

Shanks Robert L
 Form 4
 November 12, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Shanks Robert L

(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)
 11/10/2010

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)

Vice President and Controller

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 par value	11/10/2010		M		15,000	A	\$ 9.78 (1)
Common Stock, \$0.01 par value	11/10/2010		M		30,000	A	\$ 7.55 (2)
Common Stock, \$0.01 par value	11/10/2010		M		9,345	A	\$ 7.83 (3)

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Common Stock, \$0.01 par value	11/10/2010	M	17,680	A	\$ <u>7.55</u> (4)	120,575	D	
Common Stock, \$0.01 par value	11/10/2010	F	21,548	D	\$ 16.63	99,027	D	
Common Stock, \$0.01 par value	11/10/2010	S	24,899	D	\$ 16.56	74,128	D	
Common Stock, \$0.01 par value						22,242	I	By Company Plan

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 9.78	11/10/2010		M ⁽¹⁾	15,000	<u>(1)</u>	12/05/2012	Common Stock, \$0.01 par value	15,000
Employee Stock Option (Right to Buy)	\$ 7.55	11/10/2010		M ⁽²⁾	30,000	<u>(2)</u>	03/18/2013	Common Stock, \$0.01 par value	30,000
	\$ 7.83	11/10/2010		M ⁽³⁾	9,345	<u>(3)</u>	03/09/2016		9,345

Employee Stock Option (Right to Buy)								Common Stock, \$0.01 par value	
Employee Stock Option (Right to Buy)	\$ 7.55	11/10/2010		<u>M</u> ⁽⁴⁾	17,680	<u>(4)</u>	03/04/2017	Common Stock, \$0.01 par value	17,680

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shanks Robert L FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126			Vice President and Controller	

Signatures

Jerome F. Zaremba,
Attorney-in-Fact

11/12/2010

**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) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (12/06/2002), 66% after two years, and in full after three years.
 - (2) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/19/2003), 66% after two years, and in full after three years.
 - (3) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/10/2006), 66% after two years, and in full after three years.
 - (4) This option became exercisable to the extent of 33% of the shares optioned after one year from the date of grant (03/05/2007), 66% after two years, and in full after three years.

Note: File three copies of this Form, one of which must be manually signed. If space 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.