TEMBREULL MICHAEL A

Form 4

January 16, 2003

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

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

Name and Address of Reporting Person* TEMBREULL MICHAEL A				uer Nar CAR Ir			or Tra	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director					
(Last) (Fir.	of Reporting Person,						ment for Day/Year	10% Owner X Officer (give title below) Other (specify below)					
(Str	reet)							5. If An	nendment,	CHA	VICE CHAIRMAN 7. Individual or Joint/Group Filing		
BELLEVUE, WA 98004									Date of Original (Month/Day/Year)		(Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (St	ate) (Zip)			Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Ow								cially Owned	
1. Title of Security (Instr. 3)	med 3. Trans- action Code (Instr. 8)			4. Securition (A) or Disposition (Instr. 3, 4) Amount	es Ac posed	of (D) Securities			6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Day/ Year)	Year)	Code V			Amount (A) or (D)		Transactions(s) (Instr. 3 & 4)			(Instr. 4)	(msu: 1)	
COMMON STOCK										14,016	D		
COMMON STOCK (SIP)(1)									21,	148.0 <u>(2)</u>	D		

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

_	(eigi, pass) cans, warrants, operans, convertible securities,													
ŀ	1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and Amount of	8. Price of	9. Number of	10.	11.		
1	Derivative	sion or	action	Deemed	Trans-	of	and Expiration	Underlying Securities	Derivative	Derivative	Owner-	of I		
	Security	Exercise	Date	Execution	action	Derivative	Date	(Instr. 3 & 4)	Security	Securities	ship	Ber		
	,	Price of		Date,	Code	Securities	(Month/Day/		(Instr. 5)	Beneficially	Form	Ow		
((Instr. 3)	Derivative	(Month/	if any		Acquired	Year)		1 '	Owned	of Deriv-	(Ins		
	,	Security	Day/	(Month/	(Instr.	(A) or			1 '	Following	ative			
l			1	1		'	1	1	1 '	i	1 '	1		

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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		Year) Day/ Year)		8)		Dispose of (D) (Instr. 3 & 5)					Tr	Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect	
				Code	V	(A)	 Exer-cisable	Expira- tion Date		Amount or Number of Shares	ı		(I) (Instr. 4)	
STOCK OPTION	\$35.67						01/01/01		COMMON STOCK	37,876		37,876	5 D	
STOCK OPTION	\$35.85						01/01/02		COMMON STOCK	52,519		52,519) D	
STOCK OPTION	\$27.83						01/01/03		COMMON STOCK	63,915		63,915	5 D	
STOCK OPTION	\$34.42						01/01/04		COMMON STOCK	57,633		57,633	B D	
STOCK OPTION	\$42.31						01/01/05		COMMON STOCK	47,934		47,934	1 D	
STOCK OPTION	\$47.10	01/15/03		A (3)		44,332	01/01/06		COMMON STOCK	44,332		44,332	2 D	
COMMON STOCK (LTIP)(4)	N/A						N/A		COMMON STOCK	17,614.3 <u>(2)</u>		17,614.3 ⁽²⁾	D	
COMMON STOCK (DICP) ⁽⁵⁾	N/A				П		N/A		COMMON STOCK	10,918.6 ⁽²⁾		10,918.6 ⁽²⁾	D	

Explanation of Responses:

- (1) Shares held in PACCAR Savings Investment Plan (SIP).
- (2) Fractional shares rounded to nearest 1/10.
- (3) Awarded under PACCAR Long Term Incentive Plan (LTIP).
- (4) Share units held in deferred phantom stock account under LTIP.
- (5) Share units held in deferred phantom stock account under PACCAR Deferred Incentive Compensation Plan (DICP).

By: /s/ M. A. Tembreull

<u>1/16/03</u>

Date

**Signature of Reporting Person

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations.