

Ford Motor Co (F.P ; NYSE)

Deal Type - Convertible

Underlying Asset - Ford Motor Co

Priced Thu, 24 Jan 2002 for US\$5,000.0m (EUR5,698.5m) 6.5% Due 2,032

Deal Summary

Deal Type:	Convertible	Total Value \$ (m):	5,000.000	Gross Fees \$ (m):	100.000
Deal Sub-Type:	CONV-PREF	Deal Value \$ (m):	5,000.000	Gross Spread %:	2.000
Instrument Type:	CVPS	Deal Currency:	US dollar	Syndicated(Y/N):	Yes
US-Marketed(Y/N):	Yes	Offer Price (deal currency):	US\$ 50.00	# Total Banks Involved:	49
US-Sales:	SEC Registered	# Tranches:	1	# Bookrunners:	1
Rights Offering(Y/N):	No	Use of Proceeds:	General Corporate Purposes	# Lead Managers:	4
Privatization(Y/N):	No			# Co Managers:	25
Exchangeable(Y/N):	No			# Underwriters:	21

Deal Size

	Initial	Revised	Offered	Deal Dates	
Deal Value \$	3,500,000,000	5,000,000,000	5,000,000,000	Announcement/Filing Date	1/11/2002
· Deal Shares	70,000,000	100,000,000	100,000,000	Maturity Date	1/15/2032
Deal Value excl. Ovl \$	3,000,000,000	4,500,000,000	4,500,000,000	Revision Date	1/23/2002
· Deal Shares excl. Ovl	60,000,000	90,000,000	90,000,000	Pricing Date	1/24/2002
Total Shrs by Issuer	60,000,000	90,000,000	90,000,000	Trade Date	1/24/2002

Overallotment

	Authorized	Exercised	Ovl Value Exercised \$	
Shares	10,000,000	10,000,000	500,000,000	Settlement Date
				Original Expected Date

Lead Managers

	Participation(Shares)
Goldman Sachs(Bookrunner)	16,875,625
JP Morgan Securities Inc	16,875,625
Morgan Stanley	16,875,625
Citigroup Global Markets Inc	16,875,625

Co-Managers

	Participation(Shares)
ABN AMRO Rothschild LLC	761,500

Filing Information

Original Talk %	6.25% - 6.75%
Original Talk Premium %	20% - 25%
Initial Range(US\$)	50.00-50.00
Initial Range Midpoint(US\$)	50.00
# Days Announcement to Offer	13
Market Cap @ Offer(\$m)	25,143.35
Shares Outstanding(m)	1,740.02

BMO Nesbitt Burns International Ltd	761,500
BNP Paribas	761,500
BNY Capital Markets Inc	761,500
Banc of America	761,500
Banc One Capital Markets	761,500
Barclays Bank plc	761,500
Bear Stearns	761,500
Comerica Securities	761,500
Commerzbank Capital Markets Corp	761,500
Credit Lyonnais Securities	761,500
Credit Suisse First Boston	761,500
Daiwa Europe Ltd	761,500
Deutsche Bank Securities Inc	761,500
Dresdner Kleinwort Wasserstein	761,500
Fleet Securities Inc	761,500
HSBC Securities (USA) Inc	761,500
Lehman Brothers	761,500
Merrill Lynch	761,500
Mizuho International plc	761,500
RBC Capital Markets	761,500
Santander Central Hispano Investment SA	761,500
Scotia Capital Markets (USA) Inc	761,500
TD Securities Inc	761,500
Tokyo-Mitsubishi International plc	761,500
UBS Securities Inc	761,500

Underwriter**Participation(Shares)**

BBVA	128,500
Banca Akros Spa - Gruppo Banca Popolare di Milano Scarl	128,500
Blaylock & Partners LP	128,500
Caboto SIM SpA	128,500

Pricing Information

Redemption Price %	100.00%
Coupon %	6.50%
Yield to Maturity at Offer %	6.500%
Conversion Premium	22.500%
Conversion Price	17.70
Reference Price	14.45
Conversion Ratio	2.82
Exchangeable	No

Call/Put Information

Call Provision	NC-5
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Company Information

Nationality	United States
State	Michigan
City	Dearborn
Deallogic GIG	Auto/Truck
Deallogic SIG	Auto/Truck-Manufacturers

Business Description

Designs, manufactures and services cars and trucks. Also provides vehicle-related financing, leasing and insurance through Ford Motor Credit.

Underlying Security Information

Exchange	NYSE - New York
Convertible Note	Conv. into F cmn shrs.
Ticker	F.P
Cmn Price at Announcement \$	15.29
Cmn Price at Offer \$	14.45
Moody's Rating	Baa2
S&P Rating	BBB-

Deal Structure

CIC Training	128,500
Danske Securities	128,500
Doley Securities Inc	128,500
Wachovia Securities (Old)	128,500
Fortis Securities Inc	128,500
Guzman & Co	128,500
KBC Financial Products USA Inc	128,500
McDonald Investments Inc	128,500
Muriel Siebert & Co Inc	128,500
NatCity Investments Inc	128,500
NordLB	128,500
Ormes Capital Markets Inc	128,500
PNC Capital Markets Inc	128,500
SunTrust Robinson Humphrey	128,500
Royal Bank of Scotland (Hong Kong)	128,500
Williams Capital Group LP	128,500
Utendahl Capital Partners LP	128,500

Privatization(Y/N)	No
Simultaneous Offering(Y/N)	No
Rank Eligible(Y/N)	Yes
Mandatory(Y/N)	No
MLP (Y/N)	No
Registered Direct (Y/N)	No
Demutualization (Y/N)	No
BDC (Y/N)	No
BCC/SPAC (Y/N)	No
Mandatory Convertible (Y/N)	No

Financials

Price Earnings ratio	0.00
Market to Sales	0.00

Security Identifiers

CUSIP	345395206
Delivery	Depository Trust Company

Deal Gross Spread

Disclosed Fees \$	100,000,000
Disclosed Gross Spread %	2.000
Gross Spread \$	1.000
Selling Concession \$	0.600
Management Fee \$	0.200
Underwriting Fee \$	0.200

Deal Fees \$ (disclosed)

Gross Fees \$	100,000,000
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Other Advisors

Issuer Attorney In-house Counsel

Manager Attorney

Shearman & Sterling

Dealogic Note

Shelf takedown. Shelf filed 12/14/2001 consisting of senior debt secs, sub debt secs, prfd stk, dep shrs, cmn stk, wrts, stk purch contracts, and stk purch units. Total value of shelf \$10bln. Shrs outstanding @ file: 1.74 bln. Mkt value @ file: \$28.136bln. Trust Preferred Secs. Original Talk Coupon: 7.00% - 7.50%. Original Talk Premium: 18% - 22%. Original Shoe: 9 mm shrs. Conv. Ratio: 2.8249. CALL on 1/15: 2007 @ 51.63%, 2008 @ 51.3%, 2009 @ 50.98%, 2010 @ 50.65%, 2011 @ 50.33%, 2012 @ 50%.

Aftermarket **Open** **1 Day** **1 Week** **2 Weeks** **1 Month** **3 Months** **6 Months** **1 Year** **1-Day/Curr** **Offer/Curr** **Last Qtr** **Last Year-End**

Price										8.41	7.51	7.51
% Changes										-83.18%	-84.98%	-84.98%

Last Trade Date

1/22/2007

△Price Initial/Offer**△Share Initial/Offer**

50.00%

△Amt Initial/Offer

50.00%

△Price Initial/Curr**Deal History****1/24/2002**

F.P priced 100.00 mm at \$50 for \$5,000.00 mm via Salomon Smith Barney Inc

Last Updated: 10/28/2003

ECM Analytics Deal #: 37967

SMP Deal #: 1037967