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FORD MO Form 4	FOR CO										
March 07, 2	2016										
FORM	14		GEGU						OMB A	PPROVAL	
	UNITED	STATES			ND EXC , D.C. 205		IGE CO	OMMISSION	OMB Number:	3235-0287	
Subject to Section 16. Form 4 or			CHANGES IN BENEFICIAL OWNERSH SECURITIES						Expires:January 31 2009Estimated average burden hours per response0.5		
obligation may cor <i>See</i> Inst 1(b).	ons Section 17(a) of the F	Public U	tility Hol		pany	Act of 1	Act of 1934, 1935 or Section	I		
(Print or Type	Responses)										
Shanks Robert L Symbo					Ticker or T	rading	>	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (1	Middle)	FORD MOTOR CO [F] 3. Date of Earliest Transaction (Check						ek all applicable)		
	TOR COMPANY	,		Day/Year)				Director _X Officer (give below) Executive V		Owner er (specify -CFO	
	(Street)			endment, Da nth/Day/Year	-		1	5. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M	ne Reporting Pe	erson	
	RN, MI 48126						I	Person		1 0	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	ecurit	ies Acqui	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			Code (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)		
C				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock, \$0.01 par value	03/04/2016			M <u>(1)</u>	18,013	Α	<u>(1)</u>	332,112	D		
Common Stock, \$0.01 par value	03/04/2016			M <u>(1)</u>	141,176	A	(1)	473,288	D		
Common Stock, \$0.01 par value	03/04/2016			F <u>(2)</u>	62,768	D	\$ 13.59	410,520	D		

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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 SEC 1474 information contained in this form are not (9-02)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 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. Transacti Code (Instr. 8)	5. Number of onDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Ford Stock Units	<u>(1)</u>	03/04/2016		M <u>(1)</u>		141,176	<u>(1)</u>	<u>(1)</u>	Common Stock, \$0.01 par value	141,17
Ford Stock Units	<u>(1)</u>	03/04/2016		M <u>(1)</u>		18,013	<u>(1)</u>	(1)	Common Stock, \$0.01 par value	18,01
Ford Stock Units	<u>(3)</u>	03/03/2016		A <u>(3)</u>	68,131		(3)	(3)	Common Stock, \$0.01 par value	68,13

Reporting Owners

Reporting Owner Name / Address		Relationships						
1	Director	10% Owner	Officer	Other				
Shanks Robert L FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126			Executive Vice President-CFO					
Signatures								

Jerome F. Zaremba, Attorney-in-Fact

03/07/2016

**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).

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- (1) The reported transaction involved the conversion, without payment by me, of Ford Stock Units into shares of Common Stock under the Company's 2008 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 2008 Long-Term Incentive Plan.

These Ford Restricted Stock Units were acquired under the Company's 2008 Long-Term Incentive Plan without payment by me. These
(3) Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock to the extent of 33% after one year from the date of grant (03/03/2016), 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.