



Securities Act (Ford Motor Company) Exemption Notice 2000

Pursuant to the Securities Act 1978, the Securities Commission gives the following notice.

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Notice

1 Title

This notice is the Securities Act (Ford Motor Company) Exemption Notice 2000.

2 Commencement

This notice comes into force on 7 April 2000.

3 Expiry

This notice expires on 7 April 2005.

4 Interpretation

(1) In this notice, unless the context otherwise requires,—

Act means the Securities Act 1978

administrator means the person appointed by Ford, from time to time, to administer the program

assistance by Ford means Ford establishing and promoting a program and contributing to payment of administration fees and brokerage

Ford means the Ford Motor Company incorporated in the United States of America

program means a program established and promoted by Ford under which a specified person may acquire specified securities, being specified securities purchased by the administrator on a public stock exchange or from a participant in the program

Regulations means the Securities Regulations 1983

specified securities means ordinary shares or common stock in Ford listed on the New York Stock Exchange and the London Stock Exchange or options to acquire such shares or common stock

specified persons means—

- (a) employees of Ford or its subsidiaries in New Zealand;
 - (b) ex-employees of Ford or its subsidiaries, in New Zealand, who invested in specified securities through a program while they were employees, and who elected to continue to participate in a program upon ceasing to be employees.
- (2) Any term or expression that is defined in the Act or the Regulations and used, but not defined, in this notice has the same meaning as in the Act or the Regulations.

5 Exemption

Ford, the administrator, and every person acting on behalf of either of those entities, are exempted from sections 37, 37A, 38A, and 51 to 54B of the Act and from the Regulations (except regulation 8) in respect of offers of specified securities made by the administrator to a specified person under a program, with assistance by Ford.

6 Condition of exemption

The exemption is subject to the condition that, before a specified person subscribes for specified securities through the program, Ford sends to that person—

- (a) a copy of the most recent annual report of Ford; and
- (b) a copy of the terms of the program.

Dated at Wellington this 4th day of April 2000.

The Common Seal of the Securities Commission was affixed in the presence of:

[L.S.]

E. H. Abernethy,
Chairman.

Explanatory note

This note is not part of the notice, but is intended to indicate its general effect.

This notice comes into force on 7 April 2000 and expires on 7 April 2005.

Ford has established and promotes 2 share purchase programs for employees and ex-employees respectively. Ford appoints an administrator to oversee and administer the programs. Ford assists the administrator to make offers under the programs (by establishing and marketing the scheme and paying brokerage and administration costs) to Ford's employees or ex-employees in New Zealand (and elsewhere).

Although the shares in Ford traded through the programs are previously allotted, the Securities Act 1978 may still apply to offers of these shares if the original allotter (Ford) advises, encourages, or knowingly assists the holder (**the administrator**) to make the offers and corresponding sales. Section 6(3) of the Act applies in such circumstances.

The notice exempts Ford, and the administrator of the programs, from the prospectus and investment statement requirements and various other requirements of the Securities Act 1978 and the Securities Regulations 1983.

The exemption applies to offers by the administrator under the programs of listed shares and common stock in Ford (and options over such shares and stock) to employees and ex-employees of Ford in New Zealand.

The exemption is subject to a condition requiring Ford to send copies of the terms of the programs and Ford's most recent annual report to participants before they subscribe.

Issued under the authority of the Acts and Regulations Publication Act 1989.
Date of notification in *Gazette*: 6 April 2000.
This notice is administered in the Securities Commission.
