

FORD MOTOR CO  
Form 5  
February 06, 2014

# 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  
Number: 3235-0362  
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2005  
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response... 1.0

1. Name and Address of Reporting Person \*  
Thai-Tang Hau N

(Last) (First) (Middle)

ONE AMERICAN ROAD

(Street)

DEARBORN, MI 48126

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Group Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-----------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock,<br>\$0.01 par<br>value | 11/04/2013                              | Â                                                           | G                                       | 360 D \$ 0                                                                 | 135,178                                                                                                         | I                                                                    | By Spouse<br>as Trustee<br>(1)                                    |
| Common<br>Stock,<br>\$0.01 par<br>value | Â                                       | Â                                                           | Â                                       | Â Â Â                                                                      | 3,552                                                                                                           | I                                                                    | By<br>Company<br>Plan                                             |
| Common                                  | Â                                       | Â                                                           | Â                                       | Â Â Â                                                                      | 16,110                                                                                                          | D                                                                    | Â                                                                 |

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Stock,  
\$0.01 par  
value

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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| BEP Ford Stock Fund Units                  | Â                                                      | Â                                    | Â                                                  | Â                              | Â Â (2)                                                                                 | Â (2)                                                    | Common Stock, \$0.01 par value                                | 71 (2)                        |
| Employee Stock Option (Right to Buy)       | \$ 12.49                                               | Â                                    | Â                                                  | Â                              | Â Â Â (3)                                                                               | 03/10/2015                                               | Common Stock, \$0.01 par value                                | 25,000 (3)                    |
| Employee Stock Option (Right to Buy)       | \$ 7.83                                                | Â                                    | Â                                                  | Â                              | Â Â Â (4)                                                                               | 03/09/2016                                               | Common Stock, \$0.01 par value                                | 30,000 (4)                    |
| Employee Stock Option (Right to Buy)       | \$ 7.55                                                | Â                                    | Â                                                  | Â                              | Â Â Â (5)                                                                               | 03/04/2017                                               | Common Stock, \$0.01 par value                                | 23,123 (5)                    |
| Employee Stock Option (Right to Buy)       | \$ 6.14                                                | Â                                    | Â                                                  | Â                              | Â Â Â (6)                                                                               | 03/04/2018                                               | Common Stock, \$0.01 par value                                | 33,547 (6)                    |

|                                                  |          |   |   |   |   |   |   |      |            |                                         |                |
|--------------------------------------------------|----------|---|---|---|---|---|---|------|------------|-----------------------------------------|----------------|
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 12.69 | Â | Â | Â | Â | Â | Â | (7)  | 03/02/2020 | Common<br>Stock,<br>\$0.01 par<br>value | 14,919<br>(7)  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 14.76 | Â | Â | Â | Â | Â | Â | (8)  | 03/02/2021 | Common<br>Stock,<br>\$0.01 par<br>value | 9,734<br>(8)   |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 12.46 | Â | Â | Â | Â | Â | Â | (9)  | 03/04/2022 | Common<br>Stock,<br>\$0.01 par<br>value | 37,414<br>(9)  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 12.75 | Â | Â | Â | Â | Â | Â | (10) | 03/03/2023 | Common<br>Stock,<br>\$0.01 par<br>value | 29,821<br>(10) |
| Ford<br>Stock<br>Units                           | Â        | Â | Â | Â | Â | Â | Â | (11) | Â (11)     | Common<br>Stock,<br>\$0.01 par<br>value | 10,770<br>(11) |
| Ford<br>Stock<br>Units                           | Â        | Â | Â | Â | Â | Â | Â | (12) | Â (12)     | Common<br>Stock,<br>\$0.01 par<br>value | 1,902<br>(12)  |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                        |       |
|------------------------------------------------------------|---------------|-----------|------------------------|-------|
|                                                            | Director      | 10% Owner | Officer                | Other |
| Thai-Tang Hau N<br>ONE AMERICAN ROAD<br>DEARBORN, MI 48126 | Â             | Â         | Â Group Vice President | Â     |

## Signatures

Jerome F. Zaremba,  
Attorney-in-Fact

02/06/2014

\_\_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 are held by my spouse as Trustee.

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- (2) These Ford Stock Fund Units were acquired under the Company's Benefit Equalization Plan. In general, these Ford Stock Fund Units will be converted and distributed to me, without payment, in cash, following termination of employment, based on the then current price of a Ford Stock Fund Unit and the then current market value of a share of Common Stock.
- (3) This 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.
- (4) 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.
- (5) The 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.
- (6) The option became 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.
- (7) This option became 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.
- (8) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/03/2011), 66% after two years, and in full after three years.
- (9) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2012), 66% after two years, and in full after three years.
- (10) This option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/04/2013), 66% after two years, and in full after three years.
- (11) 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 4, 2015.
- (12) 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, 2014.

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.