

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report: January 22, 2020  
(Date of earliest event reported)

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

Delaware  
(State or other jurisdiction of incorporation)

1-3950  
(Commission File Number)

38-0549190  
(IRS Employer Identification No.)

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

48126  
(Zip Code)

Registrant's telephone number, including area code 313-322-3000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| <u>Title of each class</u>              | <u>Trading Symbol(s)</u> | <u>Name of each exchange on which registered</u> |
|---|--------------------------|--|
| Common Stock, par value \$.01 per share | F                        | New York Stock Exchange                          |
| 6.200% Notes due June 1, 2059           | FPRB                     | New York Stock Exchange                          |
| 6.000% Notes due December 1, 2059       | FPRC                     | New York Stock Exchange                          |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 7.01. Regulation FD Disclosure.**

Ford Motor Company uses the mark-to-market method of accounting for pension and other postretirement employee benefits (OPEB). Under this method, we recognize pension and OPEB remeasurement gains and losses in income when incurred rather than amortizing them over time as a component of net periodic benefit cost. The remeasurement gains and losses are reported as special items since we believe they are not reflective of our ongoing operating results.

For the quarter ended December 31, 2019, we expect to record a pre-tax remeasurement loss of approximately \$2.2 billion related to our pension and OPEB plans. This includes a \$2.0 billion loss associated with pension plans outside the United States and a \$600 million loss associated with OPEB plans globally, offset by a \$400 million gain associated with pension plans in the United States. Overall, the remeasurement loss is driven by lower discount rates compared with year-end 2018, offset partially by asset returns in excess of our assumptions. On an after-tax basis, the remeasurement loss is expected to reduce our net income by about \$1.7 billion. Because the remeasurement loss is a special item, it will not impact our total Company adjusted EBIT or adjusted earnings per share. The remeasurement loss did not have an impact on our cash in 2019, and does not change our expectations for pension contributions in 2020.

Including the impact of remeasurement gains and losses during 2019, we expect the underfunded status for our pension and OPEB plans to be about \$6.8 billion and \$6.1 billion, respectively, at year-end 2019, compared with \$6.3 billion and \$5.6 billion, respectively, at year-end 2018. The change to the underfunded status of our pension and OPEB plans primarily reflects the impact of lower discount rates on our unfunded plans.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FORD MOTOR COMPANY

(Registrant)

Date: January 22, 2020

By: /s/ Corey M. MacGillivray

Corey M. MacGillivray

Assistant Secretary