STONECIPHER HARRY C

Form 4

January 07, 2003

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

OMB APPROVAL

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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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Addro			ne and Tick c (PCAR)	er or T	Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) 777 106th Avenue	of Report	ing	tification N Person, oluntary)	umber	Mor	tatement for nth/Day/Year uary 6, 2003	<u>X</u> 10	X Director 10% Owner Officer (give title below) Other (specify below)				
Bellevue, WA 980						5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Z	Zip)	Ta	ble	I Non-De	erivativ	e Secu	Securities Acquired, Disposed of, or Beneficially Owned				
1. Title of Security 2. Trans- action Execution Date, (Month/ Day/ Year) (Month/Day/ Year)			3. Transaction Code (Instr. 8		4. Securitie (A) or Disp (Instr. 3, 4	posed o & 5) (A) or	f (D)	D) Securities Beneficially Owned Follow- ice ing Reported Transactions(s)		ship Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
COMMON STOCK						(D)		(Instr. 3 & 4)	7,940	D		

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puts, cans, warrants, options, convertible securities)													
1. 7	Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11. Nat		
Dei	rivative	sion or	action	Deemed	Trans-	Number	and Expiration	of Underlying	Derivative	Derivative	Owner-	of Indir		
Sec	urity	Exercise	Date	Execution	action	of	Date	Securities	Security	Securities	ship	Benefic		
		Price of		Date,	Code	Derivative	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Owners		
(In	str. 3)	Derivative	(Month/	if any		Securities	Year)			Owned	of Deriv-	(Instr. 4		
		Security	Day/	(Month/	(Instr.	Acquired				Following	ative			
			Year)	Day/	8)	(A) or				Reported	Security:			
				Year)		Disposed				Transaction(s)	Direct			

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					of (D) (Instr. 3, 4 & 5)								(D) or Indirect (I)	
			Code	V	(A)		Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares			(Instr. 4)	
PHANTOM STOCK UNITS	1-for-1	01/06/03	J (1)		55.40		(2)		COMMON STOCK ⁽²⁾	55.40	\$48.07	4,120.47	D	

Explanation of Responses:

- (1) Dividend on shares in phantom stock account under Restricted Stock and Deferred Compensation Plan for Non-Employee Directors.
- (2) The units are to be settled in PACCAR common stock upon termination of the reporting person's status as a non-employee director.

By: /s/ Harry C. Stonecipher by Janice M. D'Amato
POA

1-7-03

Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).