

Edgar Filing: FORD MOTOR CO - Form S-8

FORD MOTOR CO
 Form S-8
 March 27, 2003

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. Employer Identification No.)

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

48126-1899
 (Zip Code)

FORD MOTOR COMPANY DEFERRED COMPENSATION PLAN
 (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	Proposed maximum offering price per obligation	Proposed maximum aggregate offering price**
Deferred Compensation Obligations*	\$10,000,000	100%	\$10,000,000

* The Deferred Compensation Obligations are unsecured obligations of Ford Motor Company to pay deferred compensation in the future in accordance with the terms of the Ford Motor Company Deferred Compensation Plan.

** Estimated solely for the purpose of determining the registration fee.

Edgar Filing: FORD MOTOR CO - Form S-8

- 2 -

FORD MOTOR COMPANY DEFERRED COMPENSATION PLAN

----- INCORPORATION OF CONTENTS OF PRIOR REGISTRATION STATEMENT

The contents of Registration Statement Nos. 333-85138, 333-56660, 333-31466, 333-74313, 333-65703, 333-47733, 333-20725 and 33-62227 are incorporated herein by reference.

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

- Exhibit 4.1 - Ford Motor Company Deferred Compensation Plan as amended and restated as of January 1, 2000, filed as Exhibit 10-R to the Registrant's Annual Report on Form 10-K for the year ended December 31, 1999 and incorporated herein by reference.
- Exhibit 4.2 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of April 12, 2000. Filed as Exhibit 4.2 to Registration Statement No. 333-56660 and incorporated herein by reference.
- Exhibit 4.3 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of June 1, 2000. Filed as Exhibit 4.3 to Registration Statement No. 333-56660 and incorporated herein by reference.
- 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 - Opinion of Bonnie S. Gorichan, Counsel to Ford Motor Company, with respect to compliance requirements of the Employee Retirement Income Security Act of 1974. Filed with this Registration Statement.
- Exhibit 23 - Consent of Independent Certified Public Accountants. Filed with this Registration Statement.
- Exhibit 24.1 - Powers of Attorney authorizing signature. Filed as Exhibit 24.1 to Registration Statement No. 333-87990 and Exhibit 24.2 to Registration Statement No. 333-100910 and incorporated herein by reference.
- Exhibit 24.2 - Certified resolutions of Board of Directors authorizing signature pursuant to a power of attorney. Filed as Exhibit 24.2 to Registration Statement No. 333-87990 and incorporated herein by reference.

-3-

Edgar Filing: FORD MOTOR CO - Form S-8

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 duly authorized, in the City of Dearborn, State of Michigan, on this 27th day of March, 2003.

FORD MOTOR COMPANY

By: William Clay Ford, Jr.*

(William Clay Ford, Jr.)
Chairman of the Board of Directors

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 -----
William Clay Ford, Jr.* ----- (William Clay Ford, Jr.)	Director, Chairman of the Board and Chief Executive Officer and Chair of the Environmental and Public Policy Committee (principal executive officer)	
John R. H. Bond* ----- (John R. H. Bond)	Director	
Edsel B. Ford II* ----- (Edsel B. Ford II)	Director	March 27,
William Clay Ford* ----- (William Clay Ford)	Director	
Irvine O. Hockaday, Jr.* ----- (Irvine O. Hockaday, Jr.)	Director and Chair of the Audit Committee	

-4-

Signature -----	Title -----	Date -----
Marie-Josee Kravis*	Director and Chair of the	

Edgar Filing: FORD MOTOR CO - Form S-8

----- (Marie-Josee Kravis)	Compensation Committee	
Richard A. Manoogian* ----- (Richard A. Manoogian)	Director	
Ellen R. Marram* ----- (Ellen R. Marram)	Director and Chair of the Nominating and Governance Committee	
Homer A Neal* ----- (Homer A. Neal)	Director	
Jorma Ollila* ----- (Jorma Ollila)	Director	March 27,
Carl E. Reichardt* ----- (Carl E. Reichardt)	Director, Chair of the Finance Committee and Vice Chairman	
Robert E. Rubin* ----- (Robert E. Rubin)	Director	
Nicholas V. Scheele* ----- (Nicholas V. Scheele)	Director and President and Chief Operating Officer	
John L. Thornton* ----- (John L. Thornton)	Director	
Allan D. Gilmour* ----- (Allan D. Gilmour)	Vice Chairman and Chief Financial Officer (principal financial officer)	
Donat R. Leclair* ----- (Donat R. Leclair)	Vice President and Controller (principal accounting officer)	

-5-

*By: /s/K. S. Lamping

Edgar Filing: FORD MOTOR CO - Form S-8

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

-6-

EXHIBIT INDEX

Sequential Page
at Which Found
(or Incorporated
by Reference

- Exhibit 4.1 - Ford Motor Company Deferred Compensation Plan as amended and restated as of January 1, 2000, filed as Exhibit 10-R to the Registrant's Annual Report on Form 10-K for the year ended December 31, 1999 and incorporated herein by reference.
- Exhibit 4.2 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of April 12, 2000. Filed as Exhibit 4.2 to Registration Statement No. 333-56660 and incorporated herein by reference.
- Exhibit 4.3 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of June 1, 2000. Filed as Exhibit 4.3 to Registration Statement No. 333-56660 and incorporated herein by reference.
- 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 - Opinion of Bonnie S. Gorichan, Counsel to Ford Motor Company, with respect to compliance requirements of the Employee Retirement Income Security Act of 1974. Filed with this Registration Statement.
- Exhibit 23 - Consent of Independent Certified Public Accountants. Filed with this Registration Statement.
- Exhibit 24.1 - Powers of Attorney authorizing signature. Filed as Exhibit 24.1 to Registration Statement No. 333-87990 and Exhibit 24.2 to Registration Statement No. 333-100910 and incorporated herein by reference.
- Exhibit 24.2 - Certified resolutions of Board of Directors authorizing signature pursuant to a power of attorney. Filed as Exhibit 24.2 to Registration Statement No. 333-87990 and incorporated herein by reference.