PACCAR INC Form 4 June 06, 2008

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

COMMON

COMMON STOCK

STOCK

 $(SIP) \frac{(1)}{2}$

(Print or Type Responses)

1. Name and Address of Reporting Person * TEMBREULL MICHAEL A			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			PACCAR INC [PCAR]				(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of E	arliest Tran	saction					
			(Month/Day/Year)				_X_ Director		Owner	
777 106TH AVENUE NE			06/05/2008				_X_ Officer (give below)	e title Othe below)	er (specify	
								E CHAIRMAN		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line)			
							X Form filed by (
BELLEVUE, WA 98004						Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities			rities Acq	equired, Disposed of, or Beneficially Owned			
1.Title of	2. Transaction	Date 2A. D	eemed	3.	4. Securitie	es	5. Amount of	6. Ownership	7. Nature of	
Security (Month/Day/Year) Executive (Month/Day/Year)		tion Date, if TransactionAcquired (A) or			A) or	Securities	Form: Direct	Indirect		
(Instr. 3)		any		Code	Disposed o	f (D)	Beneficially	(D) or	Beneficial	
		(Mon	th/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5)	Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
					((A)	Reported			
						or	Transaction(s)			
				Code V		(D) Price	(Instr. 3 and 4)			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

132,951

87,854,335

D

D

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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	Amo or Num of Sl
STOCK OPTION (2)	\$ 25.31					01/01/2007	01/15/2014	COMMON STOCK	34,
STOCK OPTION (2)	\$ 32.11					01/01/2008	01/20/2015	COMMON STOCK	83,
STOCK OPTION (2)	\$ 32.23					01/01/2009	01/26/2016	COMMON STOCK	79,
STOCK OPTION (2)	\$ 44.56					01/01/2010	01/31/2017	COMMON STOCK	60,
STOCK OPTION (2)	\$ 45.74					01/01/2011	01/30/2018	COMMON STOCK	52,
COMMON STOCK (LTIP) (3)	<u>(3)</u>	06/05/2008		<u>J(4)</u>	271.46	<u>(3)</u>	<u>(3)</u>	COMMON STOCK	271
COMMON STOCK (DICP) (5)	<u>(5)</u>	06/05/2008		J <u>(6)</u>	181.37	<u>(5)</u>	<u>(5)</u>	COMMON STOCK	181

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
TEMBREULL MICHAEL A 777 106TH AVENUE NE BELLEVUE, WA 98004	X		VICE CHAIRMAN				
Signatures							
Michael A. Tembreull by Janic POA	e D'Amat	to	06/06/2008				
**Signature of Reporting Person	on		Date				

Reporting Owners 2

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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 Savings Investment Plan (SIP).
- (2) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP)
- (3) 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 vesting conditions.
- (4) Dividend on share units held in deferred phantom stock account under LTIP reinvested pursuant to LTIP.
- (5) 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 vesting conditions.
- (6) Dividend on share units held in deferred phantom stock account under DICP reinvested pursuant to DICP.

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.