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August 14, 2015

Ford Motor Company

Technical Director -- File Reference No. 2015-270
Financial Accounting Standards Board
401 Merritt 7
P.O. Box 5116
Norwalk, CT 06856-5116

VIA EMAIL: director@FASB.org

**File Reference: Comments on Exposure Draft, Compensation--Stock Compensation (Topic 718):
Improvements to Employee Share-Based Payment Accounting**

Ford Motor Company ("Ford"), a global automotive industry leader based in Dearborn, Michigan, manufactures or distributes automobiles across six continents. We file consolidated financial statements with the SEC reflecting two business sectors, Automotive and Financial Services. We appreciate the Board's Simplification Initiative and its objective of identifying, evaluating, and improving areas of Generally Accepted Accounting Principles (GAAP) for which cost and complexity can be reduced while maintaining or improving the usefulness of the information provided to users of the financial statements.

We support the proposal to permit an entity to elect either to estimate forfeitures or to account for actual forfeitures as they occur. In order to achieve the objective of simplification, we believe an election for the recognition of forfeitures is appropriate; an election will allow multi-national companies to account for forfeitures similarly under U.S. GAAP and IFRS.

We also support the proposal to adjust the threshold of the statutory tax withholding rate and continue to qualify for equity classification. This will increase flexibility of use of tax withholding rates as it will permit companies to use a tax withholding rate greater than the minimum rate.

We support the proposed update issued as part of the initiative to require an entity to recognize excess tax benefits, regardless of whether the benefits can be used to reduce taxes payable. While we support the concept of recording excess tax benefits and tax deficiencies together, our view is that it would be more appropriate to record these items in equity rather than in the income statement; these items are the result of an equity-driven event.

We also note that recording excess tax benefits in the income statement, as proposed, will create a difference between U.S. GAAP and IFRS. We acknowledge that other differences between these accounting frameworks have been addressed for share-based compensation and we encourage the FASB and IASB to fully agree on one approach. We also suggest that the Board provide further clarification regarding its comment that the cumulative income statement result under the proposed standard would be similar to the result under IFRS.

We applaud the Board's efforts to reduce operational complexities under its Simplification Initiative and we appreciate the Board's consideration of our views.

Sincerely,

A handwritten signature in blue ink that reads "Susan Callahan".

Susan M. Callahan
Director, Americas Accounting and Global Accounting Policy