

BARKLEY MICHAEL T
Form 4
February 07, 2019

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 *
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)
02/06/2019

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)
SR. 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					22,300	D	
COMMON STOCK (ESPP) ⁽¹⁾					5.85	D	
COMMON STOCK (SIP) ⁽²⁾					20,533.67 ⁽³⁾	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

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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
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 11
STOCK OPTION ⁽⁴⁾	\$ 59.15					01/01/2017 02/07/2024	COMMON STOCK 9,
STOCK OPTION ⁽⁴⁾	\$ 62.46					01/01/2018 02/04/2025	COMMON STOCK 8,
STOCK OPTION ⁽⁴⁾	\$ 50					01/01/2019 02/04/2026	COMMON STOCK 17
STOCK OPTION ⁽⁴⁾	\$ 67.63					01/01/2020 02/07/2027	COMMON STOCK 12
STOCK OPTION ⁽⁴⁾	\$ 68.69					01/01/2021 02/07/2028	COMMON STOCK 11
STOCK OPTION ⁽⁴⁾	\$ 65.56	02/06/2019		A ⁽⁴⁾	15,786	01/01/2022 02/06/2029	COMMON STOCK 15
COMMON STOCK (DCP) ⁽⁵⁾	⁽⁵⁾					⁽⁵⁾ ⁽⁵⁾	COMMON STOCK 982
STOCK UNITS (LTIP) ⁽⁶⁾	⁽⁶⁾	02/06/2019		A ⁽⁷⁾	5,400	⁽⁶⁾ ⁽⁶⁾	COMMON STOCK 5,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
				SR. VICE PRESIDENT/CONTROLLER

BARKLEY MICHAEL T
777 106TH AVENUE NE
BELLEVUE, WA 98004

Signatures

Michael T.
Barkley

02/07/2019

**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) Balance includes shares awarded under SIP (Company match) since date of last report in a transaction that was exempt under both Rule 16b-3(d) and Rule 16b-3(c).
- (4) Option to buy awarded under PACCAR LTIP.
- (5) 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.
- (6) Restricted stock 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) Restricted stock units awarded under PACCAR Long Term Incentive Plan (LTIP).

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.