

PACCAR INC
Form 4
February 16, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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)
02/15/2006

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 Ownership (Instr. 4)
				(A) or (D)	Price		
COMMON STOCK	02/15/2006		S	4,100	D \$ 69.28	1,086,971	D
COMMON STOCK	02/15/2006		S	1,000	D \$ 69.3	1,085,971	D
COMMON STOCK	02/15/2006		S	2,500	D \$ 69.32	1,083,471	D
COMMON STOCK	02/15/2006		S	600	D \$ 69.35	1,082,871	D
COMMON STOCK	02/15/2006		S	900	D \$ 69.36	1,081,971	D

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COMMON STOCK	02/15/2006	S	6,719	D	\$ 69.37	1,075,252	D	
COMMON STOCK	02/15/2006	S	2,000	D	\$ 69.39	1,073,252	D	
COMMON STOCK	02/15/2006	S	5,400	D	\$ 69.42	1,067,852	D	
COMMON STOCK	02/15/2006	S	1,100	D	\$ 69.43	1,066,752	D	
COMMON STOCK	02/15/2006	S	800	D	\$ 69.44	1,065,952	D	
COMMON STOCK	02/15/2006	S	2,800	D	\$ 69.47	1,063,152	D	
COMMON STOCK	02/15/2006	S	1,784	D	\$ 69.5	1,061,368	D	
COMMON STOCK	02/15/2006	S	100	D	\$ 69.51	1,061,268	D	
COMMON STOCK	02/15/2006	S	416	D	\$ 69.52	1,060,852	D	
COMMON STOCK	02/15/2006	S	300	D	\$ 69.54	1,060,552	D	
COMMON STOCK	02/15/2006	S	3,500	D	\$ 69.7	1,057,052	D	
COMMON STOCK	02/15/2006	S	600	D	\$ 69.72	1,056,452	D	
COMMON STOCK (SIP) ⁽¹⁾						25,242.1	D	
COMMON STOCK						54,794	I ⁽²⁾	WIFE & CHILDREN
COMMON STOCK						581,730	I ⁽³⁾	EASCLIFFE COMPANY

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

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
STOCK OPTION <u>(4)</u>	\$ 11								01/01/1999	04/30/2006	COMMON STOCK	0
STOCK OPTION <u>(4)</u>	\$ 16.28								01/01/2000	04/29/2007	COMMON STOCK	118,912
STOCK OPTION <u>(4)</u>	\$ 23.78								01/01/2001	04/28/2008	COMMON STOCK	89,155
STOCK OPTION <u>(4)</u>	\$ 23.9								01/01/2002	04/27/2009	COMMON STOCK	138,165
STOCK OPTION <u>(4)</u>	\$ 18.56								01/01/2003	01/25/2010	COMMON STOCK	156,133
STOCK OPTION <u>(4)</u>	\$ 22.94								01/01/2004	01/24/2011	COMMON STOCK	152,151
STOCK OPTION <u>(4)</u>	\$ 28.2								01/01/2005	01/23/2012	COMMON STOCK	126,544
STOCK OPTION <u>(4)</u>	\$ 31.4								01/01/2006	01/15/2013	COMMON STOCK	110,412
STOCK OPTION <u>(4)</u>	\$ 56.95								01/01/2007	01/15/2014	COMMON STOCK	60,030
STOCK OPTION <u>(4)</u>	\$ 72.25								01/01/2008	01/20/2015	COMMON STOCK	76,908
STOCK OPTION <u>(4)</u>	\$ 72.51								01/01/2009	01/26/2016	COMMON STOCK	65,486
COMMON STOCK (LTIP) <u>(6)</u>	<u>(6)</u>								<u>(6)</u>	<u>(6)</u>	COMMON STOCK	13,734.5
COMMON STOCK (DICP) <u>(7)</u>	<u>(7)</u>								<u>(7)</u>	<u>(7)</u>	COMMON STOCK	34,230.5

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 Pigott

02/16/2006

 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) Shares held in PACCAR Savings Investment Plan (SIP).
- (2) Shares in which beneficial ownership is disclaimed.
- (3) 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.
- (4) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
- (5) Exercise of this option was reported on the first of two reports for the Reporting Person's transactions on February 15, 2006.
- (6) 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 vesting conditions.
- (7) 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 vesting conditions.

Remarks:

This is the second of two reports for the Reporting Person's transactions on February 15, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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