

PACCAR INC
 Form 4
 February 20, 2014

FORM 4

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

OMB APPROVAL

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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)
02/18/2014

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)
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					8,388	D	
COMMON STOCK (ESPP) ⁽¹⁾					5.85	D	
COMMON STOCK (SIP) ⁽²⁾					16,141.828	D	

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

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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 Security (Instr. 3 and 4)	An Nu Sh
						Date Exercisable	Expiration Date		
STOCK OPTION ⁽³⁾	\$ 44.56					01/01/2010	01/31/2017	COMMON STOCK	5
STOCK OPTION ⁽³⁾	\$ 45.74					01/01/2011	01/30/2018	COMMON STOCK	5
STOCK OPTION ⁽³⁾	\$ 30.81					01/01/2012	01/31/2019	COMMON STOCK	1
STOCK OPTION ⁽³⁾	\$ 36.12					01/01/2013	02/02/2020	COMMON STOCK	1
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	1
STOCK OPTION ⁽³⁾	\$ 47.81					01/01/2016	02/06/2023	COMMON STOCK	1
STOCK OPTION ⁽³⁾	\$ 59.15					01/01/2017	02/07/2024	COMMON STOCK	9
COMMON STOCK (DCP) ⁽⁴⁾	⁽⁴⁾	02/18/2014		A ⁽⁵⁾	238.799	⁽⁴⁾	⁽⁴⁾	COMMON STOCK	23

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

02/20/2014

__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.
- (5) Award under Incentive Compensation (IC) deferred into phantom stock under PACCAR Deferred Compensation Plan (DCP).

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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