

PACCAR INC
Form 4
November 10, 2016

FORM 4

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

OMB APPROVAL

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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 *
PIGOTT MARK C

(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)
11/08/2016

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)
Executive Chairman

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|------------|------------------|-------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| COMMON STOCK | 11/08/2016 | | M | | 112,266 | A | \$ 44.56 | 2,998,711 | D | |
| COMMON STOCK | 11/08/2016 | | S | | 112,266 | D | \$ 55.4748 | 2,886,445 | D | |
| COMMON STOCK | | | | | | | | 1,308,892 | I ⁽¹⁾ | EASCLIFFE COMPANY |
| COMMON STOCK | | | | | | | | 283,280 | I | WIFE AND CHILDREN |
| COMMON STOCK (SIP) ⁽²⁾ ⁽³⁾ | | | | | | | | 80,829.884 | 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 Security (Instr. 3 and 4) | Amount of Underlying Security | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|-------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount of Underlying Security |
| STOCK OPTION ⁽⁴⁾ | \$ 44.56 | 11/08/2016 | | M | 112,266 | 01/01/2010 | 01/31/2017 | COMMON STOCK | 11 |
| STOCK OPTION ⁽⁴⁾ | \$ 45.74 | | | | | 01/01/2011 | 01/30/2018 | COMMON STOCK | 9 |
| STOCK OPTION ⁽⁴⁾ | \$ 30.81 | | | | | 01/01/2012 | 02/06/2019 | COMMON STOCK | 19 |
| STOCK OPTION ⁽⁴⁾ | \$ 36.12 | | | | | 01/01/2013 | 02/02/2020 | COMMON STOCK | 13 |
| STOCK OPTION ⁽⁴⁾ | \$ 50.5 | | | | | 01/01/2014 | 02/03/2021 | COMMON STOCK | 9 |
| 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 | 10 |
| STOCK OPTION ⁽⁴⁾ | \$ 59.15 | | | | | 01/01/2017 | 02/07/2024 | COMMON STOCK | 8 |
| COMMON STOCK (LTIP) ⁽⁵⁾ | <u>(5)</u> | | | | | <u>(5)</u> | <u>(5)</u> | COMMON STOCK | 17 |
| COMMON STOCK (DICP) ⁽⁶⁾ | <u>(6)</u> | | | | | <u>(6)</u> | <u>(6)</u> | COMMON STOCK | 42 |
| COMMON STOCK (DCP) ⁽⁷⁾ | <u>(7)</u> | | | | | <u>(7)</u> | <u>(7)</u> | COMMON STOCK | 13 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PIGOTT MARK C 777 106TH AVENUE NE BELLEVUE, WA 98004 | X | | Executive Chairman | |

Signatures

Mark C. Pigott by Irene E. Song
POA 11/10/2016

__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 by a corporation in which Reporting Person is a shareholder. Holding is reported voluntarily as Reporting Person is not a controlling shareholder and has no voting or investment power with respect to the Issuer's securities.
- (2) Shares held in PACCAR Savings Investment Plan (SIP).
- (3) Balance includes shares awarded under SIP 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 Long Term Incentive Plan (LTIP).
- (5) Share units held in deferred phantom stock account under LTIP convertible to common stock on a one for one basis upon satisfaction of all applicable conditions.
- (6) Share units held in deferred phantom stock account under PACCAR Deferred Incentive Compensation Plan (DICP) convertible to common stock on a one for one basis upon satisfaction of all applicable conditions.
- (7) 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 conditions.

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.