

Edgar Filing: FORD MOTOR CO - Form 4

FORD MOTOR CO
Form 4
August 12, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[] Check this box if no longer subject to Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person*

Thornton,	John	L.
(Last)	(First)	(Middle)
c/o Goldman, Sachs & Co.		
85 Broad Street		

(Street)

New York,	New York	10004
(City)	(State)	(Zip)

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2. Issuer Name and Ticker or Trading Symbol

Ford Motor Company
F(Common)

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3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

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4. Statement for Month/Year

July/2002

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

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Title of Derivative Security (Instr. 3)	Deriv- ative Secur- ity	Date (Month/ Day/ Year)	(Instr 8) ----- Code	(Instr. 3, 4 and 5) ----- (A) (D)	----- Date	Expira- tion ----- Date	or Number of Shares
6.50% Cumulative Convertible Trust Preferred Securities	 	 	 	 	 	 	
	03	7/9/02	P	99,500	Immed.	1/15/32	Common Stock 03
6.50% Cumulative Convertible Trust Preferred Securities	 	 	 	 	 	 	
	03	7/9/02	S	92,300	Immed.	1/15/32	Common Stock 03
6.50% Cumulative Convertible Trust Preferred Securities	 	 	 	 	 	 	
	03	7/9/02	S	7,200	Immed.	1/15/32	Common Stock 03
Ford Stock Equivalents	 	 	 	 	 	 	
	04				04	04	Common Stock 2,797
Ford Stock Units	 	 	 	 	 	 	
	05				05	05	Common Stock 23,654

Explanation of Responses:

01: The Reporting Person is a Director, President and Co-Chief Operating Officer of The Goldman Sachs Group, Inc. ("GS Group"). Goldman, Sachs & Co. ("Goldman Sachs") is an indirect wholly-owned subsidiary of GS Group. The Reporting Person disclaims beneficial ownership of the securities reported herein as indirectly owned except to the extent of his pecuniary interest therein.

02: The securities reported herein as indirectly purchased and sold were purchased and sold and were beneficially owned directly by Goldman Sachs. Without admitting any legal obligation, Goldman Sachs will remit appropriate profits, if any, to the Company.

03: Each 6.50% Cumulative Convertible Trust Preferred Security ("Preferred Securities") is convertible, at the option of the holder, into 2.8249 shares of Ford Motor Company common stock.

04: These Ford Stock Equivalents were acquired under the Company's Restricted Stock Plan for Non-Employee Directors without payment by the Reporting Person. In general, approximately 20% of the initial grant of 3,496 Ford Stock Equivalents will be converted and distributed to the Reporting Person, without payment, in shares of Common Stock on June 1 of the 5 years commencing 6/1/2002.

05: These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these Ford Stock Units will be converted and distributed to the Reporting Person, without payment, in cash, on January 10th of the year following termination of Board service, based

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upon the then current market value of a share of Common Stock.

By: s/ Roger S. Begelman

August 12, 2002

**Signature of Reporting Person
Attorney-in-fact

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedures.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to Rule 101(b)(4) of Regulation S-T.