Option (Right to Buy)	(12)	03/04/2018	Common Stock, \$0.01 par value	88,641	\$ 6.14	D	Â
Employee Stock Option (Right to Buy)	(13)	03/10/2019	Common Stock, \$0.01 par value	188,118	\$ 1.96	D	Â
Employee Stock Option (Right to Buy)	(14)	03/02/2020	Common Stock, \$0.01 par value	40,221	\$ 12.69	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting of their removers	Director	10% Owner	Officer	Other			
Odell Stephen T ONE AMERICAN ROAD DEARBORN. MI 48126	Â	Â	Group Vice President	Â			

Signatures

Jerome F. Zaremba, Attorny-in-Fact 08/09/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These Ford Restricted Stock Units were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 11, 2011.
- (2) These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 11, 2011.
- (3) These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 3, 2012.
- (4) These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 3, 2013.
- (5) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/09/2001), 66% after two years, and in full after three years.
- (6) The option became 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.

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- (7) 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.
- (8) The option became 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.
- (9) The option became 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) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/10/2006), 66% after two years, and in full after three years.
- (11) This option became 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.
- (12) This option is 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.
- (13) This option is 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.
- (14) This option is 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.

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.