

FORD MOTOR CO
Form 5
February 13, 2015

FORM 5

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

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

**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

OMB APPROVAL

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

(Last) (First) (Middle)

FORD MOTOR COMPANY, ONE
AMERICAN ROAD

(Street)

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

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2014

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DEARBORN, MI 48126

(City) (State) (Zip)

☒ 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)
Class B Stock, \$0.01 par value	01/21/2014	Â	G	1,694 D \$ 0	1,794,818 I		By Voting Trust-Children ⁽¹⁾
Common Stock, \$0.01 par value	01/22/2014	Â	G	8,450 D \$ 0	140,499 D	Â	

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Common Stock, \$0.01 par value	01/22/2014	Â	G	6,760	A	\$ 0	679,724	I	By Trust-Children <u>(2)</u>
Common Stock, \$0.01 par value	05/09/2014	Â	G	15,800	A	\$ 0	695,524	I	By Trust-Children <u>(2)</u>
Common Stock, \$0.01 par value	05/09/2014	Â	G	15,800	D	\$ 0	679,724	I	By Trust-Children <u>(2)</u>
Common Stock, \$0.01 par value	05/09/2014	Â	G	15,800	A	\$ 0	179,490	I	as Trustee-Remainder Trusts <u>(3)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	18,287	I	By Company Plan
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	24,321	I	By Spouse <u>(4)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	161,909	I	as Trustee <u>(5)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	1,341,411	I	By Annuity Trust <u>(6)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	1,194,905	I	as Trustee-Remainder Trusts <u>(3)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	1,983,119	I	as Trustee <u>(5)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	32,508	I	By Spouse <u>(4)</u>
	Â	Â	Â	Â	Â	Â	80	I	By Voting Trust <u>(7)</u>

Class B
Stock,
\$0.01 par
value

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.

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(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 or Value of Underlying Securities (Instr. 3 and 4)
					(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	127,400 (8)

Reporting Owners

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

Signatures

Jerome F. Zaremba,
Attorney-in-Fact 02/13/2015

__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 1,794,818 shares of Class B Stock for the benefit of my children. I disclaim beneficial ownership of these shares.

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- (2) I am the trustee of these trusts for my children. I disclaim beneficial ownership of these shares.
- (3) I am the trustee of these trusts for the benefit of my children's children. I disclaim beneficial ownership of these shares.
- (4) I disclaim beneficial ownership of these shares owned by my wife.
- (5) I am the trustee of this trust which holds these shares for the benefit of my children. I disclaim beneficial ownership of these shares.
- (6) These shares are held in a grantor retained annuity trust of which I am trustee.
- (7) I am one of four trustees of the voting trust. As shown, it holds 80 shares of Class B Stock for my benefit. I disclaim beneficial ownership of any other shares of Class B Stock in said voting trust.

These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these

- (8) 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.