

FORD WILLIAM CLAY
Form 5
February 14, 2006

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

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

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
FORD MOTOR CO [F]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

FORD MOTOR COMPANY, ONE AMERICAN ROAD

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

DEARBORN, MI 48126

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D) Amount Price			
Class B Stock, \$0.01 par value	01/14/2005	^	G	29,618 D \$ 0	4,933,658 (1)	I	By Voting Trust (2)
Class B Stock, \$0.01 par value	^	^	^	^ ^ ^	192,254 (1)	I	By Spouse (3)
	^	^	^	^ ^ ^		D	^

Edgar Filing: FORD WILLIAM CLAY - Form 5

Common Stock, \$0.01 par value								8,078,227 <u>(1)</u>		
Common Stock, \$0.01 par value	^	^	^	^	^	^	^	167,248 <u>(1)</u>	I	By Spouse <u>(3)</u>
Common Stock, \$0.01 par value	^	^	^	^	^	^	^	1,382,162 <u>(1)</u>	I	By Voting Trust <u>(2)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270
(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)	8. Price of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Ford Stock Units	^	^	^	^	^ ^	^ <u>(4)</u> ^ <u>(4)</u>	Common Stock, \$0.01 par value	^

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORD WILLIAM CLAY FORD MOTOR COMPANY ONE AMERICAN ROAD DEARBORN, MI 48126	^ X	^	^	^

Signatures

/s/Kathryn S. Lamping,
Attorney-in-Fact

02/14/2006

__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) Reflects number of shares owned as of March 31, 2005, the date of my last reportable transaction.

I am one of five trustees of the voting trust. In said voting trust are 1,382,162 shares of Common Stock and 4,933,658 shares of Class B

(2) Stock which are held for my sole benefit. I disclaim beneficial ownership of any other shares of Common Stock or Class B Stock held in said voting trust.

(3) I disclaim beneficial ownership of these shares owned by my wife.

These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. These Ford Stock

(4) Units were 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.

(5) Reflects number of Ford Stock Units held as of March 31, 2005, the date of my last reportable transaction.

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.