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FORD MOTOR CO
Form S-8
November 18, 2002

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 | 75,000,000 shares | \$8.7150 | \$653,625,000.00 |

(a) The number of shares being registered represents the maximum number of 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 2002 and during subsequent years until a new Registration Statement becomes effective.

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- (b) Based on the market price of Common Stock of the Company on November 15, 2002, in accordance with Rule 457(c) under the Securities Act of 1933.

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. 333-72476, 333-61882, 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 and restated effective September 1, 2001). Filed as Exhibit 4.1 to Registration Statement No. 333-72476 and incorporated herein by reference.
- Exhibit 4.2 - Summary of amendments to the Ford Motor Company Savings and Stock Investment Plan for Salaried Employees adopted on November 8, 2001. Filed with this Registration Statement.
- Exhibit 4.3 - Summary of amendment to the Ford Motor Company Savings and Stock Investment Plan for Salaried Employees adopted on December 13, 2001. Filed with this Registration Statement.
- Exhibit 4.4 - Summary of amendments to the Ford Motor Company Savings and Stock Investment Plan for Salaried Employees adopted on February 11, 2002. Filed with this Registration Statement.
- Exhibit 4.5 - 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 4.6 - 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 4.7 - 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 4.8 - Summary of amendments dated April 1, 2002 to Master Trust Agreement between Ford Motor Company and Fidelity Management Trust Company, as Trustee. Filed with this Registration Statement.
- 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.
- 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.

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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 18th day of November, 2002.

FORD MOTOR COMPANY SAVINGS AND STOCK
INVESTMENT PLAN FOR SALARIED EMPLOYEES

By: /s/ Charles Corbett

Charles Corbett, 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 duly authorized, in the City of Dearborn, State of Michigan, on this 18th day of November, 2002.

FORD MOTOR COMPANY

By: William Clay Ford, Jr.*

(William Clay Ford, Jr.)
Chairman and Chief Executive Officer

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 and the Nominating and Governance Committee | |
| John R. H. Bond* ----- (John R. H. Bond) | Director | |
| Edsel B. Ford II* ----- (Edsel B. Ford II) | Director | November 18, 2002 |
| William Clay Ford* ----- (William Clay Ford) | Director | |
| Irvine O. Hockaday, Jr.* ----- | Director and Chair of the Audit Committee | |

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(Irvine O. Hockaday, Jr.)

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| Signature ----- | Title ----- | Date ----- |
|--|--|----------------|
| Marie-Josee Kravis* ----- (Marie-Josee Kravis) | Director and Chair of the Compensation Committee | |
| Richard A. Manoogian* ----- (Richard A. Manoogian) | Director | |
| Ellen R. Marram* ----- (Ellen R. Marram) | Director | |
| Homer A. Neal* ----- (Homer A. Neal) | Director | November 18, 2 |
| Jorma Ollila* ----- (Jorma Ollila) | Director | |
| 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* | Director and President and | |

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Chief Operating Officer
(Nicholas V. Scheele)

John L. Thornton*

Director
(John L. Thornton)

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| Signature ----- | Title ----- | Date ----- |
|--|---|---------------|
| 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) | |

*By: /s/ K. S. Lamping

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

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EXHIBIT INDEX

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