FORD EDSEL B II
Form 5
February 10, 2012

FORM 5

OMB APPROVAL

OMB Number:	3235-0362
Expires:	January 31, 2005
Estimated average burden hours per response...	1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

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

ANNUAL 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

1. Name and Address of Reporting Person *
FORD EDSEL B II

(Last) (First) (Middle)

FORD MOTOR COMPANY,Â ONE AMERICAN ROAD

(Street)

DEARBORN,Â MIÂ 48126

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
FORD MOTOR CO [F]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, $0.01 par value	02/02/2011	Â	G	6,644	D	$ 0	1,955,951	D	Â
Common Stock, $0.01 par value	09/13/2011	Â	G	294,824	D	$ 0	1,661,127	D	Â

Common Stock, $0.01 par value	02/02/2011	Â	G	6,644	A	$ 0	746,848	I	By Trust-Children (1)
Common Stock, $0.01 par value	09/13/2011	Â	G	89,984	D	$ 0	656,864	I	By Trust-Children (1)
Common Stock, $0.01 par value	09/13/2011	Â	G	89,984	A	$ 0	89,984	I	as Trustee-Remainder Trusts (2)
Class B Stock, $0.01 par value	09/13/2011	Â	G	72,771	D	$ 0	2,082,522	I	By Voting Trust-Children (3)
Class B Stock, $0.01 par value	09/13/2011	Â	G	72,771	A	$ 0	910,712	I	as Trustee-Remainder Trusts (4)
Common Stock, $0.01 par value	Â	Â	Â	Â	Â	Â	24,321	I	By Spouse (5)
Common Stock, $0.01 par value	Â	Â	Â	Â	Â	Â	17,049	I	By Company Plan
Common Stock, $0.01 par value	Â	Â	Â	Â	Â	Â	315,459	I	as Trustee (6)
Class B Stock, $0.01 par value	Â	Â	Â	Â	Â	Â	32,508	I	By Spouse (5)
Class B Stock, $0.01 par value	Â	Â	Â	Â	Â	Â	80	I	By Voting Trust (7)
Class B Stock, $0.01 par value	Â	Â	Â	Â	Â	Â	1,829,569	I	as Trustee (6)

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.

SEC 2270 (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 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)		8. Price Deriva Securit (Instr.
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Ford Stock Units	Â	Â	Â	Â	Â	Â	Â (8)	Â (8)	Common Stock, $0.01 par value	95,171 (8)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORD EDSEL B II FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN,Â MIÂ 48126	Â X	Â	Â	Â

Signatures

Jerome F. Zaremba, Attorney-in-Fact	02/10/2012
**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) I am the trustee of these trusts for my children. I disclaim beneficial ownership of these shares.

(2) I am the trustee of these trusts for the benefit of my children's children. I disclaim beneficial ownership of these shares.

(3) I am one of five trustees of the voting trust. As shown, it holds 2,082,522 shares of Class B Stock for the benefit of my children. I disclaim benefical ownership of these shares.

(4) I am the trustee of these trusts for the benefit of my children's children. I disclaim beneficial ownership of these shares. This holding had previously been reported as three separate holdings.

(5) I disclaim beneficial ownership of these shares owned by my wife.

(6) I am the trustee of this trust which holds these shares for the benefit of my children. I disclaim beneficial ownership of these shares.

(7) I am one of five trustees of the voting trust. As shown, it holds 80 shares of Class B Stock for my benefit. I disclaim benefical ownership of any other shares of Class B Stock in said voting trust.

(8) These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these Ford Stock Units will be converted and distributed to me, without payment, in cash, on January 10th of the year following termination of Board service, based upon the then current market value of a share of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.