

BARKLEY MICHAEL T
 Form 4
 November 13, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

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)
 11/12/2009

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
VICE PRESIDENT/CONTROLLER

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
COMMON STOCK (SIP) ⁽¹⁾					13,384.281	D	
COMMON STOCK (ESPP) ⁽²⁾					5.85	D	
COMMON STOCK	11/12/2009		M		6,958	A	\$ 25.31
COMMON STOCK	11/12/2009		S		6,958	D	\$ 38.63
					8,946	D	
					1,988	D	

Edgar Filing: BARKLEY MICHAEL T - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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)
STOCK OPTION ⁽³⁾	\$ 25.31	11/12/2009		M	6,958	01/01/2007 01/15/2014	COMMON STOCK 6,958
STOCK OPTION ⁽³⁾	\$ 32.11					01/01/2008 01/20/2015	COMMON STOCK 5,220
STOCK OPTION ⁽³⁾	\$ 32.23					01/01/2009 01/26/2016	COMMON STOCK 5,970
STOCK OPTION ⁽³⁾	\$ 44.56					01/01/2010 01/31/2017	COMMON STOCK 8,920
STOCK OPTION ⁽³⁾	\$ 45.74					01/01/2011 01/30/2018	COMMON STOCK 8,330
STOCK OPTION ⁽³⁾	\$ 30.81					01/01/2012 01/31/2019	COMMON STOCK 13,800
COMMON STOCK (DCP) ⁽⁴⁾	⁽⁴⁾					⁽⁴⁾ ⁽⁴⁾	COMMON STOCK 435,000

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

M. T. Barkley

11/13/2009

**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 Savings Investment Plan (SIP).
 - (2) Shares held in PACCAR Inc Employee Stock Purchase Plan (ESPP).
 - (3) Option to buy awarded under PACCAR Long Term Incentive Plan (LTIP).
 - (4) Share units held in deferred phantom stock account under PACCAR Deferred Incentive Compensation Plan (DCP) convertible to common stock on a one-for-one basis upon satisfaction of all applicable vesting 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.