Edgar Filing: BROWN THOMAS K - Form 4

BROWN TI	HOMAS K										
Form 4 March 14, 2	011										
FORN	лл	STATES					NGE C	OMMISSION	OMB A OMB	PPROVAL 3235-0287	
Check th	uis box		Wa	shington,	D.C. 20	549			Number:		
if no lon subject t Section Form 4 o Form 5 obligatio	CHANGES IN BENEFICIAL OWNER SECURITIES ection 16(a) of the Securities Exchange Act					e Act of 1934,	Expires: Estimated a burden hou response	irs per			
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).											
(Print or Type	Responses)										
BROWN THOMAS K S			2. Issuer Name and Ticker or Trading Symbol FORD MOTOR CO [F]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I					(Check	neck all applicable)				
(M				(Month/Day/Year) 03/11/2011				Director 10% Owner X Officer (give title Other (specify below) below) Group Vice President			
Filed(M				lf Amendment, Date Original ed(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 			
DEARBORN, MI 48126											
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	nsaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)) (Instr. 8) (A)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock, \$0.01 par value	03/11/2011			M <u>(1)</u>	20,630	A	<u>(1)</u>	187,758	D		
Common Stock, \$0.01 par value	03/11/2011			F <u>(2)</u>	8,418	D	\$ 14.36	179,340	D		
Common Stock, \$0.01 par value								411	I	By Company Plan	

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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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exer	cisable and	7. Title and A	Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date		Underlying Securities		Deri
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)					(Inst
	Derivative				or Disposed of					
	Security				(D)					
					(Instr. 3, 4,					
					and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable	Date	Title	Number	
				Code V	(A) (D)				of Shares	
F 1								Common		
Ford				(1)		(1)	(1)	Stock,		
Stock	<u>(1)</u>	03/11/2011		M <u>(1)</u>	20,630	(1)	(1)	\$0.01 par	20,630	
Units								-		
								value		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
BROWN THOMAS K FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126			Group Vice P	resident			
Signatures							
Jerome F. Zaremba, Attorney-in-Fact		03/14/201					
**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 transaction involved the conversion, without payment by me, of Ford Stock Units into shares of Common Stock under the Company's 1998 Long-Term Incentive Plan.
- (2) These shares were withheld by the Company to cover my income tax liability relating to a grant to me of Common Stock under the Company's 1998 Long-Term Incentive Plan.

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.