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FORD MOTOR CO
 Form S-8
 October 11, 2001

Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT
 UNDER
 THE SECURITIES ACT OF 1933

FORD MOTOR COMPANY
 (Exact name of registrant as specified in its charter)

Delaware
 (State or other jurisdiction of
 incorporation or organization)

38-0549190
 (I.R.S. Employer Identification No.)

One American Road
 Dearborn, Michigan
 (Address of principal executive offices)

48126-1899
 (Zip Code)

BENEFIT EQUALIZATION PLAN
 (Full title of the Plan)

J. M. RINTAMAKI, Esq.
 Ford Motor Company
 P. O. Box 1899
 One American Road
 Dearborn, Michigan 48126-1899
 (313) 323-2260
 (Name, address and telephone number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

| Title of securities to be registered | Amount to be registered | Proposed maximum offering price per obligation | Proposed maximum aggregate offering price** |
|--|-------------------------|--|---|
| Benefit Equalization Plan Obligations* | \$9,000,000 | 100% | \$9,000,000 |

* The Benefit Equalization Plan Obligations are unsecured obligations of Ford Motor Company to pay compensation in the future in accordance with the terms of the savings plan portion of the Ford Motor Company Benefit Equalization

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Plan.

** Estimated solely for the purpose of determining the registration fee.

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FORD MOTOR COMPANY BENEFIT EQUALIZATION PLAN

INCORPORATION OF CONTENTS OF PRIOR REGISTRATION STATEMENT

The contents of Registration Statement No. 333-02735 and 333-87619 are incorporated herein by reference.

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

- Exhibit 4 - Ford Motor Company Benefit Equalization Plan, as amended and restated as of December 18, 2000. Filed as Exhibit 10-F to Ford Motor Company's Annual Report on Form 10-K for the year ended December 31, 2000, and incorporated herein by reference.
- Exhibit 5.1 - Opinion of Kathryn S. Lamping, an Assistant Secretary and Counsel of Ford Motor Company, with respect to the legality of the securities being registered hereunder. Filed with this Registration Statement.
- Exhibit 5.2 - Opinion of Bonnie S. Gorichan, Counsel of Ford Motor Company, with respect to compliance requirements of the Employee Retirement Income Security Act of 1974. Filed with this Registration Statement.
- Exhibit 15 - Letter from Independent Certified Public Accountants regarding unaudited interim financial information. Filed with this Registration Statement.
- Exhibit 23 - Consent of Independent Certified Public Accountants. Filed with this Registration Statement.
- Exhibit 24.1 - Powers of Attorney authorizing signature. Filed as Exhibit 24.1 to Registration Statement 333-61882 and incorporated herein by reference.
- Exhibit 24.2 - Power of Attorney authorizing signature. Filed with this Registration Statement.
- Exhibit 24.3 - Certified resolutions of Board of Directors authorizing signature pursuant to a power of attorney. Filed as Exhibit 24.2 to Registration Statement No. 333-61882 and incorporated herein by reference.

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The Registrant. Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dearborn, State of Michigan, on this 11th day of October, 2001.

FORD MOTOR COMPANY

By: Jacques Nasser*

(Jacques Nasser)
Chief Executive Officer and President

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the date indicated.

| Signature ----- | Title ----- | Date ----- |
|--|---|---------------|
| Jacques Nasser* ----- (Jacques Nasser) | Director, Chief Executive Officer and President (principal executive officer) | |
| William Clay Ford, Jr.* ----- (William Clay Ford, Jr.) | Director, Chairman of the Board of Directors, Chairman of the Finance Committee, Chairman of the Organization Review and Nominating Committee and Chairman of the Environmental and Public Policy Committee | October |
| John R. H. Bond* ----- (John R. H. Bond) | Director | |
| Michael D. Dingman* ----- (Michael D. Dingman) | Director and Chairman of the Compensation Committee | |
| Edsel B. Ford II* ----- (Edsel B. Ford II) | Director | |

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| Signature ----- | Title ----- | Date ----- |
|--|---|---------------|
| William Clay Ford* ----- (William Clay Ford) | Director | |
| Irvine O. Hockaday, Jr.* ----- (Irvine O. Hockaday, Jr.) | Director and Chairman of the Audit Committee | |
| Marie-Josee Kravis* ----- (Marie-Josee Kravis) | Director | |
| Richard A. Manoogian ----- (Richard A. Manoogian) | Director | |
| Ellen R. Marram* ----- (Ellen R. Marram) | Director | October |
| Homer A. Neal* ----- (Homer A. Neal) | Director | |
| Jorma Ollila* ----- (Jorma Ollila) | Director | |
| Carl E. Reichardt* ----- (Carl E. Reichardt) | Director | |
| Robert E. Rubin* ----- | Director | |

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(Robert E. Rubin)

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| Signature ----- | Title ----- | Date ----- |
|--|--|---------------|
| John L. Thornton* ----- (John L. Thornton) | Director | |
| I. Martin Inglis* ----- (I. Martin Inglis) | Group Vice President and Chief Financial Officer (principal financial officer) | |
| Lloyd E. Hansen* ----- (Lloyd E. Hansen) | Vice President and Controller (principal accounting officer) | |

*By: /s/ K. S. Lamping

(K. S. Lamping,
Attorney-in-Fact)

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EXHIBIT INDEX

| | | |
|-------------|---|---|
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Sequential
at Which
(or Incorporation)
by Reference

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Secretary and Counsel of Ford Motor Company, with respect to the legality of the securities being registered hereunder. Filed with this Registration Statement.

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