FORD MOTOR CO

Form 4

August 21, 2015

FORM 4

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

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FORD WILLIAM CLAY JR			2. Issuer Name and Ticker or Trading Symbol FORD MOTOR CO [F]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	X Director 10% Owner		
FORD MOTOR COMPANY, ONE AMERICAN ROAD			08/19/2015	X Officer (give title Other (specify below) Exec. Chairman and Chairman		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_Form filed by One Reporting Person		
DEARBORN, MI 48126				Form filed by More than One Reporting		

DEARBORN, MI 48126			Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acq	quired, Dispos	ed of, or Bene	eficially Owned	
Title of	2 Transaction Date	24 Deemed	3	4 Securities Acquired 5	Amount of	6	7 Nature of	

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative	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. 4. Securities Acquired if Transaction(A) or Disposed of Code (D) ar) (Instr. 8) (Instr. 3, 4 and 5)		Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Stock, \$0.01 par value	08/19/2015		С	37,000	D	\$0	140,671	D	
Class B Stock, \$0.01 par value	08/19/2015		С	37,000	A	\$ 0	7,406,618	I	By Voting Trust (1)
Class B Stock, \$0.01 par value							76,882	I	By Spouse (2)

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Class B Stock, \$0.01 par value	1,831,288	I	By Voting Trust-Children
Class B Stock, \$0.01 par value	187,012	I	by Spouse as Trustee (4)
Class B Stock, \$0.01 par value	1,156,794	I	By Annuity Trust (5)
Common Stock, \$0.01 par value	60,843	Ι	by Spouse as Trustee (4)
Common Stock, \$0.01 par value	55,798	Ι	By Children (6)
Common Stock, \$0.01 par value	101,194	Ι	By Company Plan
Common Stock, \$0.01 par value	12,412	Ι	By Spouse (2)
Common Stock, \$0.01 par value	198,039	Ι	By Trust-Children

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 1474

(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)	Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	of Derivativ Securities	(Month/Day/Year) e s	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	Deriv Secur Bene Own
	Security			Acquired		(IIISti. 3 aliu 4)		Follo

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(A) or Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date

Exercisable Date

Expiration Title Amount

Amount or Number

of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships							
r g	Director	10% Owner	Officer	Other				
FORD WILLIAM CLAY JR FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN MI 48126	X		Exec. Chairman and Chairman					

Signatures

Jerome F. Zaremba, Attoreny-in-Fact 08/21/2015

**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 one of four trustees of the voting trust. As shown, it holds 7,406,618 shares of Class B Stock for my benefit. I disclaim beneficial ownership of any other shares of Class B Stock in said voting trust.
- (2) I disclaim beneficial ownership of these shares owned by my wife.
- (3) I am one of four trustees of the voting trust. As shown, it holds 1,831,288 shares of Class B Stock for the benefit of my children. I disclaim beneficial ownership of these shares.
- (4) I disclaim beneficial ownership of these shares held by my wife as trustee of this trust for the benefit of my descendants.
- (5) These shares are held in a grantor annuity trust of which I am the trustee.
- (6) I disclaim beneficial ownership of these shares owned by my children.
- (7) I am the trustee of these trusts for my children. I disclaim beneficial ownership of these shares.

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.

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