

Parker John G
Form 4
March 07, 2008

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Parker John G

(Last) (First) (Middle)

FORD MOTOR COMPANY, ONE AMERICAN ROAD

(Street)

DEARBORN, MI 48126

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 par value	03/05/2008		M ⁽¹⁾		4,259	A	Ⓛ
Common Stock, \$0.01 par value	03/05/2008		F ⁽²⁾		1,553	D	\$ 6.14
Common Stock, \$0.01 par value	03/05/2008		M ⁽¹⁾		100,813	A	Ⓛ

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Common Stock, \$0.01 par value	03/05/2008	F ⁽²⁾	36,747	D	\$ 6.14	97,472	D	
Common Stock, \$0.01 par value	03/05/2008	A ⁽³⁾	6,795	A	€	104,267	D	
Common Stock, \$0.01 par value	03/05/2008	F ⁽²⁾	2,477	D	\$ 6.14	101,790	D	
Common Stock, \$0.01 par value						17,016	I	By Company Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Security (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount of Underlying Security
Ford Stock Equivalents	(1)	03/05/2008		M ⁽¹⁾	4,259	(1) (1)	Common Stock, \$0.01 par value 4
Ford Stock Units	(1)	03/05/2008		M ⁽¹⁾	100,813	(1) (1)	Common Stock, \$0.01 par value 10
Ford Stock Units	(4)	03/05/2008		A ⁽⁴⁾	35,724	(4) (4)	Common Stock, \$0.01 par value 3
	(5)	03/05/2008		A ⁽⁵⁾	77,704	(5) (5)	Common Stock, \$0.01 par value 7

Ford Stock
Units

Common
Stock,
\$0.01 par
value

Ford Stock Units	(6)	03/05/2008	A(6)	122,249	(6)	(6)	Common Stock, \$0.01 par value	12
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Parker John G FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126			Group Vice President	

Signatures

/s/Jerome F. Zaremba, Attorney-in-Fact	03/07/2008
<u> </u> 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 Equivalents 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.
- (3) These shares were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me.
- (4) These Ford Restricted Stock Units were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 5, 2010.
- (5) These Ford Restricted Stock Units were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock on March 5, 2011.
- (6) These Ford Restricted Stock Units were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me. These Ford Restricted Stock Units will be converted and distributed to me, without payment, in shares of Common Stock when they vest, as follows: 33% after one year from the date of grant (03/05/2008), 33% after two years and 34% 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.

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