

PACCAR INC  
Form 8-K  
February 05, 2008

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) January 30, 2008**

**PACCAR Inc**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**001-14817**

(Commission  
File Number)

**91-0351110**

(IRS Employer  
Identification No.)

**777 106<sup>th</sup> Avenue NE, Bellevue, WA 98004**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(425) 468-7400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On January 30, 2008, the Compensation Committee of the Board of Directors of PACCAR Inc approved a form agreement entitled 2008 Share Match Restricted Stock Award Agreement ( the Agreement ). The Agreement is effective for restricted stock match grants made after January 30, 2008 pursuant to the Long Term Incentive Plan. Section 3 of the Agreement amends the definition of Peer Companies in the prior form agreement filed on February 5, 2007.

A copy of the Agreement is attached as Exhibit 99.1 and incorporated by reference herein. The foregoing description of the Agreement is qualified in its entirety by reference to the full text of the Exhibit.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits.

The following are furnished as Exhibits to this Report.

**Exhibit**

**Number**

**Description**

99.1	2008 Form of Share Match Restricted Stock Award Agreement
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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PACCAR Inc**

Date: February 5, 2008

By: /s/ D.C. Anderson  
D. C. Anderson  
Vice President and General Counsel