

PACCAR INC
Form 4
February 11, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
PIGOTT MARK C

(Last) (First) (Middle)
777 106TH AVENUE NE
(Street)

BELLEVUE, WA 98004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PACCAR INC [PCAR]

3. Date of Earliest Transaction
(Month/Day/Year)
02/07/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount or (D) Price			
COMMON STOCK	02/07/2014		A ⁽¹⁾	41,002 A \$ 59.15	2,850,361	D	
COMMON STOCK					1,308,892	I ⁽²⁾	EASCLIFFE COMPANY
COMMON STOCK					283,280	I	WIFE AND CHILDREN
COMMON STOCK (SIP) ⁽³⁾					73,513.595	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Num Shares
STOCK OPTION ⁽⁴⁾	\$ 32.11					01/01/2008 01/20/2015	COMMON STOCK 1
STOCK OPTION ⁽⁴⁾	\$ 32.23					01/01/2009 01/26/2016	COMMON STOCK 14
STOCK OPTION ⁽⁴⁾	\$ 44.56					01/01/2010 01/31/2017	COMMON STOCK 1
STOCK OPTION ⁽⁴⁾	\$ 45.74					01/01/2011 01/30/2018	COMMON STOCK 9
STOCK OPTION ⁽⁴⁾	\$ 30.81					01/01/2012 01/31/2019	COMMON STOCK 19
STOCK OPTION ⁽⁴⁾	\$ 36.12					01/01/2013 02/02/2020	COMMON STOCK 13
STOCK OPTION ⁽⁴⁾	\$ 50.5					01/01/2014 02/03/2021	COMMON STOCK 9
STOCK OPTION ⁽⁴⁾	\$ 43.24					01/01/2015 02/02/2022	COMMON STOCK 13
STOCK OPTION ⁽⁴⁾	\$ 47.81					01/01/2016 02/06/2023	COMMON STOCK 10
STOCK OPTION ⁽⁴⁾	\$ 59.15	02/07/2014		A ⁽⁴⁾	85,618	01/01/2017 02/07/2024	COMMON STOCK 8
COMMON STOCK (LTIP) ⁽⁵⁾	⁽⁵⁾					⁽⁵⁾ ⁽⁵⁾	COMMON STOCK 38
COMMON STOCK (DICP) ⁽⁶⁾	⁽⁶⁾					⁽⁶⁾ ⁽⁶⁾	COMMON STOCK 96,
	⁽⁷⁾					⁽⁷⁾ ⁽⁷⁾	29,

COMMON
STOCK
(DCP) (7)COMMON
STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PIGOTT MARK C 777 106TH AVENUE NE BELLEVUE, WA 98004	X		CHAIRMAN & CEO	

Signatures

Mark C. Pigott by David C. Anderson POA	02/11/2014
--	------------

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Restricted stock awarded under PACCAR Long Term Incentive Plan (LTIP).
- (2) Shares held by a corporation in which Reporting Person is a shareholder. Holding is reported voluntarily as Reporting Person is not a controlling shareholder and has no voting or investment power with respect to the Issuer's securities.
- (3) Shares held in PACCAR Savings Investment Plan (SIP).
- (4) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
- (5) Share units held in deferred phantom stock account under LTIP convertible to common stock on a one-for-one basis upon satisfaction of all applicable conditions.
- (6) Share units held in deferred phantom stock account under PACCAR Deferred Incentive Compensation Plan (DICP) convertible to common stock on a one-for-one basis upon satisfaction of all applicable conditions.
- (7) Share units held in deferred phantom stock account under PACCAR Deferred Compensation Plan (DCP) convertible to common stock on a one-for-one basis upon satisfaction of all applicable conditions.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.