

PACCAR INC
Form 4
December 07, 2007

FORM 4

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

OMB APPROVAL

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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 *
BARKLEY MICHAEL T

(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)
12/05/2007

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)

VICE PRESIDENT/CONTROLLER

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)	Code V Amount (D) Price		
COMMON STOCK					490 ⁽¹⁾	D	
COMMON STOCK (SIP)					12,103.745 ⁽²⁾	D	
COMMON STOCK (ESPP) ⁽³⁾					5.85 ⁽⁴⁾	D	

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 (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)	Amount or Number of Shares
STOCK OPTION ⁽⁵⁾	\$ 25.3 ⁽⁶⁾					01/01/2007 01/15/2014	COMMON STOCK	6,958
STOCK OPTION ⁽⁵⁾	\$ 32.11 ⁽⁶⁾					01/01/2008 01/20/2015	COMMON STOCK	5,229
STOCK OPTION ⁽⁵⁾	\$ 32.23 ⁽⁶⁾					01/01/2009 01/26/2016	COMMON STOCK	5,971
STOCK OPTION ⁽⁵⁾	\$ 44.56 ⁽⁶⁾					01/01/2010 01/31/2017	COMMON STOCK	8,925
COMMON STOCK (DCP) ⁽⁹⁾	⁽⁹⁾	12/06/2007		J ⁽¹⁰⁾	1.35	⁽⁹⁾ ⁽⁹⁾	COMMON STOCK	1.35

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARKLEY MICHAEL T 777 106TH AVENUE NE BELLEVUE, WA 98004			VICE PRESIDENT/CONTROLLER	

Signatures

M. T. Barkley 12/07/2007
 **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).
On September 11, 2007 PACCAR declared a stock dividend of one additional share of common stock for every two shares of common stock payable October 9, 2007 to all holders of record of common stock on September 25, 2007. As a result of the stock dividend the reporting person received 163 additional shares of PACCAR common stock. Reporting person received \$28.26 for a fractional share valued as of October 9, 2007.
- (1) Shares held in PACCAR Savings Investment Plan (SIP). Number of shares adjusted to reflect 50% stock dividend.
- (3) Shares held in PACCAR Inc Employee Stock Purchase Plan (ESPP).
- (4) Total adjusted to reflect 50% stock dividend.
- (5) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
- (6) Number of derivative securities, underlying securities and price adjusted to reflect 50% stock dividend.
- (7) Reporting person received \$15.86 for a fractional share valued as of October 9, 2007.
- (8) Reporting person received \$12.40 for a fractional share valued as of October 9, 2007.
- (9) 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 vesting conditions.
- (10) Dividend on share units held in deferred phantom stock account under DCP reinvested pursuant to DCP.

Remarks:

Fractional shares rounded to nearest 1/10.

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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