FORD MOTOR CO
Form 4
August 12, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Thornton,	John	L.
(Last)	(First)	(Middle)

c/o Goldman, Sachs & Co.
85 Broad Street
(Street)

New York,	New York	10004
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Ford Motor Company
F(Common)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Year

July/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

[X] Director [ ] 10% Owner
[ ] Officer (give title below) [ ] Other (specify below)

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7. Individual or Joint/Group Filing (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 Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) Code	V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount	(A) or (D)	Price	5. Amo Sec Ben Own of (In and
Common Stock							
Common Stock	7/5/02	S		2,000	D	$15.55	
Common Stock	7/10/02	P		2,000	A	$14.89	
Common Stock	7/10/02	P		28,951	A	$14.52	
Common Stock	7/10/02	S		28,951	D	$14.58	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owne
(e.g., puts, calls, warrants, options, convertible securities)

1.	2. Conversion or Exercise Price of	3. Transaction	4. Trans- action Code	5. Number of Derivative Securities Acquired (A) or Disposed of(D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount	

Title of Derivative Security (Instr. 3)	Deriv-ative Secur-ity	Date (Month/ Day/ Year)	(Instr 8) Code	V	(Instr. 3, 4 and 5) (A)	(D)	Date Exer-cisable	Expira-tion Date	Title	or Number of Shares
6.50% Cumulative Convertible Trust Preferred Securities	03	7/9/02	P		99,500		Immed.	1/15/32	Common Stock	03
6.50% Cumulative Convertible Trust Preferred Securities	03	7/9/02	S			92,300	Immed.	1/15/32	Common Stock	03
6.50% Cumulative Convertible Trust Preferred Securities	03	7/9/02	S			7,200	Immed.	1/15/32	Common Stock	03
Ford Stock Equivalents	04						04	04	Common Stock	2,797
Ford Stock Units	05						05	05	Common Stock	23,654

Explanation of Responses:

01: The Reporting Person is a Director, President and Co-Chief Operating Officer of The Goldman Sachs Group, Inc. ("GS Group"). Goldman, Sachs & Co. ("Goldman Sachs") is an indirect wholly-owned subsidiary of GS Group. The Reporting Person disclaims beneficial ownership of the securities reported herein as indirectly owned except to the extent of his pecuniary interest therein.

02: The securities reported herein as indirectly purchased and sold were purchased and sold and were beneficially owned directly by Goldman Sachs. Without admitting any legal obligation, Goldman Sachs will remit appropriate profits, if any, to the Company.

03: Each 6.50% Cumulative Convertible Trust Preferred Security ("Preferred Securities") is convertible, at the option of the holder, into 2.8249 shares of Ford Motor Company common stock.

04: These Ford Stock Equivalents were acquired under the Company's Restricted Stock Plan for Non-Employee Directors without payment by the Reporting Person. In general, approximately 20% of the initial grant of 3,496 Ford Stock Equivalents will be converted and distributed to the Reporting Person, without payment, in shares of Common Stock on June 1 of the 5 years commencing 6/1/2002.

05: These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these Ford Stock Units will be converted and distributed to the Reporting Person, 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.

By: s/ Roger S. Begelman	August 12, 2002
**Signature of Reporting Person Attorney-in-fact	Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedures.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to Rule 101(b)(4) of Regulation S-T.