

Edgar Filing: FORD MOTOR CO - Form S-8

FORD MOTOR CO  
Form S-8  
May 30, 2001

Registration No. 333-\_\_\_\_\_

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

FORD MOTOR COMPANY  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

38-0549190  
(I.R.S. Employee Identification No.)

One American Road  
Dearborn, Michigan  
(Address of principal executive offices)

48126-1899  
(Zip Code)

FORD MOTOR COMPANY SAVINGS AND STOCK  
INVESTMENT PLAN FOR SALARIED EMPLOYEES  
(Full Title of the Plan)

J. M. RINTAMAKI, Esq.  
Ford Motor Company  
P. O. Box 1899  
One American Road  
Dearborn, Michigan 48126-1899  
(313) 323-2260  
(Name, address and telephone number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

Title of securities to be registered	Amount to be registered (a)	Proposed maximum offering price per share (b)	Proposed maximum aggregate offering price (b)
Common Stock, \$.01 par value	61,452,755 shares	\$24.885	\$1,529,251,808.17

(a) The number of shares being registered represents the maximum number of

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additional shares not registered heretofore that may be acquired by Fidelity Management Trust Company, as trustee under the Master Trust established as of September 30, 1995, as amended, and as trustee under the Plan, during 2001 and during subsequent years until a new Registration Statement becomes effective.

- (b) Based on the market price of Common Stock of the Company on May 25, 2001, in accordance with Rule 457(c) under the Securities Act of 1933.

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In addition, pursuant to Rule 416(c) under the Securities Act of 1933, this Registration Statement covers an indeterminate amount of interests to be offered or sold pursuant to the Plan described herein.

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### FORD MOTOR COMPANY SAVINGS AND STOCK INVESTMENT PLAN FOR SALARIED EMPLOYEES

#### INCORPORATION OF CONTENTS OF PRIOR REGISTRATION STATEMENTS

The contents of Registration Statements Nos. 333-40258, 333-38580, 333-37396, 333-86127, 333-58695, 333-49545, 333-47443, 333-28181, 33-64607, 33-54735, 33-54275, 33-50194, 33-36061, 33-14951 and 2-95020 are incorporated herein by reference.

#### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

- Exhibit 4.1 - Ford Motor Company Savings and Stock Investment Plan for Salaried Employees (as amended effective January 1, 1997) with amendments through January 26, 2000. Filed as Exhibit 4.A to Registration Statement No. 333-37396 and incorporated herein by reference.
- Exhibit 4.2 - Copy of Master Trust Agreement dated as of September 30, 1995 between Ford Motor Company and Fidelity Management Trust Company, as Trustee. Filed as Exhibit 4.B to Registration Statement No. 33-64605 and incorporated herein by reference.
- Exhibit 4.3 - Copy of Amendment dated October 25, 1997 to Master Trust Agreement between Ford Motor Company and Fidelity Management Trust Company, as Trustee. Filed as Exhibit 4.E to Registration Statement No. 333-47443 and incorporated herein by reference.
- Exhibit 4.4 - Copy of Amendment dated March 3, 1998 to Master Trust Agreement between Ford Motor Company and Fidelity Management Trust Company, as Trustee. Filed as Exhibit 4.F to Registration Statement No. 333-58695 and incorporated herein by reference.

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- Exhibit 5.1 - Opinion of Kathryn S. Lamping, an Assistant Secretary and Counsel of Ford Motor Company, with respect to the legality of the securities being registered hereunder. Filed with this Registration Statement.
- Exhibit 5.2 - Copy of Internal Revenue Service determination letter that the Plan is qualified under Section 401 of the Internal Revenue Code. Filed as Exhibit 5.B to Registration Statement No. 333-28181 and incorporated herein by reference.
- Exhibit 15 - Letter from Independent Certified Public Accountants regarding unaudited interim financial information. Filed with this Registration Statement.

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- Exhibit 23 - Consent of Independent Certified Public Accountants. Filed with this Registration Statement.
- Exhibit 24.1 - Powers of Attorney authorizing signature. Filed with this Registration Statement.
- Exhibit 24.2 - Certified resolutions of Board of Directors authorizing signature pursuant to a power of attorney. Filed with this Registration Statement.

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### SIGNATURES

The Plan. Pursuant to the requirements of the Securities Act of 1933, the Plan has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dearborn, State of Michigan, on this 30th day of May, 2001.

FORD MOTOR COMPANY SAVINGS AND STOCK  
INVESTMENT PLAN FOR SALARIED EMPLOYEES

By:/s/Sheryl Herrick

-----  
Sheryl Herrick, Chairperson  
Savings and Stock Investment Plan Committee

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The Registrant. Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto

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duly authorized, in the City of Dearborn, State of Michigan, on this 30th day of May, 2001.

FORD MOTOR COMPANY

By: Jacques Nasser\*

-----  
(Jacques Nasser)

Chief Executive Officer and President

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the date indicated.

Signature -----	Title -----	Date ----
Jacques Nasser* ----- (Jacques Nasser)	Director and President and Chief Executive Officer (principal executive officer)	
William Clay Ford, Jr.* ----- (William Clay Ford, Jr.)	Director, Chairman of the Board and Chairman of the Environmental and Public Policy Committee, the Finance Committee and the Nominating and Governance Committee	
John R. H. Bond ----- (John R. H. Bond)	Director	May 30, 2001
Michael D. Dingman* ----- (Michael D. Dingman)	Director and Chairman of the Compensation Committee	
Edsel B. Ford II* ----- (Edsel B. Ford II)	Director	
William Clay Ford* ----- (William Clay Ford)	Director	

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Signature -----	Title -----	Date -----
Irvine O. Hockaday, Jr.* ----- (Irvine O. Hockaday, Jr.)	Director and Chairman of the Audit Committee	
Marie-Josée Kravis* ----- (Marie-Josée Kravis)	Director	
Ellen R. Marram* ----- (Ellen R. Marram)	Director	
Homer A. Neal* ----- (Homer A. Neal)	Director	
Jorma Ollila* ----- (Jorma Ollila)	Director	May 30, 2001
Carl E. Reichardt* ----- (Carl E. Reichardt)	Director	
Robert E. Rubin* ----- (Robert E. Rubin)	Director	
John L. Thornton* ----- (John L. Thornton)	Director	

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Group Vice President and

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Henry D.G. Wallace\*

-----  
(Henry D.G. Wallace)

Chief Financial Officer  
(principal financial officer)

Lloyd E. Hansen\*

-----  
(Lloyd E. Hansen)

Vice President and Controller  
(principal accounting officer)

\*By:/s/K. S. Lamping

-----  
(K. S. Lamping,  
Attorney-in-Fact)

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### EXHIBIT INDEX

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