UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10-Q

(Mark One)

☑ Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended September 30, 2018

or

☐ Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from __________ to __________

Commission file number 1-3950

Ford Motor Company

(Exact name of Registrant as specified in its charter)

Delaware	**38-0549190**
(State of incorporation)	*(I.R.S. Employer Identification No.)*
One American Road, Dearborn, Michigan	**48126**
(Address of principal executive offices)	*(Zip Code)*

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

Indicate by check mark if the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☑ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☑ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.
Large accelerated filer ☑ Accelerated filer ☐ Non-accelerated filer ☐ Smaller reporting company ☐
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. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).
Yes ☐ No ☑

As of October 19, 2018, Ford had outstanding 3,907,051,309 shares of Common Stock and 70,852,076 shares of Class B Stock.

Exhibit Index begins on page 67

FORD MOTOR COMPANY
QUARTERLY REPORT ON FORM 10-Q
For the Quarter Ended September 30, 2018

PART I. FINANCIAL INFORMATION

ITEM 1. *Financial Statements.*

FORD MOTOR COMPANY AND SUBSIDIARIES
CONSOLIDATED INCOME STATEMENT
(in millions, except per share amounts)

	For the periods ended September 30,			
	2017	**2018**	2017	**2018**
	Third Quarter		First Nine Months	
	(unaudited)			
Revenues				
Automotive	$ 33,646	**$ 34,660**	$ 107,234	**$ 109,577**
Ford Credit	2,802	**2,998**	8,209	**8,950**
Mobility	3	**8**	7	**18**
Total revenues (Note 3)	36,451	**37,666**	115,450	**118,545**
Costs and expenses				
Cost of sales	30,275	**31,568**	96,317	**100,515**
Selling, administrative, and other expenses	2,919	**2,882**	8,439	**8,407**
Ford Credit interest, operating, and other expenses	2,259	**2,352**	6,680	**7,052**
Total costs and expenses	35,453	**36,802**	111,436	**115,974**
Interest expense on Automotive debt	284	**328**	840	**890**
Interest expense on Other debt	14	**15**	42	**43**
Other income/(loss), net (Note 4)	754	**605**	2,220	**2,472**
Equity in net income of affiliated companies	316	**(32)**	935	**252**
Income before income taxes	1,770	**1,094**	6,287	**4,362**
Provision for/(Benefit from) income taxes	191	**101**	1,054	**555**
Net income	1,579	**993**	5,233	**3,807**
Less: Income/(Loss) attributable to noncontrolling interests	7	**2**	22	**14**
Net income attributable to Ford Motor Company	$ 1,572	**$ 991**	$ 5,211	**$ 3,793**
EARNINGS PER SHARE ATTRIBUTABLE TO FORD MOTOR COMPANY COMMON AND CLASS B STOCK (Note 6)				
Basic income	$ 0.40	**$ 0.25**	$ 1.31	**$ 0.95**
Diluted income	0.39	**0.25**	1.30	**0.95**
Cash dividends declared	0.15	**0.15**	0.50	**0.58**

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
(in millions)

	For the periods ended September 30,			
	2017	**2018**	2017	**2018**
	Third Quarter		First Nine Months	
	(unaudited)			
Net income	$ 1,579	**$ 993**	$ 5,233	**$ 3,807**
Other comprehensive income/(loss), net of tax (Note 16)				
Foreign currency translation	102	**(134)**	427	**(434)**
Marketable securities	(1)	**(2)**	2	**(57)**
Derivative instruments	(171)	**(103)**	(201)	**(18)**
Pension and other postretirement benefits	27	**13**	24	**38**
Total other comprehensive income/(loss), net of tax	(43)	**(226)**	252	**(471)**
Comprehensive income	1,536	**767**	5,485	**3,336**
Less: Comprehensive income/(loss) attributable to noncontrolling interests	7	**1**	20	**13**
Comprehensive income attributable to Ford Motor Company	$ 1,529	**$ 766**	$ 5,465	**$ 3,323**

The accompanying notes are part of the financial statements.

FORD MOTOR COMPANY AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
(in millions)

	December 31, 2017	**September 30, 2018**
		(unaudited)
ASSETS		
Cash and cash equivalents (Note 7)	$ 18,492	**$ 18,562**
Marketable securities (Note 7)	20,435	**17,780**
Ford Credit finance receivables, net (Note 8)	52,210	**50,818**
Trade and other receivables, less allowances of $392 and $368	10,599	**11,244**
Inventories (Note 10)	11,176	**12,810**
Other assets	3,889	**3,629**
Total current assets	116,801	**114,843**
Ford Credit finance receivables, net (Note 8)	56,182	**57,043**
Net investment in operating leases	28,235	**29,540**
Net property	35,327	**35,762**
Equity in net assets of affiliated companies	3,085	**2,858**
Deferred income taxes	10,762	**10,553**
Other assets	8,104	**8,367**
Total assets	$ 258,496	**$ 258,966**
LIABILITIES		
Payables	$ 23,282	**$ 23,273**
Other liabilities and deferred revenue (Note 12)	19,697	**20,714**
Automotive debt payable within one year (Note 14)	3,356	**3,216**
Ford Credit debt payable within one year (Note 14)	48,265	**47,547**
Total current liabilities	94,600	**94,750**
Other liabilities and deferred revenue (Note 12)	24,711	**24,228**
Automotive long-term debt (Note 14)	12,575	**11,448**
Ford Credit long-term debt (Note 14)	89,492	**90,620**
Other long-term debt (Note 14)	599	**600**
Deferred income taxes	815	**602**
Total liabilities	222,792	**222,248**
Redeemable noncontrolling interest	98	**99**
EQUITY		
Common Stock, par value $.01 per share (3,999 million shares issued of 6 billion authorized)	40	**40**
Class B Stock, par value $.01 per share (71 million shares issued of 530 million authorized)	1	**1**
Capital in excess of par value of stock	21,843	**22,011**
Retained earnings	21,906	**23,384**
Accumulated other comprehensive income/(loss) (Note 16)	(6,959)	**(7,429)**
Treasury stock	(1,253)	**(1,417)**
Total equity attributable to Ford Motor Company	35,578	**36,590**
Equity attributable to noncontrolling interests	28	**29**
Total equity	35,606	**36,619**
Total liabilities and equity	$ 258,496	**$ 258,966**

The following table includes assets to be used to settle liabilities of the consolidated variable interest entities ("VIEs"). These assets and liabilities are included in the consolidated balance sheet above.

	December 31, 2017	**September 30, 2018**
		(unaudited)
ASSETS		
Cash and cash equivalents	$ 3,479	**$ 2,746**
Ford Credit finance receivables, net	56,250	**56,412**
Net investment in operating leases	11,503	**12,441**
Other assets	64	**55**
LIABILITIES		
Other liabilities and deferred revenue	$ 2	**$ 2**
Debt	46,437	**50,564**

The accompanying notes are part of the financial statements.

FORD MOTOR COMPANY AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(in millions)

	For the periods ended September 30,	
	2017	**2018**
	First Nine Months	
	(unaudited)	
Cash flows from operating activities		
Net cash provided by/(used in) operating activities	$ 14,949	**$ 13,665**
Cash flows from investing activities		
Capital spending	(4,936)	**(5,669)**
Acquisitions of finance receivables and operating leases	(43,054)	**(48,227)**
Collections of finance receivables and operating leases	32,988	**38,418**
Purchases of marketable and other securities	(20,550)	**(14,547)**
Sales and maturities of marketable and other securities	22,953	**17,341**
Settlements of derivatives	62	**290**
Other	12	**(201)**
Net cash provided by/(used in) investing activities	(12,525)	**(12,595)**
Cash flows from financing activities		
Cash dividends	(1,988)	**(2,308)**
Purchases of common stock	(131)	**(164)**
Net changes in short-term debt	1,899	**(1,268)**
Proceeds from issuance of long-term debt	30,557	**37,211**
Principal payments on long-term debt	(31,378)	**(33,935)**
Other	(124)	**(184)**
Net cash provided by/(used in) financing activities	(1,165)	**(648)**
Effect of exchange rate changes on cash, cash equivalents, and restricted cash	442	**(305)**
Net increase/(decrease) in cash, cash equivalents, and restricted cash	$ 1,701	**$ 117**
Cash, cash equivalents, and restricted cash at January 1 (Note 7)	$ 16,019	**$ 18,638**
Net increase/(decrease) in cash, cash equivalents, and restricted cash	1,701	**117**
Cash, cash equivalents, and restricted cash at September 30 (Note 7)	$ 17,720	**$ 18,755**

The accompanying notes are part of the financial statements.

FORD MOTOR COMPANY AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF EQUITY
(in millions, unaudited)

	Equity Attributable to Ford Motor Company							
	Capital Stock	**Cap. in Excess of Par Value of Stock**	**Retained Earnings**	**Accumulated Other Comprehensive Income/(Loss) (Note 16)**	**Treasury Stock**	**Total**	**Equity Attributable to Non-controlling Interests**	**Total Equity**
Balance at December 31, 2016	$ 41	$ 21,630	$ 16,193	$ (7,013)	$ (1,122)	$ 29,729	$ 17	$ 29,746
Adoption of accounting standards	—	6	566	—	—	572	—	572
Net income	—	—	5,211	—	—	5,211	22	5,233
Other comprehensive income/(loss), net of tax	—	—	—	254	—	254	(2)	252
Common stock issued (including share-based compensation impacts)	—	168	—	—	—	168	—	168
Treasury stock/other	—	—	—	—	(131)	(131)	(1)	(132)
Cash dividends declared	—	—	(1,988)	—	—	(1,988)	(11)	(1,999)
Balance at September 30, 2017	$ 41	$ 21,804	$ 19,982	$ (6,759)	$ (1,253)	$ 33,815	$ 25	$ 33,840
Balance at December 31, 2017	**$ 41**	**$ 21,843**	**$ 21,906**	**$ (6,959)**	**$ (1,253)**	**$ 35,578**	**$ 28**	**$ 35,606**
Net income	**—**	**—**	**3,793**	**—**	**—**	**3,793**	**14**	**3,807**
Other comprehensive income/(loss), net of tax	**—**	**—**	**—**	**(470)**	**—**	**(470)**	**(1)**	**(471)**
Common stock issued (including share-based compensation impacts)	**—**	**168**	**—**	**—**	**—**	**168**	**—**	**168**
Treasury stock/other	**—**	**—**	**—**	**—**	**(164)**	**(164)**	**—**	**(164)**
Dividends and dividend equivalents declared	**—**	**—**	**(2,315)**	**—**	**—**	**(2,315)**	**(12)**	**(2,327)**
Balance at September 30, 2018	**$ 41**	**$ 22,011**	**$ 23,384**	**$ (7,429)**	**$ (1,417)**	**$ 36,590**	**$ 29**	**$ 36,619**

The accompanying notes are part of the financial statements.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

Table of Contents

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 1. PRESENTATION

For purposes of this report, "Ford," the "Company," "we," "our," "us," or similar references mean Ford Motor Company, our consolidated subsidiaries, and our consolidated VIEs of which we are the primary beneficiary, unless the context requires otherwise. We also make reference to Ford Motor Credit Company LLC, herein referenced to as Ford Credit. Our financial statements are presented in accordance with U.S. generally accepted accounting principles ("GAAP") for interim financial information, instructions to Quarterly Report on Form 10-Q, and Rule 10-01 of Regulation S-X.

In the opinion of management, these unaudited financial statements reflect a fair statement of our results of operations and financial condition for the periods, and at the dates, presented. The results for interim periods are not necessarily indicative of results that may be expected for any other interim period or for the full year. Reference should be made to the financial statements contained in our Annual Report on Form 10-K for the year ended December 31, 2017 ("2017 Form 10-K Report"). We reclassified certain prior year amounts in our consolidated financial statements to conform to the current year presentation.

Change in Presentation

Effective January 1, 2018, we changed our reportable segments to reflect the manner in which we now manage our business. Based on changes to our organization structure and how our Chief Operating Decision Maker ("CODM") reviews operating results and makes decisions about resource allocation, we now have three reportable segments that represent the primary businesses reported in our consolidated financial statements: Automotive, Mobility, and Ford Credit. See Note 18 for a description of our segment presentation.

Change in Accounting

We carry inventory on our consolidated balance sheet that is comprised of finished products, raw materials, work-in-process, and supplies. As of January 1, 2018, we changed our accounting method for U.S. inventories to a first-in, first-out basis from a last-in, first-out basis. We believe this change in accounting method is preferable as it is consistent with how we manage our business, results in a uniform method to value our inventory across all regions in our business, and improves comparability with our peers. The effect of this change was immaterial on our consolidated income statement, balance sheet, and statement of cash flow amounts for the interim period ended September 30, 2018.

We have retrospectively applied this change in accounting method to all prior periods. As of December 31, 2016, the cumulative effect of the change increased *Retained earnings* by $559 million.

The effect of this change on our consolidated financial statements was as follows (in millions except for per share amounts):

	For the periods ended September 30, 2017					
	Third Quarter			First Nine Months		
Income Statement	**Previously Reported**	**As Revised**	**Effect of Change** Higher/ (Lower)	**Previously Reported**	**As Revised**	**Effect of Change** Higher/ (Lower)
Cost of Sales	$ 30,288	$ 30,275	$ (13)	$ 96,345	$ 96,317	$ (28)
Income before income taxes	1,757	1,770	13	6,259	6,287	28
Provision for/ (Benefit from) income taxes	186	191	5	1,044	1,054	10
Net income	1,571	1,579	8	5,215	5,233	18
Net income attributable to Ford Motor Company	1,564	1,572	8	5,193	5,211	18
Basic earnings per share attributable to Ford Motor Company	0.39	0.40	0.01	1.31	1.31	—
Diluted earnings per share attributable to Ford Motor Company	0.39	0.39	—	1.30	1.30	—

	December 31, 2017		
Balance Sheet	**Previously Reported**	**As Revised**	**Effect of Change** Higher/(Lower)
Inventories	$ 10,277	$ 11,176	$ 899
Deferred income taxes (assets)	10,973	10,762	(211)
Retained earnings	21,218	21,906	688

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 1. PRESENTATION *(Continued)*

Argentina

In June 2018, Argentina was classified as having a highly inflationary economy due to the three-year cumulative consumer price index exceeding 100%. As a result, we changed the functional currency for our operations in Argentina from the Argentine peso to the U.S. dollar as of July 1, 2018.

NOTE 2. NEW ACCOUNTING STANDARDS

Adoption of New Accounting Standards

Accounting Standards Update ("ASU") 2017-12, Derivatives and Hedging. On January 1, 2018, we adopted the amendments to Accounting Standards Codification 815 which aligns hedge accounting with risk management activities and simplifies the requirements to qualify for hedge accounting. Adoption did not have a material impact on our financial statements. We continue to assess opportunities enabled by the new standard to expand our risk management strategies.

ASU 2016-01, Financial Instruments - Recognition and Measurement of Financial Assets and Financial Liabilities. On January 1, 2018, we adopted ASU 2016-01 and the related amendments. This standard amends various aspects of the recognition, measurement, presentation, and disclosure of financial instruments. We adopted the measurement alternative for equity investments without readily determinable fair values (often referred to as cost method investments) on a prospective basis. As a result, these investments will be revalued upon occurrence of an observable price change for similar investments and for impairments. We anticipate adoption may increase the volatility on our consolidated income statement.

We also adopted the following ASUs during 2018, none of which had a material impact to our financial statements or financial statement disclosures:

ASU		Effective Date
2017-08	Nonrefundable Fees and Other Costs - Premium Amortization on Purchased Callable Debt Securities	January 1, 2018
2016-18	Statement of Cash Flows - Restricted Cash	January 1, 2018
2016-16	Income Taxes - Intra-Entity Transfers of Assets Other Than Inventory	January 1, 2018
2016-15	Statement of Cash Flows - Classification of Certain Cash Receipts and Cash Payments	January 1, 2018

Accounting Standards Issued But Not Yet Adopted

The following represent the standards that will, or are expected to, result in a significant change in practice and/or have a significant financial impact to Ford.

ASU 2016-13, Credit Losses - Measurement of Credit Losses on Financial Instruments. In June 2016, the Financial Accounting Standards Board ("FASB") issued a new accounting standard which replaces the current incurred loss impairment method with a method that reflects expected credit losses. We plan to adopt the new standard on its effective date of January 1, 2020, by recognizing the cumulative effect of initially applying the new standard as an adjustment to the opening balance of *Retained earnings*. We anticipate adoption will increase the amount of expected credit losses reported in *Ford Credit finance receivables, net* on our consolidated balance sheet and do not expect a material impact to our consolidated income statement.

ASU 2016-02, Leases. In February 2016, the FASB issued a new accounting standard which provides guidance on the recognition, measurement, presentation, and disclosure of leases. The new standard supersedes the present U.S. GAAP standard on leases and requires substantially all leases to be reported on the balance sheet as right-of-use assets and lease obligations. We plan to adopt the new standard on its effective date of January 1, 2019. We anticipate adoption of the standard will add approximately $1 billion in right-of-use assets and lease obligations to our consolidated balance sheet and will not significantly impact results. We plan to elect the practical expedients upon transition that will retain the lease classification and initial direct costs for any leases that exist prior to adoption of the standard. We will not reassess whether any contracts entered into prior to adoption are leases. We are in the process of cataloging our existing lease contracts and implementing changes to our systems.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 3. REVENUE

The following tables disaggregate our revenue by major source for the periods ended September 30 (in millions):

	Third Quarter 2017			
	Automotive	Mobility	Ford Credit	Consolidated
Vehicles, parts, and accessories	$ 32,401	$ —	$ —	$ 32,401
Used vehicles	606	—	—	606
Extended service contracts	314	—	—	314
Other revenue	197	3	55	255
Revenues from sales and services	33,518	3	55	33,576
Leasing income	128	—	1,395	1,523
Financing income	—	—	1,314	1,314
Insurance income	—	—	38	38
Total revenues	$ 33,646	$ 3	$ 2,802	$ 36,451

	Third Quarter 2018			
	Automotive	Mobility	Ford Credit	Consolidated
Vehicles, parts, and accessories	$ 33,352	$ —	$ —	$ 33,352
Used vehicles	620	—	—	620
Extended service contracts	333	—	—	333
Other revenue	201	8	53	262
Revenues from sales and services	34,506	8	53	34,567
Leasing income	154	—	1,463	1,617
Financing income	—	—	1,443	1,443
Insurance income	—	—	39	39
Total revenues	$ 34,660	$ 8	$ 2,998	$ 37,666

	First Nine Months 2017			
	Automotive	Mobility	Ford Credit	Consolidated
Vehicles, parts, and accessories	$ 103,143	$ —	$ —	$ 103,143
Used vehicles	2,187	—	—	2,187
Extended service contracts	921	—	—	921
Other revenue	623	7	159	789
Revenues from sales and services	106,874	7	159	107,040
Leasing income	360	—	4,142	4,502
Financing income	—	—	3,788	3,788
Insurance income	—	—	120	120
Total revenues	$ 107,234	$ 7	$ 8,209	$ 115,450

	First Nine Months 2018			
	Automotive	Mobility	Ford Credit	Consolidated
Vehicles, parts, and accessories	$ 105,338	$ —	$ —	$ 105,338
Used vehicles	2,203	—	—	2,203
Extended service contracts	990	—	—	990
Other revenue	630	18	166	814
Revenues from sales and services	109,161	18	166	109,345
Leasing income	416	—	4,321	4,737
Financing income	—	—	4,340	4,340
Insurance income	—	—	123	123
Total revenues	$ 109,577	$ 18	$ 8,950	$ 118,545

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 3. REVENUE *(Continued)*

Revenue is recognized when obligations under the terms of a contract with our customer are satisfied; generally this occurs with the transfer of control of our vehicles, parts, accessories, or services. Revenue is measured as the amount of consideration we expect to receive in exchange for transferring goods or providing services. Sales, value add, and other taxes we collect concurrent with revenue-producing activities are excluded from revenue. Incidental items that are immaterial in the context of the contract are recognized as expense. The expected costs associated with our base warranties continue to be recognized as expense when the products are sold. We recognize revenue for vehicle service contracts that extend mechanical and maintenance coverages beyond our base warranties over the life of the contract. We do not have any material significant payment terms as payment is received at or shortly after the point of sale.

Automotive Segment

Vehicles, Parts, and Accessories. For the majority of vehicles, parts, and accessories, we transfer control and recognize a sale when we ship the product from our manufacturing facility to our customer (dealers and distributors). We receive cash equal to the invoice price for most vehicle sales at the time of wholesale. When the vehicle sale is financed by our wholly-owned subsidiary Ford Credit, the dealer pays Ford Credit when it sells the vehicle to the retail customer. Payment terms on part sales to dealers, distributors, and retailers range from 30 days to 120 days. The amount of consideration we receive and revenue we recognize varies with changes in marketing incentives and returns we offer to our customers and their customers. When we give our dealers the right to return eligible parts and accessories, we estimate the expected returns based on an analysis of historical experience. We adjust our estimate of revenue at the earlier of when the most likely amount of consideration we expect to receive changes or when the consideration becomes fixed. As a result, we recorded a decrease related to revenue recognized in prior periods of $182 million and $240 million in the third quarter of 2017 and 2018, respectively.

Depending on the terms of the arrangement, we may also defer the recognition of a portion of the consideration received because we have to satisfy a future obligation (e.g., free extended service contracts). We use an observable price to determine the stand-alone selling price for separate performance obligations or a cost plus margin approach when one is not available. We have elected to recognize the cost for freight and shipping when control over vehicles, parts, or accessories have transferred to the customer as an expense in *Cost of sales*.

We sell vehicles to daily rental companies and guarantee that we will pay them the difference between an agreed amount and the value they are able to realize upon resale. At the time of transfer of vehicles to the daily rental companies, we record the probable amount we will pay under the guarantee to *Other liabilities and deferred revenue.*

Used Vehicles. We sell used vehicles both at auction and through our consolidated dealerships. Proceeds from the sale of these vehicles are recognized in *Automotive revenues* upon transfer of control of the vehicle to the customer and the related vehicle carrying value is recognized in *Cost of sales*.

Extended Service Contracts. We sell separately-priced service contracts that extend mechanical and maintenance coverages beyond our base warranty agreements to vehicle owners. The separately priced service contracts range from 12 months to 120 months. We receive payment at contract inception and recognize revenue over the term of the agreement in proportion to the costs we expect to incur in satisfying the contract obligations. At January 1, 2017 and December 31, 2017, $3.5 billion and $3.8 billion, respectively, of unearned revenue associated with outstanding contracts was reported in *Other liabilities and deferred revenue.* We recognized $256 million and $262 million of the unearned amounts as revenue during the third quarter of 2017 and 2018, respectively, and $797 million and $829 million in the first nine months of 2017 and 2018, respectively. At September 30, 2018, the unearned amount was $4 billion. We expect to recognize approximately $300 million of the unearned amount in the remainder of 2018, $1.1 billion in 2019, and $2.6 billion thereafter.

We record a premium deficiency reserve to the extent we estimate the future costs associated with these contracts exceed the unrecognized revenue. Amounts paid to dealers to obtain these contracts are deferred and recorded as *Other assets*. These costs are amortized to expense consistent with how the related revenue is recognized. We had a balance of $232 million and $242 million in deferred costs as of December 31, 2017 and September 30, 2018, respectively. Amortization of $17 million and $18 million was recognized during the third quarter of 2017 and 2018, respectively, and $46 million and $55 million in the first nine months of 2017 and 2018, respectively.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 3. REVENUE *(Continued)*

Other Revenue. Other revenue consists primarily of net commissions received for serving as the agent in facilitating the sale of a third party's products or services to our customers and payments for vehicle-related design and testing services we perform for others. We have applied the practical expedient to recognize *Automotive revenues* for vehicle-related design and testing services over the two to three year term of these agreements in proportion to the amount we have the right to invoice.

Leasing Income. We sell vehicles to daily rental companies with an obligation to repurchase the vehicles for a guaranteed amount, exercisable at the option of the customer. The transactions are accounted for as operating leases. Upon the transfer of vehicles to the daily rental companies, we record proceeds received in *Other liabilities and deferred revenue.* The difference between the proceeds received and the guaranteed repurchase amount is recorded in *Automotive revenues* over the term of the lease using a straight-line method. The cost of the vehicle is recorded in *Net investment in operating leases* on our consolidated balance sheet and the difference between the cost of the vehicle and the estimated auction value is depreciated in *Cost of sales* over the term of the lease.

Ford Credit Segment

Leasing Income. Ford Credit offers leasing plans to retail consumers through Ford and Lincoln brand dealers who originate the leases. Ford Credit records an operating lease upon purchase of a vehicle subject to a lease from the dealer. The retail consumer makes lease payments representing the difference between Ford Credit's purchase price of the vehicle and the contractual residual value of the vehicle, plus lease fees that we recognize on a straight-line basis over the term of the lease agreement. Depreciation and the gain or loss upon disposition of the vehicle is recorded in *Ford Credit interest, operating, and other expenses*.

Financing Income. Ford Credit originates and purchases finance installment contracts. Financing income represents interest earned on the finance receivables (including direct financing leases). Interest is recognized using the interest method, and includes the amortization of certain direct origination costs.

Insurance Income. Income from insurance contracts is recognized evenly over the term of the agreement. Insurance commission revenue is recognized on a net basis at the time of sale of the third party's product or service to our customer.

NOTE 4. OTHER INCOME/(LOSS)

The amounts included in other income/(loss), net for the periods ended September 30 were as follows (in millions):

	Third Quarter		First Nine Months	
	2017	**2018**	**2017**	**2018**
Net periodic pension and other postretirement employee benefits (OPEB) income/(cost), excluding service cost	$ 365	$ 378	$ 1,144	$ 1,284
Investment-related interest income	124	169	325	482
Interest income/(expense) on income taxes	(2)	(5)	(1)	28
Realized and unrealized gains/(losses) on cash equivalents, marketable securities, and other securities	(13)	(76)	14	136
Gains/(Losses) on changes in investments in affiliates	(21)	(14)	(23)	44
Royalty income	171	115	475	387
Other	130	38	286	111
Total	$ 754	$ 605	$ 2,220	$ 2,472

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 5. INCOME TAXES

For interim tax reporting, we estimate one single effective tax rate for tax jurisdictions not subject to a valuation allowance, which is applied to the year-to-date ordinary income/(loss). Tax effects of significant unusual or infrequently occurring items are excluded from the estimated annual effective tax rate calculation and recognized in the interim period in which they occur.

For the third quarter and first nine months of 2018, our effective tax rates were 9.2% and 12.7%, respectively. During the third quarter of 2018, we recognized $101 million of benefit from settlements of tax controversies in various jurisdictions. In addition, during the first quarter of 2018, we recognized $235 million of benefit for non-U.S. capital loss carryforwards expected to be realized in the foreseeable future.

NOTE 6. CAPITAL STOCK AND EARNINGS PER SHARE

Earnings Per Share Attributable to Ford Motor Company Common and Class B Stock

Basic and diluted income per share were calculated using the following (in millions):

	Third Quarter		First Nine Months	
	2017	2018	2017	2018
Basic and Diluted Income Attributable to Ford Motor Company				
Basic income	$ 1,572	$ 991	$ 5,211	$ 3,793
Diluted income	1,572	991	5,211	3,793
Basic and Diluted Shares				
Basic shares (average shares outstanding)	3,972	3,976	3,975	3,976
Net dilutive options, unvested restricted stock units, and restricted stock	24	24	21	23
Diluted shares	3,996	4,000	3,996	3,999

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 7. CASH, CASH EQUIVALENTS, AND MARKETABLE SECURITIES

The fair values of cash, cash equivalents, and marketable securities measured at fair value on a recurring basis were as follows (in millions):

		December 31, 2017			
	Fair Value Level	Automotive	Mobility	Ford Credit	Consolidated
Cash and cash equivalents					
U.S. government	1	$ 913	$ —	$ —	$ 913
U.S. government agencies	2	433	—	300	733
Non-U.S. government and agencies	2	—	—	703	703
Corporate debt	2	55	—	25	80
Total marketable securities classified as cash equivalents		1,401	—	1,028	2,429
Cash, time deposits, and money market funds		7,529	4	8,530	16,063
Total cash and cash equivalents		$ 8,930	$ 4	$ 9,558	$ 18,492
Marketable securities					
U.S. government	1	$ 5,580	$ —	$ 966	$ 6,546
U.S. government agencies	2	2,484	—	384	2,868
Non-U.S. government and agencies	2	5,270	—	660	5,930
Corporate debt	2	4,031	—	848	4,879
Equities (a)	1	138	—	—	138
Other marketable securities	2	51	—	23	74
Total marketable securities		$ 17,554	$ —	$ 2,881	$ 20,435
Restricted cash		$ 15	$ 7	$ 124	$ 146

		September 30, 2018			
	Fair Value Level	Automotive	Mobility	Ford Credit	Consolidated
Cash and cash equivalents					
U.S. government	1	$ 674	$ —	$ 569	$ 1,243
U.S. government agencies	2	375	—	422	797
Non-U.S. government and agencies	2	201	—	565	766
Corporate debt	2	460	—	889	1,349
Total marketable securities classified as cash equivalents		1,710	—	2,445	4,155
Cash, time deposits, and money market funds		5,829	26	8,552	14,407
Total cash and cash equivalents		$ 7,539	$ 26	$ 10,997	$ 18,562
Marketable securities					
U.S. government	1	$ 2,859	$ —	$ 257	$ 3,116
U.S. government agencies	2	1,953	—	139	2,092
Non-U.S. government and agencies	2	5,309	—	888	6,197
Corporate debt	2	5,189	—	305	5,494
Equities (a)	1	484	—	—	484
Other marketable securities	2	246	—	151	397
Total marketable securities		$ 16,040	$ —	$ 1,740	$ 17,780
Restricted cash		$ 16	$ 30	$ 147	$ 193

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(a) Net unrealized gains/losses on equities were a $27 million loss and a $84 million gain at December 31, 2017 and September 30, 2018, respectively.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 7. CASH, CASH EQUIVALENTS, AND MARKETABLE SECURITIES *(Continued)*

The cash equivalents and marketable securities accounted for as available-for-sale ("AFS") debt securities were as follows (in millions):

	December 31, 2017						
					Fair Value of Securities with Contractual Maturities		
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Within 1 Year	After 1 Year through 5 Years	After 5 Years
Automotive							
U.S. government	$ 3,669	$ —	$ (18)	$ 3,651	$ 1,377	$ 2,274	$ —
U.S. government agencies	1,915	—	(15)	1,900	265	1,620	15
Non-U.S. government and agencies	4,021	—	(28)	3,993	197	3,771	25
Corporate debt	1,716	1	(8)	1,709	194	1,509	6
Other marketable securities	17	—	—	17	—	16	1
Total	$ 11,338	$ 1	$ (69)	$ 11,270	$ 2,033	$ 9,190	$ 47

	September 30, 2018						
					Fair Value of Securities with Contractual Maturities		
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Within 1 Year	After 1 Year through 5 Years	After 5 Years
Automotive							
U.S. government	$ 2,909	$ —	$ (19)	$ 2,890	$ 1,926	$ 964	$ —
U.S. government agencies	1,930	—	(26)	1,904	514	1,372	18
Non-U.S. government and agencies	3,960	—	(68)	3,892	144	3,748	—
Corporate debt	2,911	1	(33)	2,879	199	2,678	2
Other marketable securities	209	—	(1)	208	1	131	76
Total	$ 11,919	$ 1	$ (147)	$ 11,773	$ 2,784	$ 8,893	$ 96

Sales proceeds and gross realized gains/(losses) from the sale of AFS debt securities for the periods ended September 30 were as follows (in millions):

	Third Quarter		First Nine Months	
	2017	2018	2017	2018
Automotive				
Sales proceeds	$ 491	$ 1,327	$ 3,107	$ 4,173
Gross realized gains	—	—	3	1
Gross realized losses	—	4	8	15

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 7. CASH, CASH EQUIVALENTS, AND MARKETABLE SECURITIES *(Continued)*

The present fair values and gross unrealized losses for cash equivalents and marketable securities accounted for as AFS debt securities that were in an unrealized loss position, aggregated by investment category and the length of time that individual securities have been in a continuous loss position, were as follows (in millions):

	December 31, 2017					
	Less than 1 year		1 Year or Greater		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Automotive						
U.S. government	$ 2,382	$ (9)	$ 903	$ (9)	$ 3,285	$ (18)
U.S. government agencies	1,625	(12)	260	(3)	1,885	(15)
Non-U.S. government and agencies	3,148	(20)	510	(8)	3,658	(28)
Corporate debt	1,396	(8)	—	—	1,396	(8)
Total	$ 8,551	$ (49)	$ 1,673	$ (20)	$ 10,224	$ (69)

	September 30, 2018					
	Less than 1 year		1 Year or Greater		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Automotive						
U.S. government	$ 869	$ (3)	$ 1,869	$ (16)	$ 2,738	$ (19)
U.S. government agencies	476	(4)	1,386	(22)	1,862	(26)
Non-U.S. government and agencies	2,110	(39)	1,453	(29)	3,563	(68)
Corporate debt	2,161	(24)	374	(9)	2,535	(33)
Other marketable securities	170	(1)	—	—	170	(1)
Total	$ 5,786	$ (71)	$ 5,082	$ (76)	$ 10,868	$ (147)

During the nine months ended September 30, 2017 and 2018, we did not recognize any other-than-temporary impairment loss.

Cash, Cash Equivalents, and Restricted Cash

Cash, cash equivalents, and restricted cash as reported in the consolidated statement of cash flows were as follows (in millions):

	December 31, 2017	September 30, 2018
Cash and cash equivalents	$ 18,492	$ 18,562
Restricted cash (a)	146	193
Total cash, cash equivalents, and restricted cash	$ 18,638	$ 18,755

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(a) Included in *Other assets* in the non-current assets section of our consolidated balance sheet.

Other Securities

We have investments in entities for which we do not have the ability to exercise significant influence and fair values are not readily available. We have elected to record these investments at cost (less impairment, if any), adjusted for observable price changes in orderly transactions for the identical or a similar investment of the same issuer. We report the carrying value of these investments in *Other assets* in the non-current assets section of our consolidated balance sheet. These investments were $363 million and $199 million at December 31, 2017 and September 30, 2018, respectively. There were no material adjustments to the fair values of these investments held at September 30, 2018.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 8. FORD CREDIT FINANCE RECEIVABLES

Ford Credit manages finance receivables as “consumer” and “non-consumer” portfolios. The receivables are generally secured by the vehicles, inventory, or other property being financed.

Finance receivables, net were as follows (in millions):

	December 31, 2017	September 30, 2018
Consumer		
Retail financing, gross	$ 78,331	$ 80,136
Unearned interest supplements	(3,280)	(3,442)
Consumer finance receivables	75,051	76,694
Non-Consumer		
Dealer financing	33,938	31,753
Non-Consumer finance receivables	33,938	31,753
Total recorded investment	$ 108,989	$ 108,447
Recorded investment in finance receivables	$ 108,989	$ 108,447
Allowance for credit losses	(597)	(586)
Finance receivables, net	$ 108,392	$ 107,861
Current portion	$ 52,210	$ 50,818
Non-current portion	56,182	57,043
Finance receivables, net	$ 108,392	$ 107,861
Net finance receivables subject to fair value (a)	$ 105,106	$ 104,184
Fair value	104,521	103,408

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(a) At December 31, 2017 and September 30, 2018, *Finance receivables, net* includes $3.3 billion and $3.7 billion, respectively, of direct financing leases that are not subject to fair value disclosure requirements. The fair value of finance receivables is categorized within Level 3 of the fair value hierarchy.

Excluded from finance receivables at both December 31, 2017 and September 30, 2018, was $240 million of accrued uncollected interest, which is reported as *Other assets* in the current assets section of our consolidated balance sheet.

Included in the recorded investment in finance receivables at December 31, 2017 and September 30, 2018, were consumer receivables of $38.9 billion and $38.8 billion, respectively, and non-consumer receivables of $24.5 billion and $23.3 billion, respectively, that have been sold for legal purposes in securitization transactions but continue to be reported in our consolidated financial statements. The receivables are available only for payment of the debt issued by, and other obligations of, the securitization entities that are parties to those securitization transactions; they are not available to pay the other obligations or the claims of Ford Credit’s other creditors. Ford Credit holds the right to receive the excess cash flows not needed to pay the debt issued by, and other obligations of, the securitization entities that are parties to those securitization transactions.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 8. FORD CREDIT FINANCE RECEIVABLES *(Continued)*

Aging

For all finance receivables, we define "past due" as any payment, including principal and interest, that is at least 31 days past the contractual due date. The recorded investment of consumer receivables greater than 90 days past due and still accruing interest was $24 million and $21 million at December 31, 2017 and September 30, 2018, respectively. The recorded investment of non-consumer receivables greater than 90 days past due and still accruing interest was $1 million and de minimis at December 31, 2017 and September 30, 2018, respectively.

The aging analysis of our finance receivables balances was as follows (in millions):

	December 31, 2017	September 30, 2018
Consumer		
31-60 days past due	$ 748	$ 691
61-90 days past due	113	109
91-120 days past due	36	42
Greater than 120 days past due	37	40
Total past due	934	882
Current	74,117	75,812
Consumer finance receivables	75,051	76,694
Non-Consumer		
Total past due	122	77
Current	33,816	31,676
Non-Consumer finance receivables	33,938	31,753
Total recorded investment	$ 108,989	$ 108,447

Credit Quality

Consumer Portfolio. Credit quality ratings for consumer receivables are based on aging. Refer to the aging table above.

Consumer receivables credit quality ratings are as follows:

- *Pass* – current to 60 days past due;
- *Special Mention* – 61 to 120 days past due and in intensified collection status; and
- *Substandard* – greater than 120 days past due and for which the uncollectible portion of the receivables has already been charged off, as measured using the fair value of collateral less costs to sell.

Non-Consumer Portfolio. Dealers are assigned to one of four groups according to risk ratings as follows:

- *Group I* – strong to superior financial metrics;
- *Group II* – fair to favorable financial metrics;
- *Group III* – marginal to weak financial metrics; and
- *Group IV* – poor financial metrics, including dealers classified as uncollectible.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 8. FORD CREDIT FINANCE RECEIVABLES *(Continued)*

The credit quality analysis of our dealer financing receivables was as follows (in millions):

	December 31, 2017	September 30, 2018
Dealer Financing		
Group I	$ 26,252	$ 24,444
Group II	5,908	5,528
Group III	1,640	1,616
Group IV	138	165
Total recorded investment	$ 33,938	$ 31,753

Impaired Receivables. Impaired consumer receivables include accounts that have been rewritten or modified in reorganization proceedings pursuant to the U.S. Bankruptcy Code that are considered to be Troubled Debt Restructurings ("TDRs"), as well as all accounts greater than 120 days past due. Impaired non-consumer receivables represent accounts with dealers that have weak or poor financial metrics or dealer financing that has been modified in TDRs. The recorded investment of consumer receivables that were impaired at December 31, 2017 and September 30, 2018 was $386 million and $379 million, or 0.5% and 0.5% of consumer receivables, respectively. The recorded investment of non-consumer receivables that were impaired at December 31, 2017 and September 30, 2018 was $138 million and $165 million, or 0.4% and 0.5% of non-consumer receivables, respectively. Impaired finance receivables are evaluated both collectively and specifically.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 9. FORD CREDIT ALLOWANCE FOR CREDIT LOSSES

An analysis of the allowance for credit losses related to finance receivables for the periods ended September 30 was as follows (in millions):

	Third Quarter 2017			First Nine Months 2017		
	Consumer	Non-Consumer	Total	Consumer	Non-Consumer	Total
Allowance for credit losses						
Beginning balance	$ 507	$ 15	$ 522	$ 469	$ 15	$ 484
Charge-offs	(132)	—	(132)	(366)	(3)	(369)
Recoveries	36	4	40	105	8	113
Provision for credit losses	146	(6)	140	341	(7)	334
Other (a)	5	—	5	13	—	13
Ending balance (b)	$ 562	$ 13	$ 575	$ 562	$ 13	$ 575
Analysis of ending balance of allowance for credit losses						
Collective impairment allowance				$ 541	$ 13	$ 554
Specific impairment allowance				21	—	21
Ending balance (b)				562	13	575
Analysis of ending balance of finance receivables						
Collectively evaluated for impairment				71,929	31,971	103,900
Specifically evaluated for impairment				387	152	539
Recorded investment				72,316	32,123	104,439
Ending balance, net of allowance for credit losses				$ 71,754	$ 32,110	$ 103,864

(a) Primarily represents amounts related to translation adjustments.
(b) Total allowance, including for operating leases, was $644 million.

	Third Quarter 2018			First Nine Months 2018		
	Consumer	Non-Consumer	Total	Consumer	Non-Consumer	Total
Allowance for credit losses						
Beginning balance	$ 573	$ 14	$ 587	$ 582	$ 15	$ 597
Charge-offs (a)	(128)	(43)	(171)	(382)	(46)	(428)
Recoveries	40	4	44	126	6	132
Provision for credit losses	73	52	125	237	52	289
Other (b)	1	—	1	(4)	—	(4)
Ending balance (c)	$ 559	$ 27	$ 586	$ 559	$ 27	$ 586
Analysis of ending balance of allowance for credit losses						
Collective impairment allowance				$ 538	$ 14	$ 552
Specific impairment allowance				21	13	34
Ending balance (c)				559	27	586
Analysis of ending balance of finance receivables						
Collectively evaluated for impairment				76,315	31,588	107,903
Specifically evaluated for impairment				379	165	544
Recorded investment				76,694	31,753	108,447
Ending balance, net of allowance for credit losses				$ 76,135	$ 31,726	$ 107,861

(a) The charge-off of non-consumer (dealer financing) receivables primarily reflects a specific U.S. dealer's wholesale vehicle inventory and dealer loan determined to be uncollectible.
(b) Primarily represents amounts related to translation adjustments.
(c) Total allowance, including for operating leases, was $663 million.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 10. INVENTORIES

Inventories were as follows (in millions):

	December 31, 2017	September 30, 2018
Raw materials, work-in-process, and supplies	$ 4,397	$ 4,740
Finished products	6,779	8,070
Total inventories	$ 11,176	$ 12,810

NOTE 11. GOODWILL

The net carrying amount of goodwill was $75 million and $273 million at December 31, 2017 and September 30, 2018, respectively, and is reported in *Other Assets* in the non-current section of our consolidated balance sheet. In the first quarter of 2018, Mobility recorded the acquisition of Autonomic and TransLoc which resulted in $199 million of goodwill.

NOTE 12. OTHER LIABILITIES AND DEFERRED REVENUE

Other liabilities and deferred revenue were as follows (in millions):

	December 31, 2017	September 30, 2018
Current		
Dealer and dealers' customer allowances and claims	$ 10,902	$ 11,145
Deferred revenue	2,107	2,833
Employee benefit plans	1,661	1,575
Accrued interest	1,057	795
OPEB (a)	348	346
Pension (a)	229	228
Other	3,393	3,792
Total current other liabilities and deferred revenue	$ 19,697	$ 20,714
Non-current		
Pension (a)	$ 9,932	$ 9,273
OPEB (a)	5,821	5,692
Dealer and dealers' customer allowances and claims	2,471	2,258
Deferred revenue	3,829	3,957
Employee benefit plans	1,139	1,174
Other	1,519	1,874
Total non-current other liabilities and deferred revenue	$ 24,711	$ 24,228

(a) Balances at September 30, 2018 reflect pension and OPEB liabilities at December 31, 2017, updated (where applicable) for service and interest cost, expected return on assets, separation expense, interim remeasurement expense, actual benefit payments, and cash contributions. The discount rate and rate of expected return assumptions are unchanged from year-end 2017. Included in *Other assets* are pension assets of $3.5 billion and $4.2 billion at December 31, 2017 and September 30, 2018, respectively.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 13. RETIREMENT BENEFITS

Defined Benefit Plans - Expense

The pre-tax net periodic benefit cost/(income) for our defined benefit pension and OPEB plans for the periods ended September 30 was as follows (in millions):

	Third Quarter					
	Pension Benefits					
	U.S. Plans		Non-U.S. Plans		Worldwide OPEB	
	2017	2018	2017	2018	2017	2018
Service cost	$ 133	$ 136	$ 154	$ 146	$ 13	$ 13
Interest cost	382	367	155	168	50	49
Expected return on assets	(683)	(721)	(347)	(318)	—	—
Amortization of prior service costs/(credits)	36	36	9	6	(30)	(27)
Net remeasurement (gain)/loss	—	—	—	—	—	—
Separation programs/other	58	15	5	47	—	—
Settlements and curtailments	—	—	—	—	—	—
Net periodic benefit cost/(income)	$ (74)	$ (167)	$ (24)	$ 49	$ 33	$ 35

	First Nine Months					
	Pension Benefits					
	U.S. Plans		Non-U.S. Plans		Worldwide OPEB	
	2017	2018	2017	2018	2017	2018
Service cost	$ 400	$ 408	$ 413	$ 449	$ 37	$ 40
Interest cost	1,144	1,100	487	517	148	147
Expected return on assets	(2,050)	(2,165)	(1,012)	(981)	—	—
Amortization of prior service costs/(credits)	107	107	27	19	(89)	(82)
Net remeasurement (gain)/loss	—	(26)	—	—	—	—
Separation programs/other	70	29	24	65	—	1
Settlements and curtailments	—	(15)	—	—	—	—
Net periodic benefit cost/(income)	$ (329)	$ (562)	$ (61)	$ 69	$ 96	$ 106

The service cost component is included in *Cost of sales* and *Selling, administrative, and other expenses*. Other components of net periodic benefit cost/(income) are included in *Other income/(loss), net* of our consolidated income statement.

In the first quarter of 2018, we amended the U.S. defined benefit plans for senior management. Effective December 31, 2019, the plans will have a 35-year limit for service and pay for purposes of determining the pension benefits. As a result, we recognized both a remeasurement gain and a curtailment gain related to the amendments.

Pension Plan Contributions

During 2018, we expect to contribute about $500 million (most of which are mandatory contributions) from cash and cash equivalents to our global funded pension plans, and to make about $350 million of benefit payments to participants in unfunded plans, for a total of about $850 million. In the first nine months of 2018, we contributed about $300 million to our global funded pension plans and made about $250 million of benefit payments to participants in unfunded plans.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 14. DEBT

The carrying value of Automotive, Ford Credit, and Other debt was as follows (in millions):

Automotive	**December 31, 2017**	**September 30, 2018**
Debt payable within one year		
Short-term	$ 1,396	$ 1,517
Long-term payable within one year		
Public unsecured debt securities	361	—
U.S. Department of Energy Advanced Technology Vehicles Manufacturing (“DOE ATVM”) Incentive Program	591	591
Other debt	1,031	1,126
Unamortized (discount)/premium	(23)	(18)
Total debt payable within one year	3,356	3,216
Long-term debt payable after one year		
Public unsecured debt securities	9,033	9,033
DOE ATVM Incentive Program	2,060	1,618
Other debt	1,848	1,114
Adjustments		
Unamortized (discount)/premium	(290)	(244)
Unamortized issuance costs	(76)	(73)
Total long-term debt payable after one year	12,575	11,448
Total Automotive	$ 15,931	$ 14,664
Fair value of Automotive debt (a)	$ 17,976	$ 14,948
Ford Credit		
Debt payable within one year		
Short-term	$ 17,153	$ 15,313
Long-term payable within one year		
Unsecured debt	13,298	13,123
Asset-backed debt	17,817	19,139
Adjustments		
Unamortized (discount)/premium	1	—
Unamortized issuance costs	(16)	(16)
Fair value adjustments (b)	12	(12)
Total debt payable within one year	48,265	47,547
Long-term debt payable after one year		
Unsecured debt	55,687	56,591
Asset-backed debt	34,052	34,784
Adjustments		
Unamortized (discount)/premium	(2)	—
Unamortized issuance costs	(212)	(208)
Fair value adjustments (b)	(33)	(547)
Total long-term debt payable after one year	89,492	90,620
Total Ford Credit	$ 137,757	$ 138,167
Fair value of Ford Credit debt (a)	$ 139,605	$ 138,311
Other		
Long-term debt payable after one year		
Unsecured debt	$ 604	$ 604
Adjustments		
Unamortized (discount)/premium	(3)	(3)
Unamortized issuance costs	(2)	(1)
Total Other	$ 599	$ 600
Fair value of Other debt	$ 801	$ 709

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(a) The fair value of debt includes $1.1 billion and $1.3 billion of Automotive segment short-term debt and $16.4 billion and $13.7 billion of Ford Credit segment short-term debt at December 31, 2017 and September 30, 2018, respectively, carried at cost, which approximates fair value. All other debt is categorized within Level 2 of the fair value hierarchy.
(b) These adjustments relate to designated fair value hedges. The carrying value of hedged debt was $39 billion and $39.1 billion at December 31, 2017 and September 30, 2018, respectively.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 15. DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING ACTIVITIES

In the normal course of business, our operations are exposed to global market risks, including the effect of changes in foreign currency exchange rates, certain commodity prices, and interest rates. To manage these risks, we enter into highly effective derivative contracts. We have elected to apply hedge accounting to certain derivatives. Derivatives that are designated in hedging relationships are evaluated for effectiveness using regression analysis at the time they are designated and throughout the hedge period. Some derivatives do not qualify for hedge accounting; for others, we elect not to apply hedge accounting.

Income Effect of Derivative Financial Instruments

The gains/(losses), by hedge designation, recorded in income for the periods ended September 30 were as follows (in millions):

	Third Quarter		First Nine Months	
	2017	2018	2017	2018
Cash flow hedges (a)				
Reclassified from AOCI to Cost of sales	$ 115	$ 45	$ 357	$ 50
Fair value hedges				
Interest rate contracts				
Net interest settlements and accruals on hedging instruments	50	(5)	182	19
Fair value changes on hedging instruments (b)	(40)	(102)	(95)	(531)
Fair value changes on hedged debt (b)	40	110	95	521
Derivatives not designated as hedging instruments				
Foreign currency exchange contracts (c)	(168)	(10)	(594)	290
Cross-currency interest rate swap contracts	5	(75)	79	(258)
Interest rate contracts	20	9	57	(28)
Commodity contracts	21	(24)	53	(62)
Total	$ 43	$ (52)	$ 134	$ 1

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(a) For the third quarter and first nine months of 2017, a $116 million loss and a $90 million gain, respectively, were recorded in *Other comprehensive income, net of tax.* For the third quarter and first nine months of 2018, a $91 million loss and a $30 million gain, respectively, were recorded in *Other comprehensive income, net of tax.*

(b) For 2017, the fair value changes on hedging instruments and on hedged debt were recorded in *Other income/(loss), net;* effective 2018, these amounts were recorded in *Ford Credit interest, operating, and other expenses.*

(c) For the third quarter and first nine months of 2017, a $107 million loss and a $443 million loss were recorded in *Cost of sales* and a $61 million loss and a $151 million loss were recorded in *Other income/(loss), net,* respectively. For the third quarter and first nine months of 2018, a $16 million loss and a $186 million gain were recorded in *Cost of sales* and a $6 million gain and a $104 million gain were recorded in *Other income(loss), net,* respectively.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 15. DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING ACTIVITIES *(Continued)*

Balance Sheet Effect of Derivative Financial Instruments

Derivative assets and liabilities are recorded on our consolidated balance sheet at fair value and are presented on a gross basis. The notional amounts of the derivative instruments do not necessarily represent amounts exchanged by the parties and are not a direct measure of our financial exposure. We also enter into master agreements with counterparties that may allow for netting of exposures in the event of default or breach of the counterparty agreement. Collateral represents cash received or paid under reciprocal arrangements that we have entered into with our derivative counterparties which we do not use to offset our derivative assets and liabilities.

The fair value of our derivative instruments and the associated notional amounts, presented gross, were as follows (in millions):

	December 31, 2017			September 30, 2018		
	Notional	Fair Value of Assets	Fair Value of Liabilities	Notional	Fair Value of Assets	Fair Value of Liabilities
Cash flow hedges						
Foreign currency exchange contracts	$ 19,595	$ 407	$ 306	$ 16,848	$ 196	$ 137
Fair value hedges						
Interest rate contracts	28,008	248	135	27,769	112	632
Derivatives not designated as hedging instruments						
Foreign currency exchange contracts	20,679	172	302	18,694	210	98
Cross-currency interest rate swap contracts	4,006	408	28	5,649	206	166
Interest rate contracts	60,504	276	137	68,226	250	298
Commodity contracts	660	37	4	738	5	45
Total derivative financial instruments, gross (a) (b)	$ 133,452	$ 1,548	$ 912	$ 137,924	$ 979	$ 1,376
Current portion		$ 802	$ 568		$ 623	$ 532
Non-current portion		746	344		356	844
Total derivative financial instruments, gross		$ 1,548	$ 912		$ 979	$ 1,376

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(a) At December 31, 2017 and September 30, 2018, we held collateral of $15 million and $16 million, and we posted collateral of $38 million and $59 million, respectively.
(b) At December 31, 2017 and September 30, 2018, the fair value of assets and liabilities available for counterparty netting was $618 million and $351 million, respectively. All derivatives are categorized within Level 2 of the fair value hierarchy.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 16. ACCUMULATED OTHER COMPREHENSIVE INCOME/(LOSS)

The changes in the balances for each component of accumulated other comprehensive income/(loss) attributable to Ford Motor Company for the periods ended September 30 were as follows (in millions):

	Third Quarter		First Nine Months	
	2017	2018	2017	2018
Foreign currency translation				
Beginning balance	$ (4,266)	$ (4,577)	$ (4,593)	$ (4,277)
Gains/(Losses) on foreign currency translation	25	(136)	175	(419)
Less: Tax/(Tax benefit)	(94)	(2)	(271)	17
Net gains/(losses) on foreign currency translation	119	(134)	446	(436)
(Gains)/Losses reclassified from AOCI to net income (a)	(17)	1	(17)	3
Other comprehensive income/(loss), net of tax	102	(133)	429	(433)
Ending balance	$ (4,164)	$ (4,710)	$ (4,164)	$ (4,710)
Marketable securities				
Beginning balance	$ (11)	$ (103)	$ (14)	$ (48)
Gains/(Losses) on available for sale securities	(3)	(7)	—	(91)
Less: Tax/(Tax benefit)	(3)	(1)	2	(22)
Net gains/(losses) on available for sale securities	—	(6)	(2)	(69)
(Gains)/Losses reclassified from AOCI to net income	—	4	5	14
Less: Tax/(Tax benefit)	1	—	1	2
Net (gains)/losses reclassified from AOCI to net income	(1)	4	4	12
Other comprehensive income/(loss), net of tax	(1)	(2)	2	(57)
Ending balance	$ (12)	$ (105)	$ (12)	$ (105)
Derivative instruments				
Beginning balance	$ 253	$ 103	$ 283	$ 18
Gains/(Losses) on derivative instruments	(116)	(91)	90	30
Less: Tax/(Tax benefit)	(36)	(21)	15	8
Net gains/(losses) on derivative instruments	(80)	(70)	75	22
(Gains)/Losses reclassified from AOCI to net income	(115)	(45)	(357)	(50)
Less: Tax/(Tax benefit)	(24)	(12)	(81)	(10)
Net (gains)/losses reclassified from AOCI to net income (b)	(91)	(33)	(276)	(40)
Other comprehensive income/(loss), net of tax	(171)	(103)	(201)	(18)
Ending balance	$ 82	$ —	$ 82	$ —
Pension and other postretirement benefits				
Beginning balance	$ (2,692)	$ (2,627)	$ (2,689)	$ (2,652)
Amortization and recognition of prior service costs/(credits)	15	15	45	44
Less: Tax/(Tax benefit)	(13)	2	15	8
Net prior service costs/(credits) reclassified from AOCI to net income	28	13	30	36
Translation impact on non-U.S. plans	(1)	—	(6)	2
Other comprehensive income/(loss), net of tax	27	13	24	38
Ending balance	$ (2,665)	$ (2,614)	$ (2,665)	$ (2,614)
Total AOCI ending balance at September 30	$ (6,759)	$ (7,429)	$ (6,759)	$ (7,429)

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(a) Reclassified to *Other income/(loss), net.*
(b) Reclassified to *Cost of sales*. During the next twelve months we expect to reclassify existing net gains on cash flow hedges of $95 million. See Note 15 for additional information.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 17. COMMITMENTS AND CONTINGENCIES

Commitments and contingencies primarily consist of guarantees and indemnifications, litigation and claims, and warranty.

Guarantees and Indemnifications

The maximum potential payments and the carrying value of recorded liabilities related to guarantees and limited indemnities were as follows (in millions):

	December 31, 2017	September 30, 2018
Maximum potential payments	$ 1,397	$ 1,377
Carrying value of recorded liabilities related to guarantees and limited indemnities	408	391

Guarantees and indemnifications are recorded at fair value at their inception. We regularly review our performance risk under these arrangements, and in the event it becomes probable we will be required to perform under a guarantee or indemnity, the amount of probable payment is recorded.

We guarantee the resale value of vehicles sold in certain arrangements to daily rental companies. The maximum potential payment of $1.2 billion as of September 30, 2018 included in the table above represents the total proceeds we guarantee the rental company will receive on re-sale. Reflecting our present estimate of proceeds the rental companies will receive on resale from third parties, we have recorded $374 million as our best estimate of the amount we will have to pay under the guarantee.

We also guarantee debt and lease obligations of certain joint ventures, as well as certain financial obligations of outside third parties, including suppliers, to support our business and economic growth. Expiration dates vary through 2033, and guarantees will terminate on payment and/or cancellation of the underlying obligation. A payment by us would be triggered by failure of the joint venture or other third party to fulfill its obligation covered by the guarantee. In some circumstances, we are entitled to recover from a third party amounts paid by us under the guarantee. However, our ability to enforce these rights is sometimes stayed until the guaranteed party is paid in full, and may be limited in the event of insolvency of the third party or other circumstances.

In the ordinary course of business, we execute contracts involving indemnifications standard in the industry and indemnifications specific to a transaction, such as the sale of a business. These indemnifications might include and are not limited to claims relating to any of the following: environmental, tax, and shareholder matters; intellectual property rights; power generation contracts; governmental regulations and employment-related matters; dealer, supplier, and other commercial contractual relationships; and financial matters, such as securitizations. Performance under these indemnities generally would be triggered by a breach of terms of the contract or by a third-party claim. While some of these indemnifications are limited in nature, many of them do not limit potential payment. Therefore, we are unable to estimate a maximum amount of future payments that could result from claims made under these unlimited indemnities.

Litigation and Claims

Various legal actions, proceedings, and claims (generally, “matters”) are pending or may be instituted or asserted against us. These include but are not limited to matters arising out of alleged defects in our products; product warranties; governmental regulations relating to safety, emissions, and fuel economy or other matters; government incentives; tax matters; alleged illegal acts resulting in fines or penalties; financial services; employment-related matters; dealer, supplier, and other contractual relationships; intellectual property rights; environmental matters; shareholder or investor matters; and financial reporting matters. Certain of the pending legal actions are, or purport to be, class actions. Some of the matters involve or may involve claims for compensatory, punitive, or antitrust or other treble damages in very large amounts, or demands for field service actions, environmental remediation programs, sanctions, loss of government incentives, assessments, or other relief, which, if granted, would require very large expenditures.

The extent of our financial exposure to these matters is difficult to estimate. Many matters do not specify a dollar amount for damages, and many others specify only a jurisdictional minimum. To the extent an amount is asserted, our historical experience suggests that in most instances the amount asserted is not a reliable indicator of the ultimate outcome.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 17. COMMITMENTS AND CONTINGENCIES *(Continued)*

We accrue for matters when losses are deemed probable and reasonably estimable. In evaluating matters for accrual and disclosure purposes, we take into consideration factors such as our historical experience with matters of a similar nature, the specific facts and circumstances asserted, the likelihood that we will prevail, and the severity of any potential loss. We reevaluate and update our accruals as matters progress over time.

For the majority of matters, which generally arise out of alleged defects in our products, we establish an accrual based on our extensive historical experience with similar matters. We do not believe there is a reasonably possible outcome materially in excess of our accrual for these matters.

For the remaining matters, where our historical experience with similar matters is of more limited value (i.e., “non-pattern matters”), we evaluate the matters primarily based on the individual facts and circumstances. For non-pattern matters, we evaluate whether there is a reasonable possibility of a material loss in excess of any accrual that can be estimated. Our estimate of reasonably possible loss in excess of our accruals for all material matters currently reflects indirect tax, customs, and competition law matters, for which we estimate the aggregate risk to be a range of up to about $900 million.

As noted, the litigation process is subject to many uncertainties, and the outcome of individual matters is not predictable with assurance. Our assessments are based on our knowledge and experience, but the ultimate outcome of any matter could require payment substantially in excess of the amount that we have accrued and/or disclosed.

Warranty and Field Service Actions

We accrue an amount for estimated cost associated with warranty and field service actions (i.e., safety recalls, emission recalls, and customer satisfaction actions) at the time of sale using a patterned estimation model that includes historical information regarding the nature, frequency, and average cost of claims for each vehicle line by model year. Warranty and field service action obligations are reported in *Other liabilities and deferred revenue*. We reevaluate the adequacy of our accruals on a regular basis.

We recognize the benefit from a recovery of the costs associated with our warranty and field service actions when specifics of the recovery have been agreed with our supplier and the collection of the recovery is virtually certain. Recoveries are reported in *Trade and other receivables* and *Other assets.*

The estimate of our future warranty and field service action costs, net of supplier recoveries, for the periods ended September 30 was as follows (in millions):

	First Nine Months	
	2017	2018
Beginning balance	$ 4,960	$ 5,296
Payments made during the period	(2,596)	(3,107)
Changes in accrual related to warranties issued during the period	1,588	1,832
Changes in accrual related to pre-existing warranties	968	792
Foreign currency translation and other	111	(103)
Ending balance	$ 5,031	$ 4,710

Revisions to our estimated costs are reported as changes in accrual related to pre-existing warranties in the table above.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 18. SEGMENT INFORMATION

Effective January 1, 2018, we changed our reportable segments to reflect the manner in which we manage our business. Based on changes to our organization structure and how our CODM reviews operating results and makes decisions about resource allocation, we have three reportable segments that represent the primary businesses reported in our consolidated financial statements: Automotive, Mobility, and Ford Credit.

In addition to the change in reportable segments, consistent with how our CODM assesses performance of the segments, we changed the measurement of our segment profits and losses as described below:

- Corporate governance expenses, which were previously reported as part of our Automotive segment, are reported as part of Corporate Other
- Autonomous vehicle development costs, which were previously reported as part of our Automotive segment, are reported in Mobility
- Interest income and portfolio gains and losses, which were previously reported in our segment results, are reported in Corporate Other. Interest expense (other than interest expense incurred by Ford Credit) is reported as a separate reconciling item

Prior period amounts were adjusted retrospectively to reflect the segment and measurement changes.

Below is a description of our reportable segments and other activities.

Automotive Segment

Our Automotive segment primarily includes the sale of Ford and Lincoln vehicles, service parts, and accessories worldwide, together with the associated costs to develop, manufacture, distribute, and service the vehicles, parts, and accessories. This segment includes revenues and costs related to our electrification vehicle programs. The segment includes five regional business units: North America, South America, Europe, Middle East & Africa, and Asia Pacific.

Mobility Segment

Our Mobility segment primarily includes development costs related to our autonomous vehicles and our investment in mobility through Ford Smart Mobility LLC ("FSM"). Autonomous vehicles includes self-driving systems development and vehicle integration, autonomous vehicle research and advanced engineering, AV transportation-as-a-service network development, user experience, and business strategy and business development teams. FSM designs and builds mobility services on its own, and collaborates with start-ups and tech companies.

Ford Credit Segment

The Ford Credit segment is comprised of the Ford Credit business on a consolidated basis, which is primarily vehicle-related financing and leasing activities.

Corporate Other

Corporate Other primarily includes corporate governance expenses, interest income (excluding interest earned on our extended service contract portfolio that is included in our Automotive segment) and portfolio gains and losses from our cash, cash equivalents, and marketable securities, and foreign exchange derivatives gains and losses associated with intercompany lending. Corporate governance expenses are primarily administrative, delivering benefit on behalf of the global enterprise and are not allocated to specific Automotive business units or operating segments. These include expenses related to setting and directing global policy, providing oversight and stewardship, and promoting the Company's interests. The underlying assets and liabilities associated with these activities remain with the respective Automotive and Mobility segments.

Interest on Debt

Interest on Debt is presented as a separate reconciling item and consists of interest expense on Automotive and Other debt. The underlying liability is reported in the Automotive segment and in Corporate Other.

FORD MOTOR COMPANY AND SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS

NOTE 18. SEGMENT INFORMATION *(Continued)*

Special Items

Special Items are presented as a separate reconciling item. They consist of (i) pension and OPEB remeasurement gains and losses, (ii) significant personnel and dealer-related costs stemming from our efforts to match production capacity and cost structure to market demand and changing model mix, and (iii) other items that we do not necessarily consider to be indicative of earnings from ongoing operating activities. Our management excludes these items from its review of the results of the operating segments for purposes of measuring segment profitability and allocating resources. We also report these special items separately to help investors track amounts related to these activities and to allow investors analyzing our results to identify certain infrequent significant items that they may wish to exclude when considering the trend of ongoing operating results.

Key financial information for the periods ended or at September 30 was as follows (in millions):

	Automotive	Mobility	Ford Credit	Corporate Other	Interest on Debt	Special Items	Adjustments	Total
Third Quarter 2017								
Revenues	$ 33,646	$ 3	$ 2,802	$ —	$ —	$ —	$ —	$ 36,451
Income/(loss) before income taxes	1,879	(72)	600	(122)	(298)	(217)	—	1,770
Equity in net income/(loss) of affiliated companies	305	1	10	—	—	—	—	316
Cash, cash equivalents, and marketable securities	26,144	1	11,936	—	—	—	—	38,081
Restricted cash	4	7	120	—	—	—	—	131
Total assets	104,110	85	154,868	—	—	—	(7,214) (a)	251,849
Third Quarter 2018								
Revenues	$ 34,660	$ 8	$ 2,998	$ —	$ —	$ —	$ —	$ 37,666
Income/(loss) before income taxes	1,402	(196)	678	(216)	(343)	(231)	—	1,094
Equity in net income/(loss) of affiliated companies	(40)	—	8	—	—	—	—	(32)
Cash, cash equivalents, and marketable securities	23,579	26	12,737	—	—	—	—	36,342
Restricted cash	16	30	147	—	—	—	—	193
Total assets	102,615	510	159,976	—	—	—	(4,135) (a)	258,966

	Automotive	Mobility	Ford Credit	Corporate Other	Interest on Debt	Special Items	Adjustments	Total
First Nine Months 2017								
Revenues	$ 107,234	$ 7	$ 8,209	$ —	$ —	$ —	$ —	$ 115,450
Income/(loss) before income taxes	6,449	(199)	1,700	(340)	(882)	(441)	—	6,287
Equity in net income/(loss) of affiliated companies	910	—	25	—	—	—	—	935
First Nine Months 2018								
Revenues	$ 109,577	$ 18	$ 8,950	$ —	$ —	$ —	$ —	$ 118,545
Income/(loss) before income taxes	4,291	(479)	1,964	(231)	(933)	(250)	—	4,362
Equity in net income/(loss) of affiliated companies	232	—	20	—	—	—	—	252

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(a) Includes eliminations of intersegment transactions occurring in the ordinary course of business and deferred tax netting.

ITEM 2. ***Management's Discussion and Analysis of Financial Condition and Results of Operations.***

OVERVIEW

Non-GAAP Financial Measures That Supplement GAAP Measures

We use both generally accepted accounting principles ("GAAP") and non-GAAP financial measures for operational and financial decision making, and to assess Company and segment business performance. The non-GAAP measures listed below are intended to be considered by users as supplemental information to their equivalent GAAP measures, to aid investors in better understanding our financial results. We believe that these non-GAAP measures provide useful perspective on underlying business results and trends, and a means to assess our period-over-period results. These non-GAAP measures should not be considered as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. These non-GAAP measures may not be the same as similarly titled measures used by other companies due to possible differences in method and in items or events being adjusted.

- *Company Adjusted EBIT (Most Comparable GAAP Measure: Net Income Attributable to Ford)* – Earnings before interest and taxes (EBIT) includes non-controlling interests and excludes interest on debt (excl. Ford Credit Debt), taxes, and pre-tax special items. This non-GAAP measure is useful to management and investors because it allows users to evaluate our operating results aligned with industry reporting. Pre-tax special items consist of (i) pension and OPEB remeasurement gains and losses, (ii) significant personnel and dealer-related costs stemming from our efforts to match production capacity and cost structure to market demand and changing model mix, and (iii) other items that we do not necessarily consider to be indicative of earnings from ongoing operating activities. When we provide guidance for adjusted EBIT, we do not provide guidance on a net income basis because the GAAP measure will include potentially significant special items that have not yet occurred and are difficult to predict with reasonable certainty prior to year-end, including pension and OPEB remeasurement gains and losses.

- *Company Adjusted EBIT Margin (Most Comparable GAAP Measure: Company Net Income Margin)* – Company Adjusted EBIT margin is Company adjusted EBIT divided by Company revenue. This non-GAAP measure is useful to management and investors because it allows users to evaluate our operating results aligned with industry reporting.

- *Adjusted Earnings Per Share (Most Comparable GAAP Measure: Earnings Per Share)* – Measure of Company's diluted net earnings per share adjusted for impact of pre-tax special items (described above) and tax special items. The measure provides investors with useful information to evaluate performance of our business excluding items not indicative of the underlying run rate of our business. When we provide guidance for adjusted earnings per share, we do not provide guidance on an earnings per share basis because the GAAP measure will include potentially significant special items that have not yet occurred and are difficult to predict with reasonable certainty prior to year-end, including pension and OPEB remeasurement gains and losses.

- *Adjusted Effective Tax Rate (Most Comparable GAAP Measure: Effective Tax Rate)* – Measure of Company's tax rate excluding pre-tax special items (described above) and tax special items. The measure provides an ongoing effective rate which investors find useful for historical comparisons and for forecasting. When we provide guidance for adjusted effective tax rate, we do not provide guidance on an effective tax rate basis because the GAAP measure will include potentially significant special items that have not yet occurred and are difficult to predict with reasonable certainty prior to year-end, including pension and OPEB remeasurement gains and losses.

- *Company Adjusted Operating Cash Flow (Most Comparable GAAP Measure: Net Cash Provided By / (Used In) Operating Activities)* – Measure of Company's operating cash flow excluding Ford Credit's operating cash flows. The measure contains elements management considers operating activities, including Automotive and Mobility capital spending, Ford Credit distributions to its parent, and settlement of derivatives. The measure excludes cash outflows for funded pension contributions, separation payments, and other items that are considered operating cash outflows under U.S. GAAP. This measure is useful to management and investors because it is consistent with management's assessment of the Company's operating cash flow performance. When we provide guidance for Company adjusted operating cash flow, we do not provide guidance for net cash provided by/(used in) operating activities because the GAAP measure will include items that are difficult to quantify or predict with reasonable certainty, including cash flows related to the Company's exposures to foreign currency exchange rates and certain commodity prices (separate from any related hedges), Ford Credit's operating cash flows, and cash flows related to special items, including separation payments, each of which individually or in the aggregate could have a significant impact to our net cash provided by/(used in) our operating activities.

- *Ford Credit Managed Receivables (Most Comparable GAAP Measure: Net Finance Receivables plus Net Investment in Operating Leases)* – Measure of Ford Credit's total net receivables, excluding unearned interest supplements and residual support, allowance for credit losses, and other (primarily accumulated supplemental depreciation). The measure is useful to management and investors as it closely approximates the customer's outstanding balance on the receivables, which is the basis for earning revenue.

- *Ford Credit Managed Leverage (Most Comparable GAAP Measure: Financial Statement Leverage)* – Ford Credit's debt-to-equity ratio adjusted (i) to exclude cash, cash equivalents, and marketable securities (other than amounts related to insurance activities), and (ii) for derivative accounting. The measure is useful to investors because it reflects the way Ford Credit manages its business. Cash, cash equivalents, and marketable securities are deducted because they generally correspond to excess debt beyond the amount required to support operations and on-balance sheet securitization transactions. Derivative accounting adjustments are made to asset, debt, and equity positions to reflect the impact of interest rate instruments used with Ford Credit's term-debt issuances and securitization transactions. Ford Credit generally repays its debt obligations as they mature, so the interim effects of changes in market interest rates are excluded in the calculation of managed leverage.

RESULTS OF OPERATIONS

Company

The chart below shows our third quarter and year-to-date 2018 key metrics for the Company, compared to a year ago.

Company Key Metrics Summary

	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
Wholesales (000)	1,504	1,353	(10) %	4,858	4,508	(7) %
Market share (Pct)	6.8 %	6.3 %	(0.5) ppts	7.1 %	6.5 %	(0.6) ppts
GAAP						
Revenue (Bils)	$ 36.5	$ 37.6	3 %	$115.5	$ 118.5	3 %
Net Income (Bils)	1.6	1.0	$ (0.6)	5.2	3.8	$ (1.4)
Net Income Margin (Pct)	4.3 %	2.6 %	(1.7) ppts	4.5 %	3.2 %	(1.3) ppts
EPS (Diluted)	$ 0.39	$ 0.25	$ (0.14)	$ 1.30	$ 0.95	$ (0.35)
Cash Flows From Op. Activities (Bils)	5.0	5.2	$ 0.2	14.9	13.7	$ (1.2)
Non-GAAP						
Company Adj. EBIT* (Bils)	$ 2.3	$ 1.7	$ (0.6)	$ 7.6	$ 5.5	$ (2.1)
Company Adj. EBIT Margin* (Pct)	6.3 %	4.4 %	(1.9) ppts	6.6 %	4.7 %	(1.9) ppts
Adjusted EPS* (Diluted)	$ 0.44	$ 0.29	$ (0.15)	$ 1.39	$ 1.00	$ (0.39)
Company Adj. Op. Cash Flow* (Bils)	(1.3)	0.1	1.4	1.9	1.3	(0.6)

* See "Non-GAAP Financial Measure Reconciliations" section for reconciliation to GAAP

We reported mixed results on the top line in the third quarter of 2018, with Company revenue higher than a year ago, driven by strong mix in North America. Wholesale volume was down 10% year over year, largely due to our joint ventures in China and Turkey. Market share also was lower, driven by lower share in China, although we had share declines across all regions.

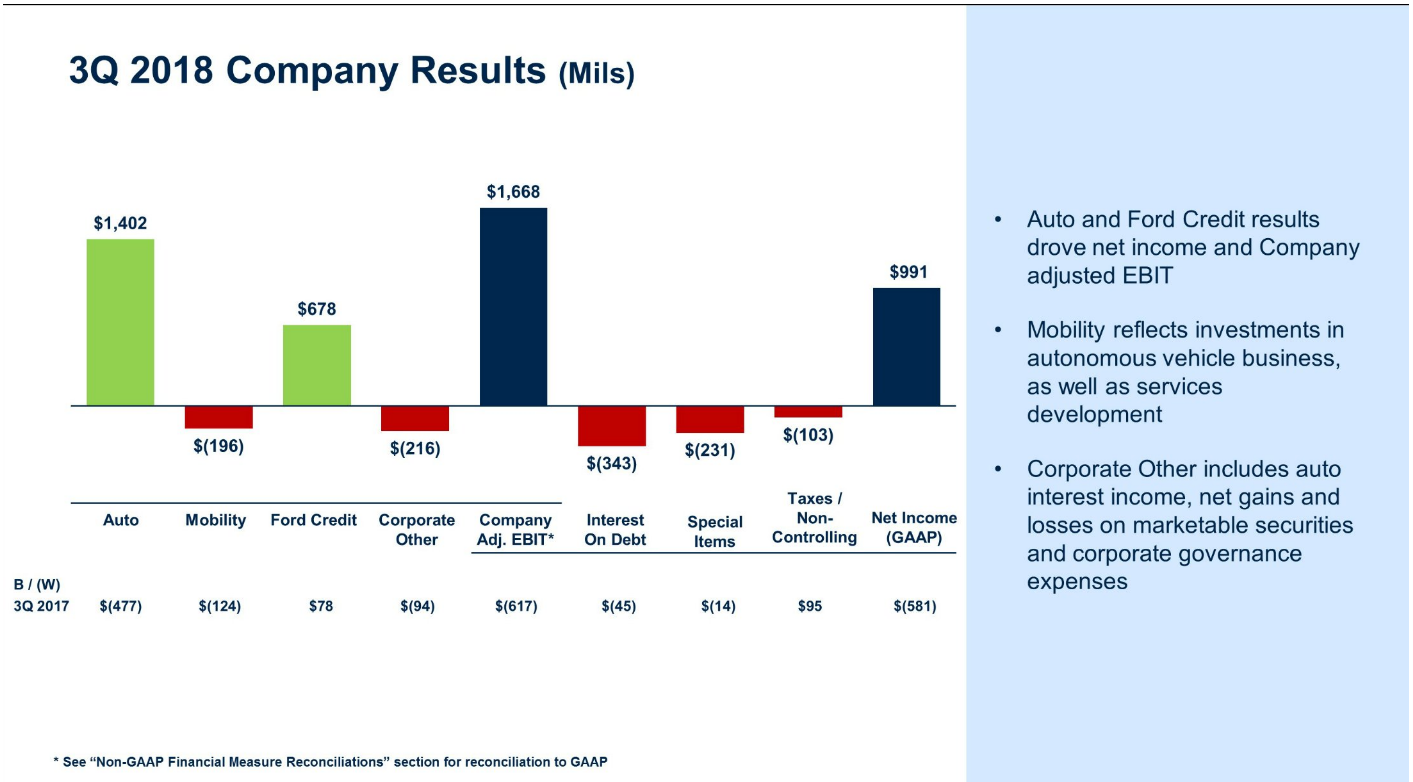
Net income in the third quarter of 2018 was $1 billion or $0.25 diluted earnings per share of Common and Class B stock, down $600 million or $0.14 per share from a year ago. Company adjusted EBIT for the third quarter of 2018 was $1.7 billion or $0.29 diluted adjusted earnings per share, down $600 million or $0.15 per share year over year.

Net income margin was 2.6% and Company adjusted EBIT margin was 4.4% in the third quarter of 2018, down 1.7 percentage points and 1.9 percentage points, respectively, from a year ago.

Net income, net income margin, adjusted EBIT, and adjusted EBIT margin in the third quarter of 2018 were all essentially flat from the second quarter of 2018, despite the lower volume.

To put the quarter into context against recent performance, revenue was lower than in the past three quarters due mainly to lower volume. Some of this is seasonal, reflecting the normal summer plant shutdowns that occur in Europe and North America.

The chart below shows our third quarter 2018 net income attributable to Ford and Company adjusted EBIT by segment.

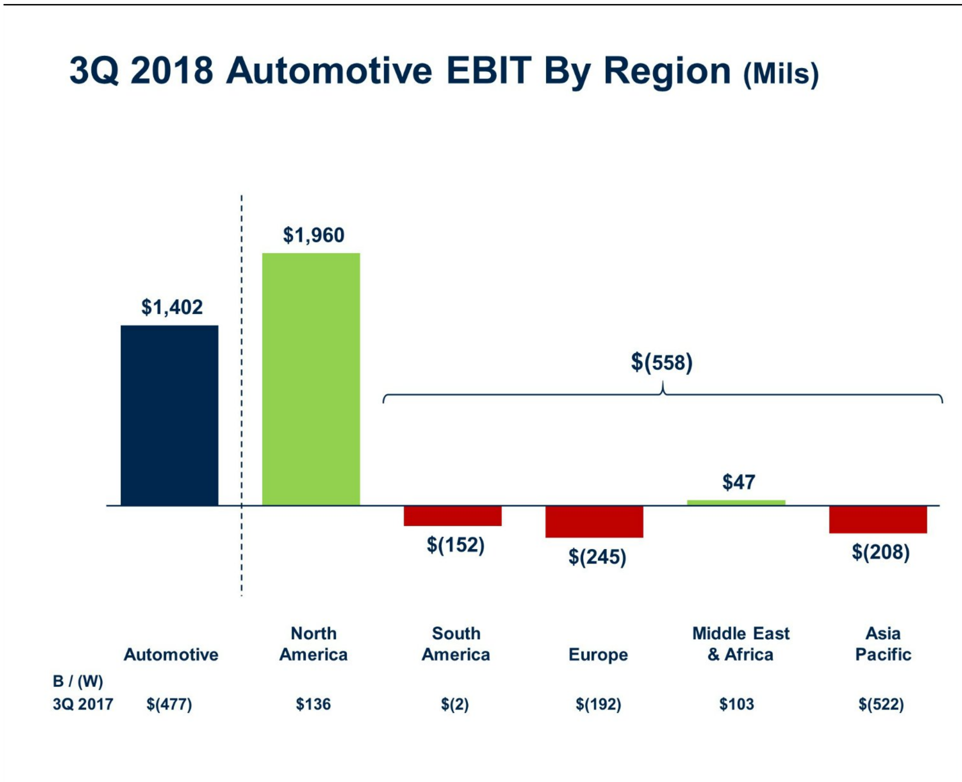


Net income and Company adjusted EBIT were driven by our Automotive and Ford Credit segments with losses, as expected, in our Mobility segment and Corporate Other. The Mobility loss was split about equally between investments in our autonomous vehicle business and mobility services. The increased loss from a year ago also was driven about equally by higher investments in both areas of Mobility. The Corporate Other loss consists of expenses for corporate governance, mark-to-market adjustments on marketable securities, and interest income.

Ford Credit was an outstanding performer in the third quarter of 2018, generating an EBT of $678 million, which was its best quarter in over 7 years. This was driven by favorable volume and mix and favorable lease residuals. Auction values rose 5% year over year at constant mix. We now expect auction values for the full year to improve on average 3% at constant mix. U.S. consumer credit metrics remain healthy, and Ford Credit's balance sheet remains strong.

Automotive Segment

The chart below shows our third quarter 2018 Automotive segment EBIT by region.



- Automotive EBIT driven by NA at 8.8% EBIT margin, highest level since 3Q 2017, despite lower volume
- Operations outside NA at an EBIT loss, down $613M YoY, driven by AP and Europe; the EBIT loss slightly improved from 2Q despite 6% lower volume

The details of our Automotive segment highlight our performance in North America, where we generated a healthy EBIT of $2 billion, which is higher than a year ago despite lower volume and higher commodity cost. This was enabled by a strong, positive mix as our portfolio continues to shift more to trucks, utilities, and vans. As a result, EBIT margin reached nearly 9% compared with an average first half 2018 EBIT margin of 7.6%.

While we continued to see a combined loss in our automotive operations outside North America, the loss slightly improved from the second quarter of 2018 despite lower volume. This includes adjustments to dealer inventories in China that now have us well-positioned in terms of days' supply.

In South America, the ongoing recovery in Brazil slowed due predominately to external headwinds, including an 18% currency depreciation compared to a year ago and increasing inflation, including higher commodity prices. In Argentina, the peso lost 45% of its value compared to a year ago, and annual inflation is running at 34%. Our team has responded with substantial price increases, resistance of inflation recovery by suppliers, and continued reduction in structural costs. We also continue to progress our plans to transform our longer-term operating model in the region.

In Europe, we saw favorable market factors from a year ago related to new products such as EcoSport, Fiesta, and Transit Custom. Our commercial business continued to be strong as well, delivering a record market share in the third quarter of 2018. EBIT, however, deteriorated from a year ago, largely due to unfavorable external factors affecting performance in Turkey and Russia, combined with launch-related costs from the new Focus. Our team is focused on accelerating actions to improve our near-term performance, while we continue to put in place the plans to substantially redesign our future business in Europe.

In Asia Pacific, the markets outside China remained profitable, although lower than a year ago, generating a 9% EBIT margin. As in the second quarter of 2018, the EBIT loss in Asia Pacific was driven by China, reflecting a loss for our consolidated China operations as well as at our China joint ventures. The losses were driven by the same factors as in the prior quarter, i.e., lower volume and lower net pricing. Compared with the second quarter of 2018, we reduced the loss in China by over $100 million or about 20%. We are focused intensely on our sales turnaround plan for China, and we are now just at the beginning of a strong product launch cadence, starting with the all-new Territory SUV, the all-new Focus, and the new Escort. All of these models will make significant contributions to reinvigorating our sales growth beginning in the first quarter next year.

In general, we measure year-over-year change in Automotive segment EBIT using the causal factors listed below, with net pricing and cost variances calculated at present-year volume and mix and exchange:

- *Market Factors* (exclude the impact of unconsolidated affiliate wholesales):
  - *Volume and Mix* – primarily measures EBIT variance from changes in wholesale volumes (at prior-year average contribution margin per unit) driven by changes in industry volume, market share, and dealer stocks, as well as the EBIT variance resulting from changes in product mix, including mix among vehicle lines and mix of trim levels and options within a vehicle line
  - *Net Pricing* – primarily measures EBIT variance driven by changes in wholesale prices to dealers and marketing incentive programs such as rebate programs, low-rate financing offers, special lease offers, and stock adjustments on dealer inventory

- *Cost:*
  - *Contribution Costs* – primarily measures EBIT variance driven by per-unit changes in cost categories that typically vary with volume, such as material costs (including commodity and component costs), warranty expense, and freight and duty costs
  - *Structural Costs* – primarily measures EBIT variance driven by absolute change in cost categories that typically do not have a directly proportionate relationship to production volume. Structural costs include the following cost categories:
    - *Manufacturing, Including Volume-Related* – consists primarily of costs for hourly and salaried manufacturing personnel, plant overhead (such as utilities and taxes), and new product launch expense. These costs could be affected by volume for operating pattern actions such as overtime, line-speed, and shift schedules
    - *Engineering* – consists primarily of costs for engineering personnel, prototype materials, testing, and outside engineering services
    - *Spending-Related* – consists primarily of depreciation and amortization of our manufacturing and engineering assets, but also includes asset retirements and operating leases
    - *Advertising and Sales Promotions* – includes costs for advertising, marketing programs, brand promotions, customer mailings and promotional events, and auto shows
    - *Administrative and Selling* – includes primarily costs for salaried personnel and purchased services related to our staff activities and selling functions, as well as associated information technology costs
    - *Pension and OPEB* – consists primarily of past service pension costs and other postretirement employee benefit costs

- *Other* – includes a variety of items, such as parts and services profits, royalties, government incentives, and compensation-related changes. Other also includes:
  - *Exchange* – primarily measures EBIT variance driven by one or more of the following: (i) transactions denominated in currencies other than the functional currencies of the relevant entities, (ii) effects of converting functional currency income to U.S. dollars, (iii) effects of remeasuring monetary assets and liabilities of the relevant entities in currencies other than their functional currency, or (iv) results of our foreign currency hedging
  - Beginning in 2018, in our discussion of Asia Pacific EBIT, Other includes the equity income from our China JVs. In prior periods, the impact of our equity income from our China JVs was spread across each causal factor

In addition, definitions and calculations used in this report include:

- *Wholesales and Revenue* – wholesale unit volumes include all Ford and Lincoln badged units (whether produced by Ford or by an unconsolidated affiliate) that are sold to dealerships, units manufactured by Ford that are sold to other manufacturers, units distributed by Ford for other manufacturers, and local brand units produced by our China joint venture, Jiangling Motors Corporation, Ltd. ("JMC"), that are sold to dealerships. Vehicles sold to daily rental car companies that are subject to a guaranteed repurchase option (i.e., rental repurchase), as well as other sales of finished vehicles for which the recognition of revenue is deferred (e.g., consignments), also are included in wholesale unit volumes. Revenue from certain vehicles in wholesale unit volumes (specifically, Ford badged vehicles produced and distributed by our unconsolidated affiliates, as well as JMC brand vehicles) are not included in our revenue

- *Industry Volume and Market Share* – based, in part, on estimated vehicle registrations; includes medium and heavy duty trucks

- *SAAR* – seasonally adjusted annual rate

References to Automotive records for EBIT margin and business units are since at least 2009.

The charts on the following pages provide third quarter and year-to-date 2018 key metrics and the change in third quarter 2018 EBIT compared with third quarter 2017 by causal factor for our Automotive segment and its regional business units: North America, South America, Europe, Middle East & Africa, and Asia Pacific.

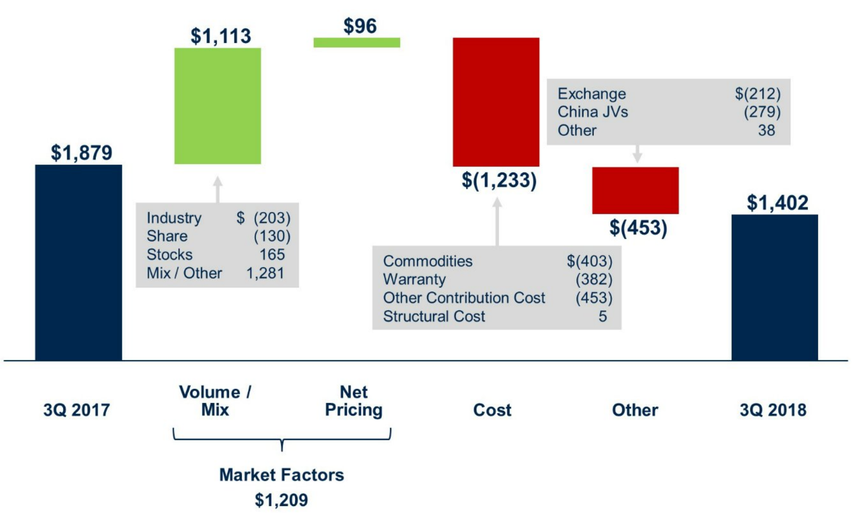
Automotive Key Metrics

	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
Global SAAR (Mils)	97.0	94.3	(3) %	93.3	95.6	2 %
Market Share (Pct)	6.8 %	6.3 %	(0.5) ppts	7.1 %	6.5 %	(0.6) ppts
Wholesales (000)	1,504	1,353	(10) %	4,858	4,508	(7) %
Revenue (Bils)	$ 33.6	$ 34.7	3 %	$ 107.2	$ 109.6	2 %
EBIT (Mils)	$ 1,879	$ 1,402	$ (477)	$ 6,449	$ 4,291	$(2,158)
EBIT Margin (Pct)	5.6 %	4.0 %	(1.6) ppts	6.0 %	3.9 %	(2.1) ppts

- 3Q Automotive top line mixed, with revenue higher; EBIT and EBIT margin lower
- Global SAAR estimated to be 3% lower YoY
- Global market share lower with declines in all regions
- Lower wholesale volume due mainly to joint ventures in China and Turkey
- Revenue increase driven by favorable mix in NA

Celebrating production of the 10 millionth Mustang – America's best-selling sports car of the last 50 years

Automotive 3Q 2018 EBIT YoY Bridge (Mils)



- Automotive EBIT down $477M YoY
- Decline more than explained by performance in AP, mainly China

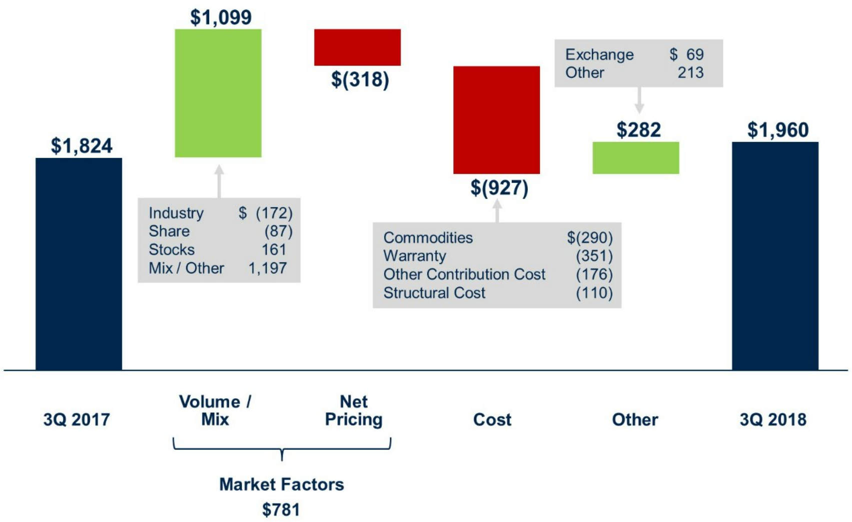
North America Key Metrics

	THIRD QUARTER 2017	THIRD QUARTER 2018	THIRD QUARTER H / (L)	YEAR TO DATE 2017	YEAR TO DATE 2018	YEAR TO DATE H / (L)
SAAR (Mils)	21.3	21.2	(0) %	21.3	21.4	0 %
U.S.	17.5	17.4	(1) %	17.4	17.6	1 %
Market Share (Pct)	13.4 %	13.3 %	(0.1) ppts	14.0 %	13.6 %	(0.4) ppts
U.S.	14.0 %	13.9 %	(0.1) ppts	14.7 %	14.3 %	(0.4) ppts
Wholesales (000)	650	644	(1) %	2,228	2,182	(2) %
Revenue (Bils)	$ 20.9	$ 22.3	7 %	$ 69.4	$ 70.8	2 %
EBIT (Mils)	$ 1,824	$ 1,960	$ 136	$ 6,286	$ 5,648	$ (638)
EBIT Margin (Pct)	8.8 %	8.8 %	- ppts	9.1 %	8.0 %	(1.1) ppts

- 3Q NA key metrics mixed
- NA SAAR about flat with U.S. down about 1%
- Market share down slightly, mainly due to cars, offset partially by gains in utilities, trucks and vans
- Lower wholesale volume due to Canada and Mexico
- Revenue up due to improved mix consistent with continued shift to utilities and trucks
- EBIT higher YoY with EBIT margin at 8.8%, equal to a year ago

U.S. launched new Edge ST

North America
3Q 2018 EBIT YoY Bridge (Mils)



- NA EBIT up $136M YoY driven by strongly positive mix due to continued focus on high-margin products

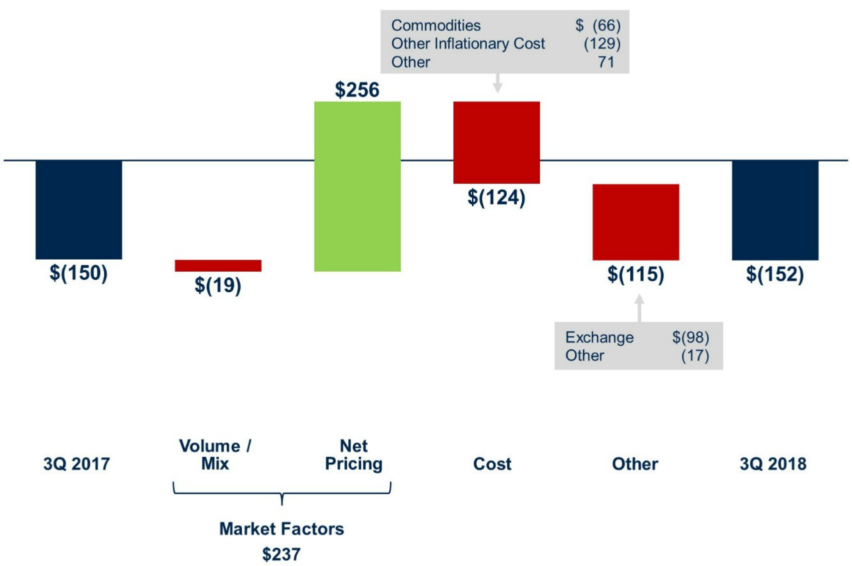
South America Key Metrics

	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
SAAR (Mils)	4.3	4.4	2 %	4.1	4.5	10 %
Brazil	2.4	2.7	13 %	2.2	2.5	14 %
Market Share (Pct)	8.8 %	8.4 %	(0.4) ppts	8.9 %	8.6 %	(0.3) ppts
Brazil	9.3 %	9.2 %	(0.1) ppts	9.4 %	9.4 %	- ppts
Wholesales (000)	103	94	(9) %	266	276	4 %
Revenue (Bils)	$ 1.5	$ 1.3	(19) %	$ 4.1	$ 4.1	(2) %
EBIT (Mils)	$ (150)	$ (152)	$ (2)	$ (564)	$ (479)	$ 85
EBIT Margin (Pct)	(9.4) %	(11.8) %	(2.4) ppts	(13.6) %	(11.8) %	1.8 ppts

- 3Q SA top-line metrics down YoY, with EBIT about flat and EBIT margin lower
- SA SAAR up 2% with growth of 13% in Brazil and a reduction of 26% in Argentina; Brazil higher for the 6th consecutive quarter
- SA market share down in all major markets
- Volume decline more than explained by Argentina
- Revenue decline more than explained by weaker currencies

New Ford Ka lineup was officially introduced in Brazil and Argentina

South America
3Q 2018 EBIT YoY Bridge (Mils)



- SA EBIT flat YoY as favorable market factors about offset by adverse exchange and higher commodity and other inflationary costs

Europe Key Metrics

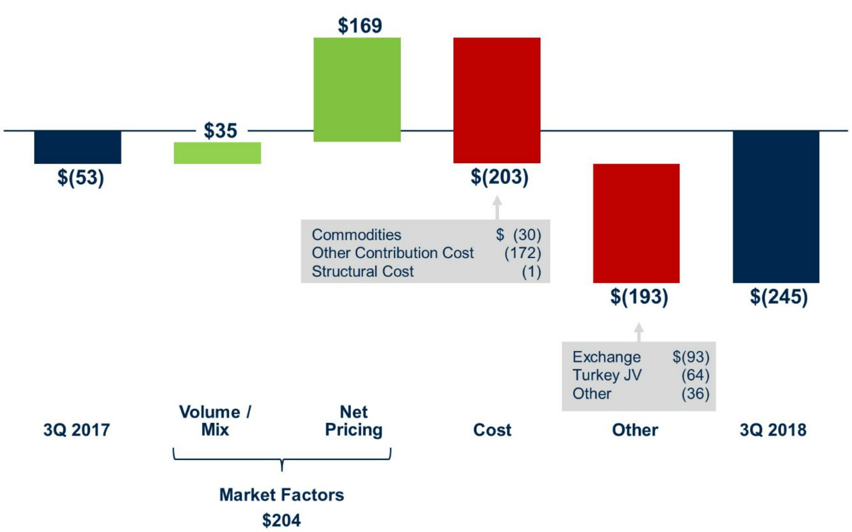
	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
SAAR (Mils)	21.0	21.1	0 %	20.7	21.4	3 %
Market Share (Pct)	7.3 %	7.0 %	(0.3) ppts	7.5 %	7.2 %	(0.3) ppts
Wholesales* (000)	342	356	4 %	1,166	1,172	1 %
Revenue (Bils)	$ 6.9	$ 7.4	7 %	$ 21.6	$ 23.9	11 %
EBIT (Mils)	$ (53)	$ (245)	$ (192)	$ 278	$ (199)	$ (477)
EBIT Margin (Pct)	(0.8) %	(3.3) %	(2.5) ppts	1.3 %	(0.8) %	(2.1) ppts

- 3Q top-line metrics mixed YoY; financial metrics down
- Europe SAAR about flat
- Europe market share down primarily due to Turkey
- Record commercial vehicle market share of 15.4%
- Volume up in most major markets, offset partially by a large decline in Turkey
- Revenue up due to higher volume and net pricing driven by new products

New 2-tonne Transit – global debut – with segment-first mild hybrid (mHEV) technology and on-board modem for connectivity; delivers improved fuel efficiency and payload

* Includes Ford brand vehicles produced and sold by our unconsolidated affiliate in Turkey (about 17,000 units in 3Q 2017 and 7,000 units in 3Q 2018). Revenue does not include these sales

Europe
3Q 2018 EBIT YoY Bridge (Mils)



- Europe EBIT down $192M YoY due to weakness in Turkey and Russia, along with all-new Focus launch-related costs

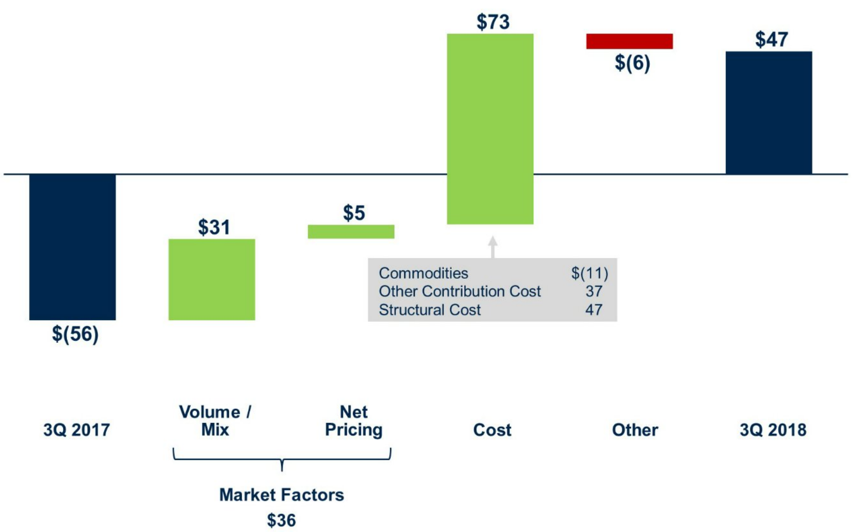
Middle East & Africa Key Metrics

	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
SAAR (Mils)	3.5	3.5	- %	3.6	3.7	3 %
Market Share (Pct)	3.9 %	3.2 %	(0.7) ppts	3.7 %	3.0 %	(0.7) ppts
Wholesales (000)	30	25	(17) %	84	77	(8) %
Revenue (Bils)	$ 0.6	$ 0.6	(6) %	$ 1.8	$ 2.0	8 %
EBIT (Mils)	$ (56)	$ 47	$ 103	$ (180)	$ 42	$ 222
EBIT Margin (Pct)	(8.6) %	7.7 %	16.3 ppts	(9.8) %	2.1 %	11.9 ppts

- 3Q top-line metrics down YoY. Financial metrics improved; EBIT a 3Q record
- MEA SAAR unchanged; down 9% in markets where we participate
- Market share lower driven by Southern Africa
- Lower wholesale volume due to market share and lower industry in markets where we participate
- Revenue lower due to the volume decline

Manufactured our 500,000th Ranger at Silverton Assembly Plant in Pretoria, South Africa

Middle East & Africa
3Q 2018 EBIT YoY Bridge (Mils)



- MEA EBIT up $103M YoY driven by lower costs and favorable market factors

Asia Pacific Key Metrics

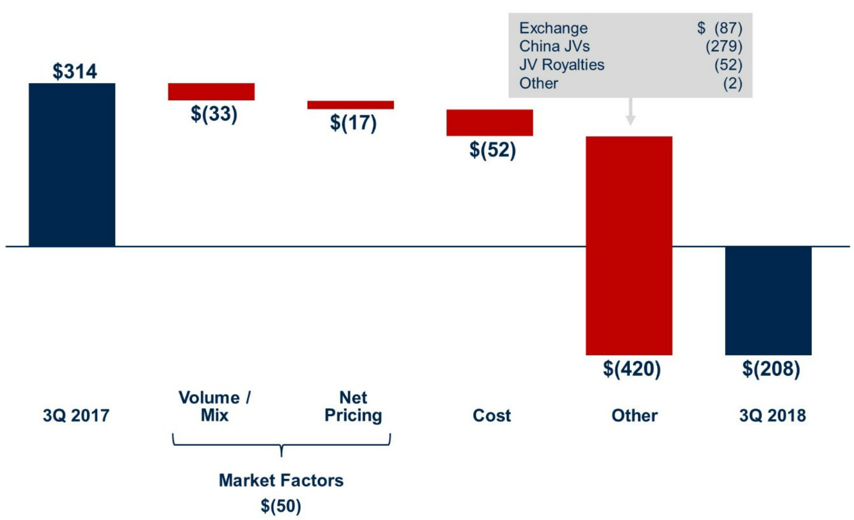
	THIRD QUARTER 2017	THIRD QUARTER 2018	THIRD QUARTER H / (L)	YEAR TO DATE 2017	YEAR TO DATE 2018	YEAR TO DATE H / (L)
SAAR (Mils)	46.8	44.0	(6) %	43.4	44.6	3 %
China	29.6	26.5	(10) %	26.8	27.1	1 %
Market Share (Pct)	3.4 %	2.5 %	(0.9) ppts	3.5 %	2.6 %	(0.9) ppts
China	4.1 %	2.9 %	(1.2) ppts	4.4 %	3.1 %	(1.3) ppts
Wholesales* (000)	379	234	(38) %	1,114	801	(28) %
Revenue (Bils)	$ 3.7	$ 3.1	(15) %	$ 10.3	$ 8.8	(14) %
EBIT (Mils)	$ 314	$ (208)	$ (522)	$ 629	$ (721)	$ (1,350)
EBIT Margin (Pct)	8.6 %	(6.7) %	(15.3) ppts	6.1 %	(8.1) %	(14.2) ppts
China Unconsolidated Affiliates						
Wholesales (000)	267	135	(49) %	791	504	(36) %
Ford Equity Income (Mils)	$ 241	$ (38)	(116) %	$ 710	$ 103	(85) %
Net Income Margin (Pct)	12.2 %	(3.3) %	(15.5) ppts	12.0 %	3.0 %	(9.0) ppts

Revealed all-new Ford Territory SUV, targeted at new buyers in China's fast-growing, emerging cities

* Wholesales include Ford brand and Jiangling Motors Corporation (JMC) brand vehicles produced and sold in China by our unconsolidated affiliates. Revenue does not include these sales

- All 3Q metrics lower YoY; China the key driver
- AP SAAR down 6%, driven by a 10% decline in China
- AP market share lower due to China performance, primarily Escort and Focus
- Lower wholesale volume driven by China JVs
- Lower revenue due to consolidated China operations
- EBIT and EBIT margin lower due to China

Asia Pacific 3Q 2018 EBIT YoY Bridge (Mils)



- AP EBIT down $522M YoY – $480M in China and $42M in other markets
- All factors unfavorable

Mobility Segment

Our Mobility segment primarily includes development costs related to our autonomous vehicles and our investment in mobility through Ford Smart Mobility LLC ("FSM"). Autonomous vehicles includes self-driving systems development and vehicle integration, autonomous vehicle research and advanced engineering, AV transportation-as-a-service network development, user experience, and business strategy and business development teams. FSM designs and builds mobility services on its own, and collaborates with start-ups and tech companies.

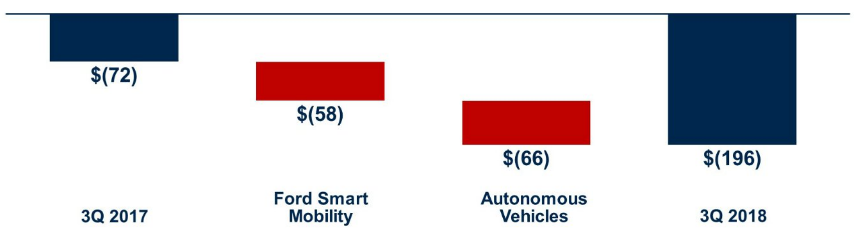
The chart below shows the Mobility segment's third quarter and year-to-date 2018 EBIT compared with a year ago.

Mobility Key Metrics And 3Q 2018 EBIT YoY Bridge (Mils)

Key Metrics

	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
EBIT (Mils)	$ (72)	$ (196)	$ (124)	$ (199)	$ (479)	$ (280)

3Q 2018 EBIT YoY Bridge



- Mobility EBIT reflects increased investment in our AV business development and mobility services

Ford Credit Segment

In general, we measure year-over-year changes in Ford Credit's EBT using the causal factors listed below:

- *Volume and Mix:*
  - Volume primarily measures changes in net financing margin driven by changes in average managed receivables at prior period financing margin yield (defined below in financing margin) at prior period exchange rates. Volume changes are primarily driven by the volume of new and used vehicle sales and leases, the extent to which Ford Credit purchases retail installment sale and lease contracts, the extent to which Ford Credit provides wholesale financing, the sales price of the vehicles financed, the level of dealer inventories, Ford-sponsored special financing programs available exclusively through Ford Credit, and the availability of cost-effective funding for the purchase of retail installment sale and lease contracts and to provide wholesale financing
  - Mix primarily measures changes in net financing margin driven by period over period changes in the composition of Ford Credit's average managed receivables by product and by country or region

- *Financing Margin:*
  - Financing margin variance is the period-to-period change in financing margin yield multiplied by the present period average managed receivables at prior period exchange rates. This calculation is performed at the product and country level and then aggregated. Financing margin yield equals revenue, less interest expense and scheduled depreciation for the period, divided by average managed receivables for the same period
  - Financing margin changes are driven by changes in revenue and interest expense. Changes in revenue are primarily driven by the level of market interest rates, cost assumptions in pricing, mix of business, and competitive environment. Changes in interest expense are primarily driven by the level of market interest rates, borrowing spreads, and asset-liability management

- *Credit Loss:*
  - Credit loss is the change in the provision for credit losses at prior period exchange rates. For analysis purposes, management splits the provision for credit losses into net charge-offs and the change in the allowance for credit losses
  - Net charge-off changes are primarily driven by the number of repossessions, severity per repossession, and recoveries. Changes in the allowance for credit losses are primarily driven by changes in historical trends in credit losses and recoveries, changes in the composition and size of Ford Credit's present portfolio, changes in trends in historical used vehicle values, and changes in economic conditions. For additional information, refer to the "Critical Accounting Estimates - Allowance for Credit Losses" section of Item 7 of Part II of our 2017 Form 10-K Report

- *Lease Residual:*
  - Lease residual measures changes to residual performance at prior period exchange rates. For analysis purposes, management splits residual performance primarily into residual gains and losses, and the change in accumulated supplemental depreciation
  - Residual gain and loss changes are primarily driven by the number of vehicles returned to Ford Credit and sold, and the difference between the auction value and the depreciated value (which includes both base and accumulated supplemental depreciation) of the vehicles sold. Changes in accumulated supplemental depreciation are primarily driven by changes in Ford Credit's estimate of the expected auction value at the end of the lease term, and changes in the estimate of the number of vehicles that will be returned to it and sold. For additional information, refer to the "Critical Accounting Estimates - Accumulated Depreciation on Vehicles Subject to Operating Leases" section of Item 7 of Part II of our 2017 Form 10-K Report

- *Exchange:*
  - Reflects changes in EBT driven by the effects of converting functional currency income to U.S. dollars

- *Other:*
  - Primarily includes operating expenses, other revenue, insurance expenses, and other income at prior period exchange rates
  - Changes in operating expenses are primarily driven by salaried personnel costs, facilities costs, and costs associated with the origination and servicing of customer contracts
  - In general, other income changes are primarily driven by changes in earnings related to market valuation adjustments to derivatives (primarily related to movements in interest rates) and other miscellaneous items

In addition, the following definitions and calculations apply to Ford Credit when used in this report:

- *Cash* (as shown on the Funding Structure, Liquidity Sources, and Leverage charts) – Cash, cash equivalents, and marketable securities, excluding amounts related to insurance activities

- *Earnings Before Taxes (EBT*) – Reflects Ford Credit's income before income taxes

- *Return on Equity (ROE*) (as shown on the Key Metrics chart) – Reflects return on equity calculated by annualizing net income for the period and dividing by monthly average equity for the period

- *Securitizations* (as shown on the Public Term Funding Plan chart) – Public securitization transactions, Rule 144A offerings sponsored by Ford Credit, and widely distributed offerings by Ford Credit Canada

- *Term Asset-Backed Securities* (as shown on the Funding Structure chart) – Obligations issued in securitization transactions that are payable only out of collections on the underlying securitized assets and related enhancements

- *Total Debt* (as shown on the Leverage chart) – Debt on Ford Credit's balance sheet. Includes debt issued in securitizations and payable only out of collections on the underlying securitized assets and related enhancements. Ford Credit holds the right to receive the excess cash flows not needed to pay the debt issued by, and other obligations of, the securitization entities that are parties to those securitization transactions

- *Total Net Receivables* (as shown on the Total Net Receivables Reconciliation To Managed Receivables chart) – Includes finance receivables (retail and wholesale) sold for legal purposes and net investment in operating leases included in securitization transactions that do not satisfy the requirements for accounting sale treatment. These receivables and operating leases are reported on Ford Credit's balance sheet and are available only for payment of the debt issued by, and other obligations of, the securitization entities that are parties to those securitization transactions; they are not available to pay the other obligations of Ford Credit or the claims of Ford Credit's other creditors

The charts below provide third quarter and year-to-date 2018 key metrics and the change in third quarter 2018 EBT compared with third quarter 2017 by causal factor for the Ford Credit segment.

Ford Credit Key Metrics

	THIRD QUARTER			YEAR TO DATE		
	2017	2018	H / (L)	2017	2018	H / (L)
Net Receivables (Bils)	$ 138	$ 144	4 %	$ 138	$ 144	4 %
Managed Receivables* (Bils)	$ 145	$ 152	5 %	$ 145	$ 152	5 %
Loss-to-Receivables** (LTR)	53 bps	44 bps	(9) bps	51 bps	43 bps	(8) bps
Auction Values***	$ 17,795	$ 18,760	5 %	$ 17,520	$ 18,160	4 %
EBT (Mils)	$ 600	$ 678	$ 78	$ 1,700	$ 1,964	$ 264
ROE (Pct)	12 %	13 %	1 ppt	12 %	14 %	2 ppts

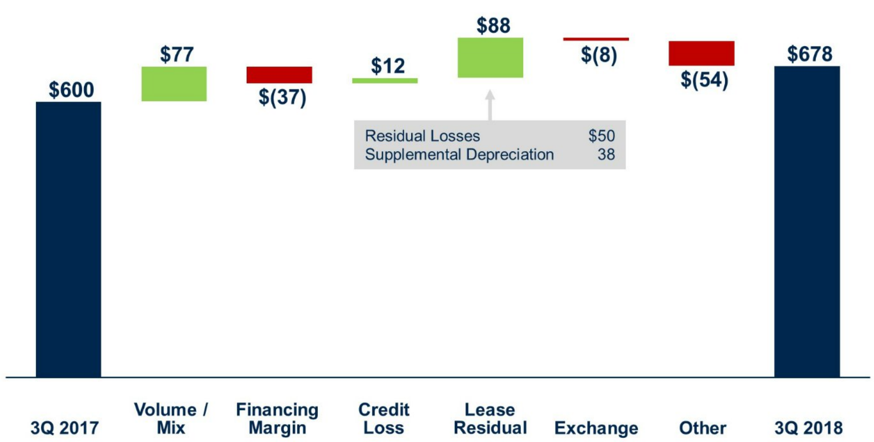
Other Balance Sheet Metrics

	2017	2018	H / (L)
Debt (Bils)	$ 132	$ 138	5 %
Liquidity (Bils)	$ 30	$ 29	(3) %
Financial Statement Leverage (to 1)	9.4	9.1	(0.3)
Managed Leverage* (to 1)	8.7	8.4	(0.3)

* See "Non-GAAP Financial Measure Reconciliations" section for reconciliation to GAAP
** U.S. retail and lease
*** U.S. 36-month off-lease at 3Q 2018 mix

- Strong 3Q EBT
- U.S. consumer credit metrics healthy with improved LTR
- Balance sheet and liquidity remain strong; managed leverage within target range of 8:1 to 9:1

Ford Credit 3Q 2018 EBT YoY Bridge (Mils)



- Ford Credit EBT $78M higher YoY
- Improvement reflects favorable lease residual performance due to higher auction values; also reflects favorable volume and mix

Corporate Other

Corporate Other primarily includes corporate governance expenses, interest income (excluding interest earned on our extended service contract portfolio that is included in our Automotive segment) and portfolio gains and losses from our cash, cash equivalents, and marketable securities, and foreign exchange derivatives gains and losses associated with intercompany lending. Corporate governance expenses are primarily administrative, delivering benefit on behalf of the global enterprise and are not allocated to specific Automotive business units or operating segments. These include expenses related to setting and directing global policy, providing oversight and stewardship, and promoting the Company's interests. Our third quarter 2018 Corporate Other results were a $216 million loss, compared with a $122 million loss a year ago. The year-over-year increase in the loss was due to higher corporate governance expenses and unfavorable mark-to-market adjustments to our marketable securities, more than explained by changes in the value of our investment in Pivotal.

Interest on Debt

Interest on Debt consists of interest expense on Automotive and Other debt. Third quarter 2018 interest expense on Automotive and Other debt was $343 million, $45 million higher than a year ago, reflecting primarily higher foreign debt interest expense.

Special Items

In Note 18 of the Notes to the Financial Statements, special items are reflected as a separate reconciling item, as opposed to being allocated among the Automotive, Mobility, and Ford Credit segments. This reflects the fact that management excludes these items from its review of operating segment results for purposes of measuring segment profitability and allocating resources.

Our pre-tax and tax special items were as follows:

Company Special Items (Mils)

	3Q		YTD		Memo:
	2017	2018	2017	2018	FY 2017
Pension and OPEB gain / (loss)					
Year end net pension and OPEB remeasurement	$ -	$ -	$ -	$ -	$ (162)
Other pension remeasurement	-	-	-	26	-
Pension curtailment	-	-	-	15	354
Total Pension and OPEB gain / (loss)	$ -	$ -	$ -	$ 41	$ 192
Separation-related actions	$ (230)	$ (224)	$ (259)	$ (275)	$ (297)
Other Items					
San Luis Potosi plant cancellation	$ (12)	$ -	$ 41	$ -	$ 41
Next-generation Focus footprint change	25	-	(223)	(9)	(225)
Focus Active cancellation	-	(7)	-	(7)	-
Total Other Items	$ 13	$ (7)	$ (182)	$ (16)	$ (184)
Total pre-tax special items	$ (217)	$ (231)	$ (441)	$ (250)	$ (289)
Tax special items	$ 47	$ 48	$ 78	$ 53	$ 897

Taxes

Our tax provisions for the third quarter and first nine months of 2018 were $101 million and $555 million, respectively, resulting in GAAP effective tax rates of 9.2% and 12.7%, respectively. The GAAP effective tax rates for the third quarter and first nine months of 2018 were 1.6 and 4.1 percentage points lower, respectively, than a year ago.

Our third quarter and first nine months of 2018 non-GAAP adjusted effective tax rates, which exclude special items, were 11.2% and 13.2%, respectively. The non-GAAP adjusted effective tax rates for the third quarter and first nine months of 2018 were 0.8 and 3.6 percentage points lower, respectively, than a year ago.

During the third quarter of 2018, we recognized $101 million of benefit from settlements of tax controversies in various jurisdictions. In addition, during the first quarter of 2018, we recognized $235 million of benefit for non-U.S. capital loss carryforwards expected to be realized in the foreseeable future.

LIQUIDITY AND CAPITAL RESOURCES

Total balance sheet cash, cash equivalents, marketable securities, and restricted cash (including Ford Credit) remains strong at $36.5 billion.

Company excluding Ford Credit

Company Balance Sheet (Bils)

Balance Sheet and Liquidity	2017 Dec 31	2018 Sep 30
Company Excluding Ford Credit		
Company Cash	$ 26.5	$ 23.7
Liquidity	37.4	34.7
Debt	$ (16.5)	$ (15.3)
Cash Net of Debt	10.0	8.4
Pension Funded Status*		
Funded Plans	$ (0.1)	$ 0.9
Unfunded Plans	(6.5)	(6.2)
Total Global Pension	$ (6.6)	$ (5.3)
Total Funded Status OPEB	$ (6.2)	$ (6.0)

* Balances at September 30, 2018 reflect net underfunded status at December 31, 2017, updated for service and interest costs, expected return on assets, separation expense, interim remeasurement expense, actual benefit payments and cash contributions. The discount rate and rate of expected return assumptions are unchanged from year end 2017

Liquidity. One of our key priorities is to maintain a strong balance sheet, while at the same time having resources available to invest in and grow our business. Based on our planning assumptions, we believe we have sufficient liquidity and capital resources to continue to invest in new products and services, pay our debts and obligations as and when they come due, pay a sustainable regular dividend at the current level, and provide protection within an uncertain global economic environment.

Our key balance sheet metrics include: company cash, cash equivalents, marketable securities, and restricted cash, excluding Ford Credit's cash, cash equivalents, marketable securities, and restricted cash (collectively "Company cash"); Company liquidity, which includes Company cash, less restricted cash, and total available committed credit lines; and cash net of debt.

At September 30, 2018, we had $23.7 billion of Company cash, with 86% held by consolidated entities domiciled in the United States. To be prepared for an economic downturn, we target to have an average ongoing Company cash balance of about $20 billion. We expect to have periods when we will be above or below this amount due to: (i) future cash flow expectations, such as for investments in future opportunities, capital investments, debt maturities, pension contributions, or restructuring requirements, (ii) short-term timing differences, and (iii) changes in the global economic environment.

Our Company cash investments primarily include U.S. Department of Treasury obligations, federal agency securities, bank time deposits with investment-grade institutions, investment-grade corporate securities, investment-grade commercial paper, and debt obligations of a select group of non-U.S. governments, non-U.S. governmental agencies, and supranational institutions. The average maturity of these investments is approximately one year and adjusted based on market conditions and liquidity needs. We monitor our Company cash levels and average maturity on a daily basis.

In addition to our target Company cash balance, we also target to maintain a corporate credit facility, discussed below, for our Automotive business of about $10 billion to protect against exogenous shocks. We assess the appropriate long-term target for total Company liquidity, which includes Company cash and the Automotive portion of the corporate credit facility, to be about $30 billion, which is an amount we believe is sufficient to support our business priorities and to protect our business. At September 30, 2018, we had $34.7 billion of Company liquidity. We may reduce our Company cash and liquidity targets over time, based on improved operating performance and changes in our risk profile.

Changes in Company Cash. Beginning in 2018, we are reporting Company adjusted operating cash flow, which includes Automotive, Mobility, Corporate Other, and Interest on Debt cash flows, as well as Ford Credit distributions. Prior to 2018, Ford Credit distributions were reported as a non-operating cash flow.

In managing our business, we classify changes in Company cash into operating and other items. Operating items include: Company adjusted EBIT excluding Ford Credit, capital spending, depreciation and tooling amortization, changes in working capital, Ford Credit distributions, and all other and timing differences. Non-operating items include: separation payments, other transactions with Ford Credit, acquisitions and divestitures, changes in Automotive debt, contributions to funded pension plans, and shareholder distributions.

With respect to "Changes in working capital," in general we carry relatively low Automotive segment trade receivables compared with our trade payables because the majority of our Automotive wholesales are financed (primarily by Ford Credit) immediately upon sale of vehicles to dealers, which generally occurs shortly after being produced. In addition, our inventories are lean because we build to order, not for inventory. In contrast, our Automotive trade payables are based primarily on industry-standard production supplier payment terms generally ranging between 30 days to 45 days. As a result, our cash flow tends to improve as wholesale volumes increase, but can deteriorate significantly when wholesale volumes drop sharply. These working capital balances generally are subject to seasonal changes that can impact cash flow. For example, we typically experience cash flow timing differences associated with inventories and payables due to our annual summer and December shutdown periods, when production, and therefore inventories and wholesale volumes, are usually at their lowest levels, while payables continue to come due and be paid. The net impact of this typically results in cash outflows from changes in our working capital balances during these shutdown periods.

Changes in Company cash excluding Ford Credit are summarized below:

Company Cash Flow (Bils)

	THIRD QUARTER 2017	THIRD QUARTER 2018	YEAR TO DATE 2017	YEAR TO DATE 2018
Company Adjusted EBIT*	$ 2.3	$ 1.7	$ 7.6	$ 5.5
Excluding: Ford Credit EBT	(0.6)	(0.7)	(1.7)	(2.0)
Subtotal	$ 1.7	$ 1.0	$ 5.9	$ 3.6
Capital spending	$ (1.7)	$ (2.0)	$ (4.9)	$ (5.6)
Depreciation and tooling amortization	1.3	1.4	3.7	4.0
Net spending	$ (0.4)	$ (0.6)	$ (1.2)	$ (1.6)
Changes in working capital	(0.7)	(0.3)	(0.9)	(1.3)
Ford Credit Distributions	0.4	0.6	0.4	2.1
All other and timing differences	(2.3)	(0.6)	(2.3)	(1.4)
Company adjusted operating cash flow*	$ (1.3)	$ 0.1	$ 1.9	$ 1.3
Separation payments	-	-	(0.1)	(0.1)
Other transactions with Ford Credit	(0.1)	-	(0.1)	(0.1)
Other, including acquisitions and divestitures	-	(0.1)	(0.1)	(0.5)
Cash flow before other actions	$ (1.4)	$ -	$ 1.6	$ 0.5
Changes in debt	(0.1)	(0.7)	(0.2)	(0.6)
Funded pension contributions	(0.2)	(0.1)	(0.7)	(0.3)
Shareholder distributions	(0.6)	(0.7)	(2.1)	(2.5)
Change in cash	$ (2.3)	$ (1.5)	$ (1.4)	$ (2.9)

* See "Non-GAAP Financial Measure Reconciliations" section for reconciliation to GAAP
Note: Results may not sum due to rounding

Capital spending was $2 billion in the third quarter of 2018 and $5.6 billion year-to-date. Our outlook for full year 2018 capital spending is about $7.5 billion.

Third quarter 2018 working capital was about $300 million negative reflecting primarily higher inventory, the impact of which will reverse in the fourth quarter. Year-to-date 2018 working capital was $1.3 billion negative, more than explained by higher inventory.

Third quarter and year-to-date 2018 all other and timing differences were negative reflecting primarily interest payments on Automotive and Other debt, cash taxes, and assorted timing differences.

Shareholder distributions were about $700 million in the third quarter of 2018 and $2.5 billion year to date. We expect full year distributions of $3.1 billion.

Available Credit Lines. Total committed Company credit lines excluding Ford Credit at September 30, 2018 were $12 billion, consisting of $10.4 billion of our corporate credit facility and $1.6 billion of local credit facilities. At September 30, 2018, the utilized portion of the corporate credit facility was $32 million, representing amounts utilized for letters of credit. At September 30, 2018, the utilized portion of the local credit facilities was about $800 million.

Lenders under our corporate credit facility have commitments to us totaling $13.4 billion, with 75% of the commitments maturing on April 30, 2023 and 25% of the commitments maturing on April 30, 2021. We have allocated $3 billion of commitments to Ford Credit on an irrevocable and exclusive basis to support its liquidity. We would guarantee any borrowings by Ford Credit under the corporate credit facility.

The corporate credit facility is unsecured and free of material adverse change conditions to borrowing, restrictive financial covenants (for example, interest or fixed-charge coverage ratio, debt-to-equity ratio, and minimum net worth requirements), and credit rating triggers that could limit our ability to obtain funding. The corporate credit facility contains a liquidity covenant that requires us to maintain a minimum of $4 billion in aggregate of domestic cash, cash equivalents, and loaned and marketable securities and/or availability under the facility. If our senior, unsecured, long-term debt does not maintain at least two investment grade ratings from Fitch, Moody's, and S&P, the guarantees of certain subsidiaries will be required.

Debt. As shown in Note 14 of the Notes to the Financial Statements, at September 30, 2018, Company debt excluding Ford Credit was $15.3 billion and Automotive debt was $14.7 billion. Both balances were about $1.2 billion lower than December 31, 2017, reflecting primarily U.S. debt repayments and exchange.

Leverage. We manage Automotive debt levels with a leverage framework to maintain investment grade credit ratings through a normal business cycle. The leverage framework includes a ratio of Automotive debt, underfunded pension liabilities, operating leases, and other adjustments, divided by Company adjusted EBIT, excluding Ford Credit EBT, and further adjusted for depreciation, amortization, and other adjustments. Ford Credit's leverage is calculated as a separate business as described in the Liquidity - Ford Credit Segment section of Item 2. Ford Credit is self-funding and its debt, which is used to fund its operations, is separate from our Automotive debt.

Ford Credit Segment

Funding Overview. Ford Credit's primary funding and liquidity objective is to be well capitalized with a strong balance sheet and ample liquidity to support its financing activities and growth under a variety of market conditions, including short-term and long-term market disruptions. Ford Credit's funding strategy remains focused on diversification, and it plans to continue accessing a variety of markets, channels, and investors.

Ford Credit's liquidity profile continues to be diverse, robust, and focused on maintaining liquidity levels that meet its business and funding requirements. Ford Credit annually stress tests its balance sheet and liquidity to ensure that it continues to meet its financial obligations through economic cycles.

Funding Portfolio. The chart below shows the trends in funding for Ford Credit's managed receivables:

Funding Structure – Managed Receivables*
(Bils)

	2016 Dec 31	2017 Dec 31	2018 Sep 30
Term Debt (incl. Bank Borrowings)	$ 66	$ 75	$ 73
Term Asset-Backed Securities	50	53	55
Commercial Paper	4	5	4
Ford Interest Advantage / Deposits	6	5	6
Other	9	9	11
Equity	13	16	15
Adjustments For Cash	(11)	(12)	(12)
Total Managed Receivables	$ 137	$ 151	$ 152
Securitized Funding as Pct of Managed Receivables	37%	35%	36%

- Funding is diversified across platforms and markets
- Well capitalized with a strong balance sheet and ample liquidity

* See "Non-GAAP Financial Measure Reconciliations" section for reconciliation to GAAP

Managed receivables of $152 billion as of September 30, 2018, were funded primarily with term debt and term asset-backed securities. Securitized funding as a percent of managed receivables was 36%. Ford Credit expects the mix of securitized funding to remain at about 35%. The calendarization of the funding plan will result in quarterly fluctuations of the securitized funding percentage.

Public Term Funding Plan. The following chart shows Ford Credit's issuances for full-year 2016 and 2017, planned issuances for full-year 2018, and its global public term funding issuances through October 23, 2018, excluding short-term funding programs:

Public Term Funding Plan* (Bils)

	2016 Actual	2017 Actual	2018 Forecast	2018 Through Oct 23
Unsecured -- Currency of issuance				
(USD Equivalent)				
USD	$ 9	$ 10	$ 6 - 8	$ 6
CAD	1	2	1 - 2	1
EUR / GBP	3	3	4 - 5	4
Other	1	1	1	1
Total unsecured	$ 14	$ 16	$ 14 - 16	$ 13
Securitizations	$ 13	$ 15	$ 13 - 14	$ 12
Total public	$ 28	$ 32	$ 28 - 30	$ 24

* See "Ford Credit Segment" section for definitions
Note: Results may not sum due to rounding

Ford Credit's total unsecured public term funding plan is categorized by currency of issuance. Ford Credit plans to continue issuing its European debt from the United States. For 2018, Ford Credit now projects full-year public term funding in the range of $28 billion to $30 billion. Within the unsecured term funding plan, Ford Credit forecasts higher full-year issuance in euros and pounds sterling, and lower full-year issuance in U.S. dollars compared with 2017. This reflects opportunistic issuances in euros completed in the first half of 2018, much of which supported Ford Credit's funding requirements in the United States. Through October 23, 2018, Ford Credit has completed $24 billion of public term issuances.

Liquidity. The following chart shows Ford Credit's liquidity sources and utilization:

Liquidity Sources* (Bils)

	2017 Sep 30	2017 Dec 31	2018 Sep 30
Liquidity Sources			
Cash	$ 11.3	$ 11.8	$ 12.1
Committed ABS facilities	33.4	33.4	32.0
Other unsecured credit facilities	2.8	3.3	3.0
Ford corporate credit facility allocation	3.0	3.0	3.0
Total liquidity sources	$ 50.5	$ 51.5	$ 50.1
Utilization of Liquidity			
Securitization cash	$ (2.8)	$ (3.8)	$ (3.0)
Committed ABS facilities	(17.0)	(17.2)	(17.7)
Other unsecured credit facilities	(1.0)	(1.1)	(0.7)
Ford corporate credit facility allocation	-	-	-
Total utilization of liquidity	$ (20.8)	$ (22.1)	$ (21.4)
Gross liquidity	$ 29.7	$ 29.4	$ 28.7
Adjustments	0.2	0.1	0.3
Net liquidity available for use	$ 29.9	$ 29.5	$ 29.0

* See "Ford Credit Segment" section for definitions

Ford Credit's liquidity available for use will fluctuate quarterly based on factors including near-term debt maturities, receivable growth, and timing of funding transactions. Ford Credit targets liquidity of about $25 billion. At September 30, 2018, Ford Credit's liquidity available for use was about $500 million lower than at year-end 2017.

Ford Credit's sources of liquidity include cash, committed asset-backed facilities, unsecured credit facilities, and the corporate credit facility allocation.

Leverage. Ford Credit uses leverage, or the debt-to-equity ratio, to make various business decisions, including evaluating and establishing pricing for finance receivable and operating lease financing, and assessing its capital structure.

The chart below shows the calculation of Ford Credit's financial statement leverage and managed leverage:

Leverage (Bils)

	2017 Sep 30	2017 Dec 31	2018 Sep 30
Leverage Calculation			
Total debt	$ 132.4	$ 137.8	$ 138.2
Adjustments for cash	(11.3)	(11.8)	(12.1)
Adjustments for derivative accounting*	(0.2)	-	0.6
Total adjusted debt	$ 120.9	$ 126.0	$ 126.7
Equity**	$ 14.1	$ 15.9	$ 15.2
Adjustments for derivative accounting*	(0.3)	(0.1)	(0.1)
Total adjusted equity	$ 13.8	$ 15.8	$ 15.1
Financial statement leverage (to 1) (GAAP)	9.4	8.7	9.1
Managed leverage (to 1) (Non-GAAP)	8.7	8.0	8.4

* Related primarily to market valuation adjustments to derivatives due to movements in interest rates. Adjustments to debt are related to designated fair value hedges and adjustments to equity are related to retained earnings
** Total shareholder's interest reported on Ford Credit's balance sheet

Ford Credit plans its managed leverage by considering prevailing market conditions and the risk characteristics of its business. At September 30, 2018, Ford Credit's financial statement leverage was 9.1:1, and its managed leverage was 8.4:1. Ford Credit targets managed leverage in the range of 8:1 to 9:1.

Total Company

Pension Plans - Underfunded Balances. As of September 30, 2018, our total Company pension underfunded status reported on our balance sheet was $5.3 billion and reflects the net underfunded status at December 31, 2017, updated for service and interest cost, expected return on assets, separation expense, interim remeasurement expense, actual benefit payments, and cash contributions. The discount rate and rate of expected return assumptions are unchanged from year-end 2017, and the reported number does not reflect the impact from any change in interest rates or asset returns since year-end 2017.

Based on our planning assumptions for asset returns, discount rates, and contributions, we expect our funded status to improve at year-end 2018 compared to the end of 2017.

CREDIT RATINGS

Our short-term and long-term debt is rated by four credit rating agencies designated as nationally recognized statistical rating organizations ("NRSROs") by the U.S. Securities and Exchange Commission: DBRS, Fitch, Moody's, and S&P.

In several markets, locally-recognized rating agencies also rate us. A credit rating reflects an assessment by the rating agency of the credit risk associated with a corporate entity or particular securities issued by that entity. Rating agencies' ratings of us are based on information provided by us and other sources. Credit ratings are not recommendations to buy, sell, or hold securities, and are subject to revision or withdrawal at any time by the assigning rating agency. Each rating agency may have different criteria for evaluating company risk and, therefore, ratings should be evaluated independently for each rating agency.

The following rating actions were taken by these NRSROs since the filing of our Quarterly Report on Form 10-Q for the quarter ended June 30, 2018.

- On July 27, 2018, S&P revised the outlook to negative from stable for Ford and Ford Credit and affirmed their ratings.
- On August 29, 2018, Moody's downgraded the credit ratings for Ford and Ford Credit to Baa3 with a negative outlook from Baa2 with a negative outlook.

The following chart summarizes certain of the credit ratings and outlook presently assigned by these four NRSROs:

NRSRO RATINGS

	Ford			Ford Credit			NRSROs
	Issuer Default / Corporate / Issuer Rating	Long-Term Senior Unsecured	Outlook / Trend	Long-Term Senior Unsecured	Short-Term Unsecured	Outlook / Trend	Minimum Long-Term Investment Grade Rating
DBRS	BBB	BBB	Stable	BBB	R-2M	Stable	BBB (low)
Fitch	BBB	BBB	Stable	BBB	F2	Stable	BBB-
Moody's	N/A	Baa3	Negative	Baa3	P-3	Negative	Baa3
S&P	BBB	BBB	Negative	BBB	A-2	Negative	BBB-

OUTLOOK

Based on the current economic environment, our Company guidance for 2018 includes the following:

2018 FY Company Adjusted EPS Guidance Unchanged

Company

Key Metric	2018 Guidance
Revenue	Modestly higher than 2017
Adjusted EPS*	$1.30 - $1.50
Adj. Operating Cash Flow*	Positive but lower than 2017
Pension Contributions	About $500M
Capital Spending	About $7.5B
Adj. Effective Tax Rate*	About 10%**

Business Units

Region / Segment	2018 EBIT Guidance
Automotive	Lower than 2017 due to Asia Pacific and Europe
North America	Lower than 2017
South America	About the same as 2017**
Europe	A loss
Middle East & Africa	Improved from 2017 (about breakeven)
Asia Pacific	A significant loss
Mobility	Larger loss than 2017
Ford Credit (EBT)	Improved from 2017

* See "Non-GAAP Financial Measures that Supplement GAAP Measures" for definitions
** Revised guidance

We continue to expect full year Company adjusted EPS of $1.30 to $1.50 per share.

NON-GAAP FINANCIAL MEASURE RECONCILIATIONS

The following charts show our Non-GAAP financial measure reconciliations for: Adjusted EBIT, Adjusted Earnings Per Share, Adjusted Effective Tax Rate, Adjusted Operating Cash Flow, and Ford Credit Managed Receivables. The GAAP reconciliation for Ford Credit Managed Leverage can be found in the Ford Credit Segment section of "Liquidity and Capital Resources."

Company Net Income Reconciliation To Adjusted EBIT (Mils)

	3Q 2017	3Q 2018	YTD 2017	YTD 2018	Memo: FY 2017
Net income / (Loss) attributable to Ford (GAAP)	$ 1,572	$ 991	$ 5,211	$ 3,793	$ 7,731
Income / (Loss) attributable to non-controlling interests	7	2	22	14	26
Net income / (Loss)	$ 1,579	$ 993	$ 5,233	$ 3,807	$ 7,757
Less: (Provision for) / Benefit from income taxes	(191)	(101)	(1,054)	(555)	(402)
Income / (Loss) before income taxes	$ 1,770	$ 1,094	$ 6,287	$ 4,362	$ 8,159
Less: Special items pre-tax	(217)	(231)	(441)	(250)	(289)
Income / (Loss) before special items pre-tax	$ 1,987	$ 1,325	$ 6,728	$ 4,612	$ 8,448
Less: Interest on debt	(298)	(343)	(882)	(933)	(1,190)
Adjusted EBIT (Non-GAAP)	$ 2,285	$ 1,668	$ 7,610	$ 5,545	$ 9,638
Memo:					
Revenue (Bils)	$ 36.5	$ 37.6	$ 115.5	$ 118.5	$ 156.8
Net income margin (GAAP) (Pct)	4.3%	2.6%	4.5%	3.2%	4.9%
Adjusted EBIT Margin (Non-GAAP) (Pct)	6.3%	4.4%	6.6%	4.7%	6.1%

Company Earnings Per Share Reconciliation To Adjusted Earnings Per Share

	3Q 2017	3Q 2018	YTD 2017	YTD 2018
Diluted After-Tax Results (Mils)				
Diluted after-tax results (GAAP)	$ 1,572	$ 991	$ 5,211	$ 3,793
Less: Impact of pre-tax and tax special items	(170)	(183)	(363)	(197)
Adjusted net income – diluted (Non-GAAP)	$ 1,742	$ 1,174	$ 5,574	$ 3,990
Basic and Diluted Shares (Mils)				
Basic shares (average shares outstanding)	3,972	3,976	3,975	3,976
Net dilutive options and unvested restricted stock units	24	24	21	23
Diluted shares	3,996	4,000	3,996	3,999
Earnings per share – diluted (GAAP)	$ 0.39	$ 0.25	$ 1.30	$ 0.95
Less: Net impact of adjustments	(0.05)	(0.04)	(0.09)	(0.05)
Adjusted earnings per share – diluted (Non-GAAP)	$ 0.44	$ 0.29	$ 1.39	$ 1.00

Company Effective Tax Rate Reconciliation To Adjusted Effective Tax Rate

	2018 3Q	2018 YTD	Memo: FY 2017
Pre-Tax Results (Mils)			
Income / (Loss) before income taxes (GAAP)	$ 1,094	$ 4,362	$ 8,159
Less: Impact of special items	(231)	(250)	(289)
Adjusted earnings before taxes (Non-GAAP)	$ 1,325	$ 4,612	$ 8,448
Taxes (Mils)			
(Provision for) / Benefit from income taxes (GAAP)	$ (101)	$ (555)	$ (402)
Less: Impact of special items	48	53	897
Adjusted (provision for) / benefit from income taxes (Non-GAAP)	$ (149)	$ (608)	$ (1,299)
Tax Rate (Pct)			
Effective tax rate (GAAP)	9.2%	12.7%	4.9%
Adjusted effective tax rate (Non-GAAP)	11.2%	13.2%	15.4%

Company Net Cash Provided By / (Used In) Operating Activities Reconciliation To Adjusted Operating Cash Flow (Mils)

	3Q 2017	3Q 2018	YTD 2017	YTD 2018
Company net cash provided by / (used in) operating activities (GAAP)	$ 4,998	$ 5,179	$ 14,949	$ 13,665
Less: Items not included in Company Adjusted Operating Cash Flows				
Ford Credit operating cash flows	5,210	3,811	9,474	9,403
Funded pension contributions	(263)	(123)	(720)	(283)
Separation payments	(42)	(28)	(100)	(62)
Other, net	37	146	(27)	87
Add: Items included in Company Adjusted Operating Cash Flows				
Automotive and Mobility capital spending	(1,658)	(1,968)	(4,901)	(5,635)
Ford Credit distributions	378	600	406	2,063
Settlement of derivatives	(90)	109	110	62
Pivotal conversion to a marketable security	-	-	-	263
Company adjusted operating cash flow (Non-GAAP)	$ (1,315)	$ 115	$ 1,938	$ 1,274

Note: Results may not sum due to rounding

Ford Credit
Total Net Receivables Reconciliation To Managed Receivables (Bils)

	2016 Dec 31	2017 Sep 30	2017 Dec 31	2018 Sep 30
Ford Credit finance receivables, net (GAAP)*	$ 96.2	$ 103.9	$ 108.4	$ 107.9
Net investment in operating leases (GAAP)*	27.2	26.9	26.7	27.6
Consolidating adjustments**	6.8	6.7	7.6	8.1
Total net receivables	$ 130.2	$ 137.5	$ 142.7	$ 143.6
Ford Credit unearned interest supplements and residual support	5.3	5.9	6.1	6.7
Allowance for credit losses	0.5	0.6	0.7	0.7
Other, primarily accumulated supplemental depreciation	0.9	1.1	1.0	1.1
Total managed receivables (Non-GAAP)	$ 136.9	$ 145.1	$ 150.5	$ 152.1

* Includes finance receivables (retail and wholesale) sold for legal purposes and net investment in operating leases included in securitization transactions that do not satisfy the requirements for accounting sale treatment. These receivables and operating leases are reported on Ford Credit's balance sheet and are available only for payment of the debt issued by, and other obligations of, the securitization entities that are parties to those securitization transactions; they are not available to pay the other obligations of Ford Credit or the claims of Ford Credit's other creditors

** Primarily includes Automotive segment receivables purchased by Ford Credit which are classified to Trade and other receivables on our consolidated Balance Sheet. Also includes eliminations of intersegment transactions

Supplemental Information

The tables below provide supplemental consolidating financial information, other financial information, and U.S. sales by type. Company excluding Ford Credit includes our Automotive and Mobility reportable segments, Corporate Other, Interest on Debt, and Special Items. Eliminations, where presented, primarily represent eliminations of intersegment transactions and deferred tax netting.

Selected Income Statement Information. The following table provides supplemental income statement information (in millions):

	For the period ended September 30, 2018					
	Third Quarter					
	Company excluding Ford Credit					
	Automotive	Mobility	Other (a)	Subtotal	Ford Credit	Consolidated
Revenues	$ 34,660	$ 8	$ —	$ 34,668	$ 2,998	$ 37,666
Total costs and expenses	33,855	204	391	34,450	2,352	36,802
Interest expense on Automotive debt	—	—	328	328	—	328
Interest expense on Other debt	—	—	15	15	—	15
Other income/(loss), net	637	—	(56)	581	24	605
Equity in net income of affiliated companies	(40)	—	—	(40)	8	(32)
Income/(loss) before income taxes	1,402	(196)	(790)	416	678	1,094
Provision for/(Benefit from) income taxes	171	(47)	(183)	(59)	160	101
Net income/(Loss)	1,231	(149)	(607)	475	518	993
Less: Income/(Loss) attributable to noncontrolling interests	2	—	—	2	—	2
Net income/(Loss) attributable to Ford Motor Company	$ 1,229	$ (149)	$ (607)	$ 473	$ 518	$ 991

(a) Other includes Corporate Other, Interest on Debt, and Special Items

	For the period ended September 30, 2018					
	First Nine Months					
	Company excluding Ford Credit					
	Automotive	Mobility	Other (a)	Subtotal	Ford Credit	Consolidated
Revenues	$ 109,577	$ 18	$ —	$ 109,595	$ 8,950	$ 118,545
Total costs and expenses	107,570	555	797	108,922	7,052	115,974
Interest expense on Automotive debt	—	—	890	890	—	890
Interest expense on Other debt	—	—	43	43	—	43
Other income/(loss), net	2,052	58	316	2,426	46	2,472
Equity in net income of affiliated companies	232	—	—	232	20	252
Income/(loss) before income taxes	4,291	(479)	(1,414)	2,398	1,964	4,362
Provision for/(Benefit from) income taxes	737	(115)	(333)	289	266	555
Net income/(Loss)	3,554	(364)	(1,081)	2,109	1,698	3,807
Less: Income/(Loss) attributable to noncontrolling interests	14	—	—	14	—	14
Net income/(Loss) attributable to Ford Motor Company	$ 3,540	$ (364)	$ (1,081)	$ 2,095	$ 1,698	$ 3,793

(a) Other includes Corporate Other, Interest on Debt, and Special Items

Selected Balance Sheet Information. The following tables provide supplemental balance sheet information (in millions):

	September 30, 2018			
Assets	**Company excluding Ford Credit**	**Ford Credit**	**Eliminations**	**Consolidated**
Cash and cash equivalents	$ 7,565	$ 10,997	$ —	$ 18,562
Marketable securities	16,040	1,740	—	17,780
Ford Credit finance receivables, net	—	50,818	—	50,818
Trade and other receivables, less allowances	3,962	7,282	—	11,244
Inventories	12,810	—	—	12,810
Other assets	2,401	1,228	—	3,629
Receivable from other segments	846	1,371	(2,217)	—
Total current assets	43,624	73,436	(2,217)	114,843
Ford Credit finance receivables, net	—	57,043	—	57,043
Net investment in operating leases	1,970	27,570	—	29,540
Net property	35,575	187	—	35,762
Equity in net assets of affiliated companies	2,750	108	—	2,858
Deferred income taxes	12,172	225	(1,844)	10,553
Other assets	6,975	1,392	—	8,367
Receivable from other segments	59	15	(74)	—
Total assets	$ 103,125	$ 159,976	$ (4,135)	$ 258,966

Liabilities	**Company excluding Ford Credit**	**Ford Credit**	**Eliminations**	**Consolidated**
Payables	$ 22,140	$ 1,133	$ —	$ 23,273
Other liabilities and deferred revenue	19,256	1,458	—	20,714
Automotive debt payable within one year	3,216	—	—	3,216
Ford Credit debt payable within one year	—	47,547	—	47,547
Payable to other segments	2,217	—	(2,217)	—
Total current liabilities	46,829	50,138	(2,217)	94,750
Other liabilities and deferred revenue	22,630	1,598	—	24,228
Automotive long-term debt	11,448	—	—	11,448
Ford Credit long-term debt	—	90,620	—	90,620
Other long-term debt	600	—	—	600
Deferred income taxes	101	2,345	(1,844)	602
Payable to other segments	18	56	(74)	—
Total liabilities	$ 81,626	$ 144,757	$ (4,135)	$ 222,248

Selected Cash Flow Information. The following tables provide supplemental cash flow information (in millions):

	For the period ended September 30, 2018			
	First Nine Months			
Cash flows from operating activities	Company excluding Ford Credit	Ford Credit	Eliminations	Consolidated
Net cash provided by/(used in) operating activities	$ 4,262	$ 9,403	$ —	$ 13,665

Cash flows from investing activities	Company excluding Ford Credit	Ford Credit	Eliminations	Consolidated
Capital spending	$ (5,635)	$ (34)	$ —	$ (5,669)
Acquisitions of finance receivables and operating leases	—	(48,227)	—	(48,227)
Collections of finance receivables and operating leases	—	38,418	—	38,418
Purchases of marketable and other securities	(11,146)	(3,401)	—	(14,547)
Sales and maturities of marketable and other securities	12,837	4,504	—	17,341
Settlements of derivatives	62	228	—	290
Other	(198)	(3)	—	(201)
Investing activity (to)/from other segments	2,069	154	(2,223)	—
Net cash provided by/(used in) investing activities	$ (2,011)	$ (8,361)	$ (2,223)	$ (12,595)

Cash flows from financing activities	Company excluding Ford Credit	Ford Credit	Eliminations	Consolidated
Cash dividends	$ (2,308)	$ —	$ —	$ (2,308)
Purchases of common stock	(164)	—	—	(164)
Net changes in short-term debt	403	(1,671)	—	(1,268)
Proceeds from issuance of long-term debt	176	37,035	—	37,211
Principal payments on long-term debt	(1,347)	(32,588)	—	(33,935)
Other	(42)	(142)	—	(184)
Financing activity to/(from) other segments	(154)	(2,069)	2,223	—
Net cash provided by/(used in) financing activities	$ (3,436)	$ 565	$ 2,223	$ (648)
Effect of exchange rate changes on cash, cash equivalents, and restricted cash	$ (160)	$ (145)	$ —	$ (305)

Selected Other Information.

Cost of sales and *Selling, administrative, and other expenses* for the third quarter of 2018 were $34.5 billion, an increase of about $1.3 billion compared with the third quarter of 2017. *Cost of sales* and *Selling, administrative, and other expenses* for the first nine months of 2018 were $108.9 billion, an increase of $4.2 billion compared with the first nine months of 2017. The detail for these changes is shown below (in billions):

	2018 Lower/(Higher) 2017	
	Third Quarter	**First Nine Months**
Volume and mix, exchange, and other	$ 0.1	$ (1.3)
Contribution costs		
Material excluding commodities	(0.4)	(0.8)
Commodities	(0.4)	(1.2)
Warranty	(0.4)	(0.4)
Freight	(0.1)	(0.2)
Structural costs	(0.1)	(0.5)
Special items	—	0.2
Total	$ (1.3)	$ (4.2)

Equity. At September 30, 2018, total equity attributable to Ford was $36.6 billion, an increase of about $1 billion compared with December 31, 2017. The detail for this change is shown below (in billions):

	Increase/ (Decrease)
Net income	$ 3.8
Shareholder distributions	(2.5)
Other comprehensive income	(0.5)
Common Stock issued (including share-based compensation impacts)	0.2
Total	$ 1.0

U.S. Sales by Type. The following table shows third quarter 2018 U.S. sales volume and U.S. wholesales segregated by truck, SUV, and car sales. U.S. sales volume reflects transactions with (i) retail and fleet customers (as reported by dealers), (ii) governments, and (iii) Ford management. U.S. wholesales reflect sales to dealers.

	U.S. Sales	**U.S. Wholesales**
Trucks	284,734	284,118
SUVs	215,687	188,248
Cars	109,513	77,834
Total Vehicles	609,934	550,200

Cautionary Note on Forward-Looking Statements

Statements included or incorporated by reference herein may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on expectations, forecasts, and assumptions by our management and involve a number of risks, uncertainties, and other factors that could cause actual results to differ materially from those stated, including, without limitation:

- Ford's long-term competitiveness depends on the successful execution of fitness actions;
- Industry sales volume, particularly in the United States, Europe, or China, could decline if there is a financial crisis, recession, or significant geopolitical event;
- Ford's new and existing products and mobility services are subject to market acceptance;
- Ford's results are dependent on sales of larger, more profitable vehicles, particularly in the United States;
- Ford may face increased price competition resulting from industry excess capacity, currency fluctuations, or other factors;
- Fluctuations in commodity prices, foreign currency exchange rates, and interest rates can have a significant effect on results;
- With a global footprint, Ford's results could be adversely affected by economic, geopolitical, protectionist trade policies, or other events;
- Ford's production, as well as Ford's suppliers' production, could be disrupted by labor disputes, natural or man-made disasters, financial distress, production difficulties, or other factors;
- Ford's ability to maintain a competitive cost structure could be affected by labor or other constraints;
- Pension and other postretirement liabilities could adversely affect Ford's liquidity and financial condition;
- Economic and demographic experience for pension and other postretirement benefit plans (e.g., discount rates or investment returns) could be worse than Ford has assumed;
- Ford's vehicles could be affected by defects that result in delays in new model launches, recall campaigns, or increased warranty costs;
- Safety, emissions, fuel economy, and other regulations affecting Ford may become more stringent;
- Ford could experience unusual or significant litigation, governmental investigations, or adverse publicity arising out of alleged defects in products, perceived environmental impacts, or otherwise;
- Ford's receipt of government incentives could be subject to reduction, termination, or clawback;
- Operational systems, security systems, and vehicles could be affected by cyber incidents;
- Ford Credit's access to debt, securitization, or derivative markets around the world at competitive rates or in sufficient amounts could be affected by credit rating downgrades, market volatility, market disruption, regulatory requirements, or other factors;
- Ford Credit could experience higher-than-expected credit losses, lower-than-anticipated residual values, or higher-than-expected return volumes for leased vehicles;
- Ford Credit could face increased competition from banks, financial institutions, or other third parties seeking to increase their share of financing Ford vehicles; and
- Ford Credit could be subject to new or increased credit regulations, consumer or data protection regulations, or other regulations.

We cannot be certain that any expectation, forecast, or assumption made in preparing forward-looking statements will prove accurate, or that any projection will be realized. It is to be expected that there may be differences between projected and actual results. Our forward-looking statements speak only as of the date of their initial issuance, and we do not undertake any obligation to update or revise publicly any forward-looking statement, whether as a result of new information, future events, or otherwise. For additional discussion, see "Item 1A. Risk Factors" in our 2017 Form 10-K Report, as updated by our subsequent Quarterly Reports on Form 10-Q and Current Reports on Form 8-K.

ACCOUNTING STANDARDS ISSUED BUT NOT YET ADOPTED

The Financial Accounting Standards Board ("FASB") has issued the following Accounting Standards Updates ("ASU"). ASU 2016-02 and ASU 2016-13 are expected to have a material impact to our financial statements or financial statement disclosures. For additional information, see Note 2 of the Notes to the Financial Statements.

ASU		Effective Date (a)
2018-08	Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made	January 1, 2019
2018-07	Improvements to Nonemployee Share-Based Payment Accounting	January 1, 2019
2018-02	Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income	January 1, 2019
2016-02	Leases	January 1, 2019 (b)
2018-15	Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement that is a Service Contract	January 1, 2020
2018-13	Fair Value Measurement - Changes to the Disclosure Requirement for Fair Value Measurement	January 1, 2020
2016-13	Credit Losses - Measurement of Credit Losses on Financial Instruments	January 1, 2020
2018-14	Changes to the Disclosure Requirements for Defined Benefits Plans	January 1, 2021
2018-12	Targeted Improvements to the Accounting for Long Duration Contracts	January 1, 2021

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(a) Early adoption for each of the standards is permitted.
(b) The FASB has issued the following updates to the Leases standard: ASU 2018-01 (Land Easement Practical Expedient for Transition to Topic 842) and ASU 2018-11 (Leases Topic 842 - Targeted Improvements). We will adopt the new Leases standard effective January 1, 2019.

ITEM 3. *Quantitative and Qualitative Disclosures About Market Risk.*

Automotive Segment

Foreign Currency Risk. The net fair value of foreign exchange forward contracts (including adjustments for credit risk) as of September 30, 2018, was an asset of $138 million, compared with a liability of $22 million as of December 31, 2017. The potential decrease in fair value from a 10% adverse change in the underlying exchange rates, in U.S. dollar terms, was $2.6 billion at September 30, 2018, compared with $2.8 billion at December 31, 2017.

Commodity Price Risk. The net fair value of commodity forward contracts (including adjustments for credit risk) as of September 30, 2018, was a liability of $40 million, compared with an asset of $33 million at December 31, 2017. The potential decrease in fair value from a 10% adverse change in the underlying commodity prices, in U.S. dollar terms, was $70 million at September 30, 2018, compared with $69 million at December 31, 2017.

Ford Credit Segment

Interest Rate Risk. To provide a quantitative measure of the sensitivity of its pre-tax cash flow to changes in interest rates, Ford Credit uses interest rate scenarios that assume a hypothetical, instantaneous increase or decrease of one percentage point in all interest rates across all maturities (a "parallel shift"), as well as a base case that assumes that all interest rates remain constant at existing levels. The differences in pre-tax cash flow between these scenarios and the base case over a 12-month period represent an estimate of the sensitivity of Ford Credit's pre-tax cash flow. Under this model, Ford Credit estimates that at September 30, 2018, all else constant, such an increase in interest rates would increase its pre-tax cash flow by $15 million over the next 12 months, compared with an increase of $14 million at December 31, 2017. In reality, interest rate changes are rarely instantaneous or parallel and rates could move more or less than the one percentage point assumed in Ford Credit's analysis. As a result, the actual impact to pre-tax cash flow could be higher or lower than the results detailed above.

ITEM 4. *Controls and Procedures.*

Evaluation of Disclosure Controls and Procedures. James P. Hackett, our Chief Executive Officer ("CEO"), and Bob Shanks, our Chief Financial Officer ("CFO"), have performed an evaluation of the Company's disclosure controls and procedures, as that term is defined in Rule 13a-15(e) of the Securities Exchange Act of 1934, as amended ("Exchange Act"), as of September 30, 2018, and each has concluded that such disclosure controls and procedures are effective to ensure that information required to be disclosed in our periodic reports filed under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified by SEC rules and forms, and that such information is accumulated and communicated to the CEO and CFO to allow timely decisions regarding required disclosures.

Changes in Internal Control Over Financial Reporting. During the third quarter of 2018, we launched a new non-production order procurement system in Europe. In subsequent periods, the system will be launched in North America and the rest of the world.

PART II. OTHER INFORMATION

ITEM 1. *Legal Proceedings.*

European Competition Law Matter. On October 5, 2018, FCE Bank plc received a notice from the Italian Competition Authority (the "ICA") concerning an alleged violation of Article 101 of the Treaty on the Functioning of the European Union. The ICA alleges that FCE Bank plc and other parties engaged in anti-competitive practices in relation to the automotive finance market in Italy. If a violation is found, a broad range of remedies is available to the ICA, including imposing a fine against FCE Bank plc that could be material. To avoid penalties, FCE Bank plc could be required to pay a fine and then seek reimbursement of the payment through the appellate process.

ITEM 2. *Unregistered Sales of Equity Securities and Use of Proceeds.*

In 2018, we repurchased shares of Ford Common Stock from our employees or directors related to certain exercises of stock options, in accordance with our various compensation plans. We also repurchased shares through a modest anti-dilutive share repurchase program to offset the dilutive effect of share-based compensation granted during 2018 and the shares issued in the Autonomic transaction described in our Quarterly Report on Form 10-Q for the quarter ended March 31, 2018. The plan authorized repurchases of up to 28.5 million shares of Ford Common Stock. During the first quarter of 2018, we repurchased 8,015,658 shares of Ford Common Stock. During the third quarter of 2018, we repurchased shares of Ford Common Stock as follows:

Period	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly-Announced Plans or Programs	Maximum Number (or Approximate Dollar Value) of Shares that May Yet Be Purchased Under the Plans or Programs
September 1, 2018 through September 30, 2018	8,000,000	$ 9.42	8,000,000	12,500,000
Total/Average	8,000,000	$ 9.42		

ITEM 6. *Exhibits.*

Designation	Description	Method of Filing
Exhibit 12	Calculation of Ratio of Earnings to Fixed Charges.	Filed with this Report.
Exhibit 31.1	Rule 15d-14(a) Certification of CEO.	Filed with this Report.
Exhibit 31.2	Rule 15d-14(a) Certification of CFO.	Filed with this Report.
Exhibit 32.1	Section 1350 Certification of CEO.	Furnished with this Report.
Exhibit 32.2	Section 1350 Certification of CFO.	Furnished with this Report.
Exhibit 101.INS	XBRL Instance Document.	*
Exhibit 101.SCH	XBRL Taxonomy Extension Schema Document.	*
Exhibit 101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document.	*
Exhibit 101.LAB	XBRL Taxonomy Extension Label Linkbase Document.	*
Exhibit 101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document.	*
Exhibit 101.DEF	XBRL Taxonomy Extension Definition Linkbase Document.	*

* Submitted electronically with this Report in accordance with the provisions of Regulation S-T.

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 thereunto duly authorized.

FORD MOTOR COMPANY

By: /s/ Cathy O'Callaghan

Cathy O'Callaghan, Vice President and Controller
(principal accounting officer)

Date: October 24, 2018

Exhibit 12

FORD MOTOR COMPANY AND SUBSIDIARIES
CALCULATION OF RATIO OF EARNINGS TO FIXED CHARGES
(in millions)

	First Nine Months 2018
Earnings	
Income before income taxes	$ 4,362
Add/(Deduct):	
Equity in net income of affiliated companies	(252)
Dividends from affiliated companies	288
Fixed charges excluding capitalized interest	3,968
Amortization of capitalized interest	28
Earnings	$ 8,394
Fixed Charges	
Interest expense	$ 3,829
Interest portion of rental expense (a)	139
Capitalized interest	30
Total fixed charges	$ 3,998
Ratios	
Ratio of earnings to fixed charges	2.1

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(a) One-third of all rental expense is deemed to be interest.

Exhibit 31.1

CERTIFICATION

I, James P. Hackett, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the period ended September 30, 2018 of Ford Motor Company;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated: October 24, 2018

/s/ James P. Hackett

James P. Hackett
President and Chief Executive Officer

Exhibit 31.2

CERTIFICATION

I, Bob Shanks, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the period ended September 30, 2018 of Ford Motor Company;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated: October 24, 2018

/s/ Bob Shanks

Bob Shanks
Executive Vice President and
Chief Financial Officer

Exhibit 32.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

I, James P. Hackett, President and Chief Executive Officer of Ford Motor Company (the "Company"), hereby certify pursuant to Rule 13a-14(b) or 15d-14(b) of the Securities Exchange Act of 1934, as amended, and Section 1350 of Chapter 63 of Title 18 of the United States Code that to my knowledge:

1. The Company's Quarterly Report on Form 10-Q for the period ended September 30, 2018, to which this statement is furnished as an exhibit (the "Report"), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

2. The information contained in this Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: October 24, 2018

/s/ James P. Hackett

James P. Hackett
President and Chief Executive Officer

Exhibit 32.2

CERTIFICATION OF CHIEF FINANCIAL OFFICER

I, Bob Shanks, Executive Vice President and Chief Financial Officer of Ford Motor Company (the “Company”), hereby certify pursuant to Rule 13a-14(b) or Rule 15d-14(b) of the Securities Exchange Act of 1934, as amended, and Section 1350 of Chapter 63 of Title 18 of the United States Code that to my knowledge:

1. The Company’s Quarterly Report on Form 10-Q for the period ended September 30, 2018, to which this statement is furnished as an exhibit (the “Report”), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

2. The information contained in this Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: October 24, 2018

/s/ Bob Shanks
Bob Shanks
Executive Vice President and
Chief Financial Officer