

Odell Stephen T
Form 3
August 09, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Odell Stephen T | | (Month/Day/Year) | FORD MOTOR CO [F] | |
| (Last) | (First) | (Middle) | 08/01/2010 | |
| ONE AMERICAN ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| DEARBORN,Â MIÂ 48126 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Group Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock, \$0.01 par value | 42,648 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|--------------------------------------|---------------|--------------|--------------------------------|---------|---------------|-------------------|---|
| Ford Stock Units | Â <u>(1)</u> | Â <u>(1)</u> | Common Stock, \$0.01 par value | 6,636 | \$ <u>(1)</u> | D | Â |
| Ford Stock Units | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock, \$0.01 par value | 102,040 | \$ <u>(2)</u> | D | Â |
| Ford Stock Units | Â <u>(3)</u> | Â <u>(3)</u> | Common Stock, \$0.01 par value | 87,244 | \$ <u>(3)</u> | D | Â |
| Ford Stock Units | Â <u>(3)</u> | Â <u>(3)</u> | Common Stock, \$0.01 par value | 9,850 | \$ <u>(3)</u> | D | Â |
| Ford Stock Units | Â <u>(4)</u> | Â <u>(4)</u> | Common Stock, \$0.01 par value | 4,255 | \$ <u>(4)</u> | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(5)</u> | 03/08/2011 | Common Stock, \$0.01 par value | 22,000 | \$ 30.19 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u> | 03/14/2012 | Common Stock, \$0.01 par value | 42,000 | \$ 16.91 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)</u> | 03/18/2013 | Common Stock, \$0.01 par value | 22,000 | \$ 7.55 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(8)</u> | 03/11/2014 | Common Stock, \$0.01 par value | 26,000 | \$ 13.26 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(9)</u> | 03/10/2015 | Common Stock, \$0.01 par value | 28,000 | \$ 12.49 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(10)</u> | 03/09/2016 | Common Stock, \$0.01 par | 22,000 | \$ 7.83 | D | Â |

| | | | value | | | | |
|--------------------------------------|--------|------------|--------------------------------|---------|----------|---|---|
| Employee Stock Option (Right to Buy) | Â (11) | 03/04/2017 | Common Stock, \$0.01 par value | 45,378 | \$ 7.55 | D | Â |
| Employee Stock Option (Right to Buy) | Â (12) | 03/04/2018 | Common Stock, \$0.01 par value | 88,641 | \$ 6.14 | D | Â |
| Employee Stock Option (Right to Buy) | Â (13) | 03/10/2019 | Common Stock, \$0.01 par value | 188,118 | \$ 1.96 | D | Â |
| Employee Stock Option (Right to Buy) | Â (14) | 03/02/2020 | Common Stock, \$0.01 par value | 40,221 | \$ 12.69 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Odell Stephen T ONE AMERICAN ROAD DEARBORN, MI 48126 | Â | Â | Â Group Vice President | Â |

Signatures

Jerome F. Zaremba, 08/09/2010
Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 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 11, 2011.
- (2) These Ford Restricted Stock Units were acquired under the Company's 2008 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 11, 2011.
- (3) These Ford Restricted Stock Units were acquired under the Company's 2008 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 3, 2012.
- (4) These Ford Restricted Stock Units were acquired under the Company's 2008 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 3, 2013.
- (5) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/09/2001), 66% after two years, and in full after three years.
- (6) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/15/2002), 66% after two years, and in full after three years.

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- (7) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/19/2003), 66% after two years, and in full after three years.
- (8) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/12/2004), 66% after two years, and in full after three years.
- (9) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2005), 66% after two years, and in full after three years.
- (10) The option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/10/2006), 66% after two years, and in full after three years.
- (11) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2007), 66% after two years, and in full after three years.
- (12) This option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2008), 66% after two years, and in full after three years.
- (13) This option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/11/2009), 66% after two years, and in full after three years.
- (14) This option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/03/2010), 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.

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