

PIGOTT MARK C
Form 4
March 09, 2011

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 *
PIGOTT MARK C

2. Issuer Name and Ticker or Trading Symbol
PACCAR INC [PCAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
777 106TH AVENUE NE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN & CEO

BELLEVUE, WA 98004

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|-----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| COMMON STOCK (SIP) ⁽¹⁾ | | | | (A) or (D) | 65,816.445 | D | |
| COMMON STOCK | | | | (A) or (D) | 2,897,289 | D | |
| COMMON STOCK | | | | (A) or (D) | 1,308,892 | I ⁽²⁾ | EASCLIFFE COMPANY |
| COMMON STOCK | | | | (A) or (D) | 283,280 | I | WIFE AND CHILDREN |

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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| STOCK OPTION <u>(3)</u> | \$ 12.54 | | | | | 01/01/2005 01/23/2012 | COMMON STOCK 284 |
| STOCK OPTION <u>(3)</u> | \$ 13.96 | | | | | 01/01/2006 01/15/2013 | COMMON STOCK 248 |
| STOCK OPTION <u>(3)</u> | \$ 25.31 | | | | | 01/01/2007 01/15/2014 | COMMON STOCK 135 |
| STOCK OPTION <u>(3)</u> | \$ 32.11 | | | | | 01/01/2008 01/20/2015 | COMMON STOCK 173 |
| STOCK OPTION <u>(3)</u> | \$ 32.23 | | | | | 01/01/2009 01/26/2016 | COMMON STOCK 147 |
| STOCK OPTION <u>(3)</u> | \$ 44.56 | | | | | 01/01/2010 01/31/2017 | COMMON STOCK 112 |
| STOCK OPTION <u>(3)</u> | \$ 45.74 | | | | | 01/01/2011 01/30/2018 | COMMON STOCK 98 |
| STOCK OPTION <u>(3)</u> | \$ 30.81 | | | | | 01/01/2012 01/31/2019 | COMMON STOCK 194 |
| STOCK OPTION <u>(3)</u> | \$ 36.12 | | | | | 01/01/2013 02/02/2020 | COMMON STOCK 134 |
| STOCK OPTION <u>(3)</u> | \$ 50.5 | | | | | 01/01/2014 02/03/2021 | COMMON STOCK 92 |
| COMMON STOCK (LTIP) <u>(4)</u> | <u>(4)</u> | 03/07/2011 | | J <u>(5)</u> | 87.13 | <u>(4)</u> <u>(4)</u> | COMMON STOCK 87 |
| COMMON STOCK (DICP) <u>(6)</u> | <u>(6)</u> | 03/07/2011 | | J <u>(7)</u> | 217.15 | <u>(6)</u> <u>(6)</u> | COMMON STOCK 21 |
| | <u>(8)</u> | 03/07/2011 | | J <u>(9)</u> | 66.39 | <u>(8)</u> <u>(8)</u> | COMMON STOCK 66 |

COMMON
STOCK
(DCP) ⁽⁸⁾

COMMON
STOCK

Reporting Owners

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

Signatures

Mark C. Pigott 03/09/2011
 __Signature of Date
 Reporting Person

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) 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.
- (3) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
- (4) 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.
- (5) Dividend on share units held in deferred phantom stock account under LTIP reinvested pursuant to LTIP.
- (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) Dividend on share units held in deferred phantom stock account under DICP reinvested pursuant to DICP.
- (8) 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.
- (9) Dividend on share units held in deferred phantom stock account under DCP reinvested pursuant to DCP.

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.