

FORD WILLIAM CLAY JR
 Form 5
 February 14, 2005

FORM 5

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

OMB APPROVAL

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 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 WILLIAM CLAY JR

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

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)
Chairman and CEO

6. Individual or Joint/Group Reporting

(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 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					Amount or (D) Price		
	Â	Â	Â	Â	Â	4,230,674 D	Â
Common Stock, \$0.01 par value	01/30/2004	Â	G	55,285 A	\$ 0	55,285 I	By Child ⁽¹⁾

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Common Stock, \$0.01 par value	01/30/2004	Â	G	55,285	D	\$ 0	0	I	By Child ⁽¹⁾
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	78,665	I	By Company Plan
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	12,412	I	By Spouse ⁽²⁾
Common Stock, \$0.01 par value	01/30/2004	Â	G	22,829	D	\$ 0	29,826	I	By Spouse as Custodian ⁽³⁾
Common Stock, \$0.01 par value	01/30/2004	Â	G	55,285	A	\$ 0	55,285	I	By Trust - Child ⁽⁴⁾
Common Stock, \$0.01 par value	Â	Â	Â	Â	Â	Â	186,964	I	By Voting Trust ⁽⁵⁾
Class B Stock, \$0.01 par value	01/07/2004	Â	G	657	A	\$ 0	24,000	I	By Spouse ⁽²⁾
Class B Stock, \$0.01 par value	01/13/2004	Â	G	1,349	A	\$ 0	25,349	I	By Spouse ⁽²⁾
Class B Stock, \$0.01 par value	01/16/2004	Â	G	35,582	D	\$ 0	55,785	I	By Spouse as Custodian ⁽³⁾
Class B Stock, \$0.01 par value	01/07/2004	Â	G	5,913	D	\$ 0	3,276,476	I	By Voting Trust ⁽⁵⁾
Class B Stock, \$0.01 par value	01/13/2004	Â	G	1,349	A	\$ 0	3,277,825	I	By Voting Trust ⁽⁵⁾
	11/30/2004	Â	G	929,969	A	\$ 0	4,207,794	I	

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Class B Stock, \$0.01 par value									By Voting Trust ⁽⁵⁾
Class B Stock, \$0.01 par value	12/16/2004	Â	G	871,864	D	\$ 0	3,335,930	I	By Voting Trust ⁽⁵⁾
Class B Stock, \$0.01 par value	01/07/2004	Â	G	1,314	A	\$ 0	1,314	I	By Voting Trust-Child ⁽⁶⁾
Class B Stock, \$0.01 par value	01/13/2004	Â	G	1,076	A	\$ 0	2,390	I	By Voting Trust-Child ⁽⁶⁾
Class B Stock, \$0.01 par value	01/16/2004	Â	G	81,149	A	\$ 0	83,539	I	By Voting Trust-Child ⁽⁶⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	
Ford Stock Units	Â	Â	Â	Â	Â Â	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock, \$0.01 par value	Â
6.50% Cum. Convertible	Â	Â	Â	Â	Â Â	Â ⁽⁸⁾	01/15/2032	Common Stock,	Â

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Trust Preferred Sec.										\$0.01 par value	
Employee Stock Option (Right to Buy)	\$ 9.82	Â	Â	Â	Â	Â	Â	Â <u>(9)</u>	01/02/2013	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 16.49	Â	Â	Â	Â	Â	Â	Â <u>(10)</u>	01/04/2014	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 15.36	Â	Â	Â	Â	Â	Â	Â <u>(11)</u>	01/10/2012	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 15.13	Â	Â	Â	Â	Â	Â	Â <u>(12)</u>	01/30/2012	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 16.42	Â	Â	Â	Â	Â	Â	Â <u>(13)</u>	03/27/2012	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 7.4	Â	Â	Â	Â	Â	Â	Â <u>(14)</u>	03/30/2013	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 16.12	Â	Â	Â	Â	Â	Â	Â <u>(15)</u>	06/27/2012	Common Stock, \$0.01 par value	Â
Employee Stock Option (Right to Buy)	\$ 11.09	Â	Â	Â	Â	Â	Â	Â <u>(16)</u>	06/29/2013	Common Stock, \$0.01 par value	Â
Employee Stock Option	\$ 9.68	Â	Â	Â	Â	Â	Â	Â <u>(17)</u>	09/29/2012	Common Stock, \$0.01 par	Â

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- (6) I am one of five trustees of the voting trust. As shown, it holds 83,539 shares of Class B Stock for the benefit of one of my children. 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
- (7) 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.
- (8) Each 6.50% Cumulative Convertible Trust Preferred Security, issued by Ford Motor Company Capital Trust II, a Delaware business trust, is immediately convertible, at the option of the holder, into 2.8249 shares of Ford Motor Company Common Stock.
- (9) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (01/03/2003), 66% after two years, and in full after three years.
- (10) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (01/05/2004), 66% after two years, and in full after three years.
- (11) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (1/11/2002), 66% after two years, and in full after three years.
- (12) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (1/31/2002), 66% after two years, and in full after three years.
- (13) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (3/28/2002), 66% after two years, and in full after three years.
- (14) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/31/2003), 66% after two years, and in full after three years.
- (15) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (6/28/2002), 66% after two years, and in full after three years.
- (16) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (06/30/2003), 66% after two years, and in full after three years.
- (17) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (9/30/2002), 66% after two years, and in full after three years.
- (18) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (09/30/2003), 66% after two years, and in full after three years.
- (19) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (12/31/2002), 66% after two years, and in full after three years.
- (20) The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant (12/31/2003), 66% after two years, and in full after three years.
- (21) These Ford Stock Equivalents were acquired under the Company's 1998 Long-Term Incentive Plan without payment by me. These Ford Stock Equivalents will be converted and distributed to me, without payment, in shares of Common Stock on March 12, 2005.

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.