

FORD EDSEL B II
Form 5
February 14, 2018

FORM 5

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

OMB APPROVAL

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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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2017

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

FORD MOTOR COMPANY, ONE AMERICAN ROAD

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DEARBORN, MI 48126

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (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	Â	G	25,462 A	\$ 0 486,431	I	By Trust - Children ⁽¹⁾
Class B Stock, \$0.01 par value	12/22/2017	Â	G	4,440 D	\$ 0 932,593	I	By Voting Trust - Children ⁽²⁾

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Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	1,803,787	I	as Trustee - Remainder/Descendants Trusts <u>(3)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	32,508	I	By Spouse <u>(4)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	1,059,180	I	By Voting Trust <u>(5)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	1,269,672	I	as Trustee <u>(6)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	45,015	I	as Trustee - Trust under Will <u>(7)</u>
Class B Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	140,361	I	as Trustee <u>(8)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	30,471	I	as Trustee - Trust under Will <u>(7)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	114,259	I	as Trustee <u>(8)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	251,938	I	as Trustee - Remainder/Descendants Trusts <u>(3)</u>
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	111,815	D	Â
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	21,451	I	By Company Plan
	Â	Â	Â	Â	Â	Â	24,321	I	By Spouse <u>(4)</u>

Common
Stock,
\$0.01 par
value

Common
Stock,
\$0.01 par
value

^ ^ ^ ^ ^ ^ 17,346 I as Trustee (6)

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. Pri Deriv Secur (Instr.
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Ford Stock Units	^	^	^	^	^ ^	^ (9) ^ (9)	Common Stock, \$0.01 par value	149,417 (9)

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

Jerome F. Zaremba,
Attorney-in-Fact 02/14/2018

__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) I am one of four trustees of the voting trust. As shown, it holds 932,593 shares of Class B Stock for the benefit of my children. I disclaim beneficial ownership of these shares.
- (3) I am the trustee of these trusts for the benefit of my children's children. I disclaim beneficial ownership of these shares.
- (4) I disclaim beneficial ownership of these shares owned by my wife.
- (5) 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.
- (6) I am the trustee of this trust which holds these shares for the benefit of my children. I disclaim beneficial ownership of these shares.
- (7) I became trustee of this trust in 1987 and this holding was inadvertently omitted from previous reports. The trust holds shares for the benefit of my children and their families. I disclaim beneficial ownership of these shares.
- (8) I became trustee of these trusts in 1998 and these holdings were inadvertently omitted from previous reports. These trusts hold shares for the benefit of my children and their families. I disclaim beneficial ownership of these shares.

These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these

- (9) 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 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.