

PACCAR INC
Form 4
September 06, 2006

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 *
TEMBREULL MICHAEL A

(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)
09/05/2006

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 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
COMMON STOCK					41,497 ⁽¹⁾	D	
COMMON STOCK (SIP) ⁽²⁾					36,079.3 ⁽²⁾	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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
STOCK OPTION ⁽³⁾	\$ 18.8 ⁽⁴⁾					01/01/2005	01/23/2012	COMMON STOCK	102, ⁽⁴⁾
STOCK OPTION ⁽³⁾	\$ 20.93 ⁽⁴⁾					01/01/2006	01/15/2013	COMMON STOCK	99,7 ⁽⁴⁾
STOCK OPTION ⁽³⁾	\$ 37.97 ⁽⁴⁾					01/01/2007	01/15/2014	COMMON STOCK	54,2 ⁽⁴⁾
STOCK OPTION ⁽³⁾	\$ 48.17 ⁽⁴⁾					01/01/2008	01/20/2015	COMMON STOCK	55,9 ⁽⁴⁾
STOCK OPTION ⁽³⁾	\$ 48.34 ⁽⁴⁾					01/01/2009	01/26/2016	COMMON STOCK	52,8 ⁽⁴⁾
COMMON STOCK (LTIP) ⁽⁵⁾	⁽⁵⁾	09/05/2006		J ⁽⁶⁾	174.5	⁽⁵⁾	⁽⁵⁾	COMMON STOCK	174
COMMON STOCK (DICP) ⁽⁸⁾	⁽⁸⁾	09/05/2006		J ⁽⁹⁾	116.6	⁽⁸⁾	⁽⁸⁾	COMMON STOCK	116

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TEMBREULL MICHAEL A 777 106TH AVENUE NE BELLEVUE, WA 98004	X		VICE CHAIRMAN	

Signatures

M. A. Tembreull 09/06/2006
 **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).
On July 11, 2006 PACCAR declared a stock dividend of one additional share of common stock for every two shares of common stock payable August 10, 2006 to all holders of record of common stock on July 27, 2006. As a result of the stock dividend the reporting person received 13,832 additional shares of PACCAR common stock on August 10, 2006.
- (1) Shares held in PACCAR Savings Investment Plan (SIP). Shares not adjusted for 50% stock dividend pending receipt of SIP trustee's report.
- (2) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
- (4) Number of derivative securities, underlying securities and price adjusted to reflect 50% stock dividend.
- (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 vesting conditions.
- (6) Dividend on share units held in deferred phantom stock account under LTIP reinvested pursuant to LTIP.
- (7) Pursuant to the anti-dilution provisions of the LTIP, total adjusted by 16,394.3 additional units to reflect 50% stock dividend.
- (8) 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.
- (9) Dividend on share units held in deferred phantom stock account under DICP reinvested pursuant to DICP.
- (10) Pursuant to the anti-dilution provisions of the DICP, total adjusted by 10,953.7 additional units to reflect 50% stock dividend.

Remarks:

Fractional shares rounded to nearest 1/10.

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.