

FORD EDSEL B II
Form 4
January 04, 2005

FORM 4

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).

**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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

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

(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)

12/31/2004

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock, \$0.01 par value	12/31/2004		A ⁽¹⁾		8,506	A 11	2,014,330	D	
Common Stock, \$0.01 par value	12/31/2004		F ⁽²⁾		3,157	D \$ 14.7	2,011,173	D	
Common Stock, \$0.01 par value							15,863	I	By Company Plan

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Common Stock, \$0.01 par value	24,321	I	By Spouse ⁽³⁾ <u> </u>
Common Stock, \$0.01 par value	16,035	I	By Spouse as Custodian ⁽⁴⁾ <u> </u>
Common Stock, \$0.01 par value	343,421	I	By Trust-Children ⁽⁵⁾ <u> </u>
Common Stock, \$0.01 par value	131,683	I	Conservatorship ⁽⁶⁾ <u> </u>
Common Stock, \$0.01 par value	37,555	I	Custodian ⁽⁷⁾ <u> </u>
Class B Stock, \$0.01 par value	32,508	I	By Spouse ⁽³⁾ <u> </u>
Class B Stock, \$0.01 par value	28,474	I	By Spouse as Custodian ⁽⁴⁾ <u> </u>
Class B Stock, \$0.01 par value	2,326,660	I	By Voting Trust ⁽⁸⁾ <u> </u>
Class B Stock, \$0.01 par value	424,824	I	By Voting Trust - Children ⁽⁹⁾ <u> </u>
Class B Stock, \$0.01 par value	162,480	I	Conservatorship ⁽⁶⁾ <u> </u>
Class B Stock, \$0.01 par value	50,196	I	Custodian ⁽⁷⁾ <u> </u>

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

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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)	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 (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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Ford Stock Units	(10)	12/31/2004		A	(10) 2,041	(10) (10)	Common Stock, \$0.01 par value	2,041 \$ 1. (10)

Reporting Owners

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

Signatures

s/Kathryn S. Lamping,
Attorney-in-Fact 01/04/2005

__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) These shares were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me.

(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) I disclaim beneficial ownership of these shares owned by my wife.

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- (4) I disclaim beneficial ownership of these shares held by my wife as custodian for my children.
- (5) I am the trustee of these trusts for two of my children. I disclaim beneficial ownership of these shares.
- (6) I disclaim beneficial ownership of these shares which are held by me as conservator for one of my children.
- (7) These shares are held by me as custodian for one of my children. I disclaim beneficial ownership of these shares.
- (8) I am one of five trustees of the voting trust. As shown, it holds 2,326,660 shares of Class B Stock for my benefit. I disclaim beneficial ownership of any other shares of Class B Stock in said voting trust.
- (9) I am one of five trustees of the voting trust. As shown, it holds 424,824 shares of Class B Stock for the benefit of two of my c hildren. I disclaim beneficial ownership of these shares.
- (10) These Ford Stock Units were credited to my account by the Company at the crediting price of \$14.70 per Stock Unit under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these 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 is insufficient, *see* Instruction 6 for procedure.
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