FLYNN PATRICK F Form 4 February 11, 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

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

OMB APPROVAL

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						and Ticker PCAR)	or Tr	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
FLYNN PATRICK F (Last) (First 777 106th AVENUE)	ĺ	of Re	a.S. Ider eporting entity (Pei		nber	4. Stater Month/I 2/7/2003	Day/Year	Director					
(Street) BELLEVUE, WA 98004									5. If Amendment, Date of Original (Month/Day/Year)		PRESIDENT 7. Individual or Joint/Group Filing (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, D								isposed of, or Beneficially Owned			
1. Title of Security (Instr. 3) 2. Trans- action Date Date, (Month/ Day/ if any			1	3. Tran action Code (Instr. 8		4. Securities Ac (A) or Disposed (Instr. 3, 4 & 5)		of (D)			6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership		
	Year)	(Month/Da Year)		Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)	(Instr. 4)		
COMMON STOCK (SIP)(1)									1,1	1 48.3 (2)	D			
COMMON STOCK	02/07/03			M		3,957	A	\$27.83						
COMMON STOCK	02/07/03			S		3,957	D	\$46.55		0				

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)

			0/1 /			<i>/</i> 1 /					
1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11. Natı
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	of Underlying	Derivative	Derivative	Owner-	of Indir
Security	Exercise	Date	Execution	action	of	Date	Securities	Security	Securities	ship	Benefic

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

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(Instr. 3)		(Month/ Day/	Date, if any (Month/ Day/ Year)	Code (Instr. 8)	Sec Acc (A) Dis of (curities quired) or sposed (D) str. 3,			(Instr. 3 & 4)	(Instr. 5)	Owned Following Reported Transaction(s) I (Instr. 4)		Owners (Instr. 4
				Code V	' (A)	(D)	Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares				
STOCK OPTION (right to buy)	\$27.83	02/07/03	i	М		3,957	01/01/03	01/25/10	COMMON STOCK	3,957		7,912	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						01/01/06		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.

By: /s/ Patrick F. Flynn

2/10/03 Date

**Signature of Reporting Person

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