

BARKLEY MICHAEL T
Form 4
February 07, 2019

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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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)
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
__X__ Officer (give title ____ Other (specify
below) below)
SR. 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (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
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
STOCK OPTION <u>(4)</u>	\$ 43.24							01/01/2015	02/02/2022	COMMON STOCK	13
STOCK OPTION <u>(4)</u>	\$ 47.81							01/01/2016	02/06/2023	COMMON STOCK	11
STOCK OPTION <u>(4)</u>	\$ 59.15							01/01/2017	02/07/2024	COMMON STOCK	9,
STOCK OPTION <u>(4)</u>	\$ 62.46							01/01/2018	02/04/2025	COMMON STOCK	8,
STOCK OPTION <u>(4)</u>	\$ 50							01/01/2019	02/04/2026	COMMON STOCK	17
STOCK OPTION <u>(4)</u>	\$ 67.63							01/01/2020	02/07/2027	COMMON STOCK	12
STOCK OPTION <u>(4)</u>	\$ 68.69							01/01/2021	02/07/2028	COMMON STOCK	11
STOCK OPTION <u>(4)</u>	\$ 65.56	02/06/2019		A <u>(4)</u>		15,786		01/01/2022	02/06/2029	COMMON STOCK	15
COMMON STOCK (DCP) <u>(5)</u>	<u>(5)</u>							<u>(5)</u>	<u>(5)</u>	COMMON STOCK	982
STOCK UNITS (LTIP) <u>(6)</u>	<u>(6)</u>	02/06/2019		A <u>(7)</u>		5,400		<u>(6)</u>	<u>(6)</u>	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.

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