



## 2008 Annual Meeting Voting Results

A total of 56 persons attended the annual meeting of shareholders in Wilmington, Delaware, on Thursday, May 8.

Voting results indicate that a total of 1,836,670,630 shares of common stock and 70,852,076 shares of Class B Stock with a total aggregate of 3,255,908,564 votes were represented in person or by proxy at the annual meeting. These shares represented 91.77% of all the votes that could have been cast at the annual meeting.

### **Proposal 1.** Election of Directors

Directors Elected:

John R. H. Bond	Richard A. Manoogian	John L. Thornton
Stephen G. Butler	Ellen R. Marram	
Kimberly A. Casiano	Alan Mulally	
Edsel B. Ford II	Homer A. Neal	
William Clay Ford, Jr.	Jorma Ollila	
Irvine O. Hockaday, Jr.	Gerald L. Shaheen	

**Proposal 2.** The proposal to ratify the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm was approved.

Total Votes Cast:	3,255,908,564
For:	3,197,587,653 (99.00%)
Against:	32,147,816 (1.00%)
Abstain:	26,173,095

**Proposal 3.** The proposal to approve the terms of the Company's Annual Incentive Compensation Plan was approved.

Total Votes Cast:	3,255,818,564
For:	3,053,883,140 (94.94%)
Against:	162,738,939 (5.06%)
Abstain:	39,196,485

**Proposal 4.** The proposal to approve the Company's 2008 Long-Term Incentive Plan was approved.

Total Votes Cast:	2,762,501,053
For:	2,167,609,358 (79.38%)
Against:	563,171,162 (20.62%)
Abstain:	31,720,533

**Proposal 5.** The proposal relating to discontinuing granting stock options to senior executives was rejected.

Total Votes Cast:	2,762,501,053
For:	154,740,716 (5.67%)
Against:	2,574,096,306 (94.33%)
Abstain:	33,664,031

**Proposal 6.** The proposal relating to permitting the minimum percent of holders of common stock allowed by law to call special shareholder meetings was rejected.

Total Votes Cast:	2,762,501,053
For:	492,652,336 (18.07%)
Against:	2,233,923,348 (81.93%)
Abstain:	35,925,369

**Proposal 7.** The proposal relating to consideration of a recapitalization plan to provide that all of the Company's outstanding common stock have one vote per share was rejected.

Total Votes Cast:	2,762,501,053
For:	730,471,803 (27.23%)
Against:	1,952,120,067 (72.77%)
Abstain:	79,909,183

**Proposal 8.** The proposal relating to the Company issuing a report disclosing policies and procedures related to political contributions was rejected.

Total Votes Cast:	2,762,501,053
For:	250,837,128 (10.00%)
Against:	2,258,210,407 (90.00%)
Abstain:	253,453,518

**Proposal 9.** The proposal relating to the Company adopting comprehensive health care reform principles was rejected.

Total Votes Cast:	2,762,501,053
For:	116,037,250 (4.55%)
Against:	2,433,127,650 (95.45%)
Abstain:	213,336,153

**Proposal 10.** The proposal relating to the Company issuing a report on the effect of the Company's actions to reduce its impact on global climate change was rejected.

Total Votes Cast:	2,762,500,053
For:	77,446,726 (3.03%)
Against:	2,475,491,179 (96.97%)
Abstain:	209,562,148

**Proposal 11.** The proposal relating to limiting executive compensation until the Company achieves five consecutive years of profitability was rejected.

Total Votes Cast:	2,762,501,053
For:	177,579,772 (6.50%)
Against:	2,553,584,476 (93.50%)
Abstain:	31,336,805