FLYNN PATRICK F

Form 4

January 17, 2003

# FORM 4

\_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### **OMB APPROVAL**

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#### 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

1. Name and Address of		Issuer Nar ACCAR II		and Ticker PCAR)	or Tra	ding Sy	rmbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director				
FLYNN PATRICK F (Last) (Firs	of	I.R.S. Ider Reporting an entity (	Per				ment for Day/Year <b>03</b>	10% ( X Off Other	Owner icer (give title (specify belo			
(Streen (Stree	004		Table	ī	Non Dori		Date of (Month	nendment, Original /Day/Year) ities Acquired, Di	(Chec X For Perso For Repor	k Applicable m filed by Or n m filed by M rting Person	ne Reporting ore than One	
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	d 3. Tran action Code (Instr. 8	S-	4. Securiti (A) or Dis (Instr. 3, 4)	es Acq posed	quired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	sposed	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
COMMON STOCK (SIP)(1)								1,1	148.3 <sub>(2)</sub>	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. nuts calls warrants ontions convertible securities)

	(e.g., puts, cans, warrants, options, convertible securities)													
	. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11. Nati		
þ	Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	of Underlying	Derivative	Derivative	Owner-	of Indir		
4	Security	Exercise	Date	Execution	action	of	Date	Securities	Security	Securities	ship	Benefic		
		Price of		Date,	Code	Derivative	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Owners		
(	Instr. 3)	Derivative	(Month/	if any		Securities	Year)			Owned	of Deriv-	(Instr. 4		
		Security	Day/	(Month/	(Instr.	Acquired				Following	ative			
			Year)	Day/	8)	(A) or				Reported	Security:			
				Year)		Disposed				Transaction(s)	Direct			

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					of (D) (Instr. 4 & 5)	3,						C I	(D) or Indirect (I) (Instr. 4)	
			Code	V	(A)			Expira- tion Date	Title	Amount or Number of Shares				
STOCK OPTION	\$27.83						01/01/03		COMMON STOCK	11,869		11,869	D	
STOCK OPTION	\$34.42						01/01/04		COMMON STOCK	11,526		11,526	D	
STOCK OPTION	\$42.31						01/01/05		COMMON STOCK	10,066		10,066	D	
STOCK OPTION	\$47.10	01/15/03	<b>A</b> (3)		8,783		01/01/06		COMMON STOCK	8,783		8,783	D	

Explanation of Responses:

- (1) Shares held in PACCAR Savings Investment Plan (SIP).
- (2) Fractional shares rounded to nearest 1/10th.
- (3) Awarded under PACCAR Long Term Incentive Plan.

By: /s/ Patrick F. Flynn 1/16/03
Date

\*\*Signature of Reporting Person

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).