

PACCAR INC
Form 4
May 12, 2015

FORM 4

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

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

OMB APPROVAL

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(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)
05/11/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

VICE PRESIDENT/CONTROLLER

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
COMMON STOCK	05/11/2015		M	10,000	A \$ 36.12	21,342	D
COMMON STOCK	05/11/2015		S	10,000	D \$ 66.8185	11,342	D
COMMON STOCK (ESPP) ⁽¹⁾						5.85	D
COMMON STOCK (SIP) ⁽²⁾						16,868.225	D

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

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(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 Number Shares
STOCK OPTION ⁽³⁾	\$ 36.12	05/11/2015		M	10,000	01/01/2013 02/02/2020	COMMON STOCK 10
STOCK OPTION ⁽³⁾	\$ 50.5					01/01/2014 02/03/2021	COMMON STOCK 8,
STOCK OPTION ⁽³⁾	\$ 43.24					01/01/2015 02/02/2022	COMMON STOCK 13
STOCK OPTION ⁽³⁾	\$ 47.81					01/01/2016 02/06/2023	COMMON STOCK 11
STOCK OPTION ⁽³⁾	\$ 59.15					01/01/2017 02/07/2024	COMMON STOCK 9,
STOCK OPTION ⁽³⁾	\$ 62.46					01/01/2018 02/04/2025	COMMON STOCK 8,
COMMON STOCK (DCP) ⁽⁴⁾	⁽⁴⁾					⁽⁴⁾ ⁽⁴⁾	COMMON STOCK 846

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

Michael T.
Barkley

05/12/2015

__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 Inc Employee Stock Purchase Plan (ESPP).
- (2) Shares held in PACCAR Savings Investment Plan (SIP).
- (3) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
- (4) 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.

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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