

FORD EDSEL B II
Form 4
December 27, 2017

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

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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)

12/22/2017

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)
Common Stock, \$0.01 par value	02/14/2017		G V	15,400 D \$ 0	881,618	D	
Common Stock, \$0.01 par value	02/14/2017		G V	8,800 A \$ 0	875,844	I	By Trust-Children (1)
Common Stock, \$0.01 par value	05/10/2017		G V	289,296 D \$ 0	0	I	By Annuity Trust (2)

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Common Stock, \$0.01 par value	05/10/2017	G	V	289,296	A	\$ 0	1,170,914	D	
Common Stock, \$0.01 par value	12/22/2017	C ⁽³⁾		1,059,100	D	\$ 0 (3)	111,814	D	
Class B Stock, \$0.01 par value	12/22/2017	C ⁽³⁾		1,059,100	A	\$ 0 (3)	1,059,180	I	By Voting Trust ⁽⁴⁾
Class B Stock, \$0.01 par value							1,803,787	I	as Trustee-Remainder Trusts ⁽⁵⁾
Class B Stock, \$0.01 par value							32,508	I	By Spouse ⁽⁶⁾
Class B Stock, \$0.01 par value							2,129,127	I	By Voting Trust-Children ⁽⁷⁾
Class B Stock, \$0.01 par value							1,269,672	I	as Trustee ⁽⁸⁾
Common Stock, \$0.01 par value							251,938	I	as Trustee-Remainder Trusts ⁽⁵⁾
Common Stock, \$0.01 par value							21,448	I	By Company Plan
Common Stock, \$0.01 par value							24,321	I	By Spouse ⁽⁶⁾
Common Stock, \$0.01 par value							17,346	I	as Trustee ⁽⁸⁾

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

Jerome F. Zaremba,
Attorney-in-Fact 12/27/2017

__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) I am the trustee of these trusts for my children. I disclaim beneficial ownership of these shares.
- (2) These shares are held in a grantor retained annuity trust of which I am trustee.
- (3) The reported transactions resulted from an exchange of Common Stock for Class B Stock on a one-for-one basis among holders of Class B Stock.
- (4) I am one of four trustees of the voting trust. As shown, it holds 1,059,180 shares of Class B Stock for my benefit. I disclaim beneficial ownership of any other shares of Class B Stock in said voting trust.

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- (5) I am the trustee of these trusts for the benefit of my children's children. I disclaim beneficial ownership of these shares.
- (6) I disclaim beneficial ownership of these shares owned by my wife.
- (7) I am one of four trustees of the voting trust. As shown, it holds 2,129,127 shares of Class B Stock for the benefit of my children. I disclaim beneficial ownership of these shares.
- (8) I am the trustee of this trust which holds these shares for the benefit of my children. I disclaim beneficial ownership of these shares.

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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