

FORD MOTOR CO  
Form 8-K  
May 18, 2010

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 18, 2010**

**FORD MOTOR COMPANY**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other Jurisdiction of  
Incorporation)

**1-3950**

(Commission File Number)

**38-0549190**

(IRS Employer Identification No.)

**One American Road, Dearborn, Michigan**

(Address of Principal Executive Offices)

**48126**

(Zip Code)

Registrant's telephone number, including area code: **313-322-3000**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 13, 2010, our Annual Meeting of Shareholders was held. The matters voted upon and the results of the vote were as follows:

***Proposal One: Election of Directors.***

| <b>Nominee</b>          | <b>For</b>    | <b>Against</b> | <b>Broker Non-Votes</b> |
|-------------------------|---------------|----------------|-------------------------|
| Stephen G. Butler       | 4,048,797,068 | 34,761,209     | 896,481,428             |
| Kimberly A. Casiano     | 3,990,704,447 | 92,853,829     | 896,481,428             |
| Anthony F. Earley, Jr.  | 3,541,459,396 | 542,098,881    | 896,481,428             |
| Edsel B. Ford II        | 3,969,245,868 | 114,312,409    | 896,481,428             |
| William Clay Ford, Jr.  | 4,021,119,076 | 62,439,201     | 896,481,428             |
| Richard A. Gephardt     | 3,998,533,630 | 85,024,647     | 896,481,428             |
| Irvine O. Hockaday, Jr. | 4,025,195,316 | 58,362,961     | 896,481,428             |
| Richard A. Manoogian    | 3,588,521,447 | 495,036,830    | 896,481,428             |
| Ellen R. Marram         | 3,706,597,286 | 376,960,991    | 896,481,428             |
| Alan Mulally            | 4,033,723,589 | 49,834,688     | 896,481,428             |
| Homer A. Neal           | 4,030,071,792 | 53,486,485     | 896,481,428             |
| Gerald L. Shaheen       | 4,048,554,072 | 35,004,205     | 896,481,428             |
| John L. Thornton        | 3,704,424,488 | 379,133,788    | 896,481,428             |

***Proposal Two: Ratification of Selection of Independent Registered Public Accounting Firm.*** A proposal to ratify the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm to audit the books of account and other corporate records of the Company for 2010 was adopted with the votes shown:

| For           | Against    | Abstained  | Broker Non-Votes |
|---------------|------------|------------|------------------|
| 4,921,877,484 | 39,700,284 | 18,461,937 | 0                |

***Proposal Three: Approval of Tax Benefit Preservation Plan.*** A proposal to approve the Company's Tax Benefit Preservation Plan was adopted with the votes shown:

| For           | Against     | Abstained  | Broker Non-Votes |
|---------------|-------------|------------|------------------|
| 3,912,432,903 | 152,794,962 | 18,330,411 | 896,481,428      |

***Proposal Four: Relating to Disclosing Any Prior Government Affiliation of Directors, Officers, and Consultants.*** A proposal relating to disclosing any prior government affiliation of directors, officers, and consultants was rejected with the votes shown:

| For         | Against       | Abstained   | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 145,690,915 | 3,762,958,558 | 174,908,803 | 896,481,428      |

**Proposal Five: Relating to Consideration of a Recapitalization Plan to Provide that All of the Company's Outstanding Stock Have One Vote Per Share.** A proposal relating to consideration of a recapitalization plan to provide that all of the Company's outstanding stock have one vote per share was rejected with the votes shown:

| For           | Against       | Abstained  | Broker Non-Votes |
|---------------|---------------|------------|------------------|
| 1,190,001,300 | 2,868,552,577 | 25,004,399 | 896,481,428      |

**Proposal Six: Relating to the Company Issuing a Report Disclosing Policies and Procedures Related to Political Contributions.** A proposal relating to the Company issuing a report disclosing policies and procedures related to political contributions was rejected with the votes shown:

| For         | Against       | Abstained   | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 474,031,451 | 3,237,492,225 | 372,034,600 | 896,481,428      |

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**Proposal Seven: Relating to Providing Shareholders the Opportunity to Cast an Advisory Vote to Ratify the Compensation of the Named Executives.** A proposal relating to providing shareholders the opportunity to cast an advisory vote to ratify the compensation of the Named Executives was rejected with the votes shown:

| For         | Against       | Abstained  | Broker Non-Votes |
|-------------|---------------|------------|------------------|
| 728,156,793 | 3,287,508,546 | 67,892,937 | 896,481,428      |

**Proposal Eight: Relating to the Company Not Funding Any Energy Savings Projects that are Solely Concerned with CO<sub>2</sub> Reduction.** A proposal relating to the Company not funding any energy savings projects that are solely concerned with CO<sub>2</sub> reduction was rejected with the votes shown:

| For        | Against       | Abstained   | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 86,049,619 | 3,630,421,029 | 367,087,628 | 896,481,428      |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FORD MOTOR COMPANY  
(Registrant)

Date: May 18, 2010

By: /s/ Peter J. Sherry, Jr.

Peter J. Sherry, Jr.  
Secretary

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