

PACCAR INC  
Form 8-K  
April 27, 2012

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 23, 2012

## PACCAR Inc

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-14817  
(Commission  
File Number)  
777 106<sup>th</sup> Avenue NE,

Bellevue, WA 98004

91-0351110  
(IRS Employer  
Identification No.)

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(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code (425) 468-7400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

Item 502(f). On April 23, 2012, the Compensation Committee of the PACCAR Inc Board of Directors approved a Long Term Performance Cash Award ( LTIP Cash Award ) for the 2009-2011 cycle under the Company s Long Term Incentive Plan for the Named Executive Officers identified in the Company s March 14, 2012 proxy statement. The total compensation for each Named Executive Officer reported in the Summary Compensation Table on page 22 of the Company s 2012 proxy statement has been recalculated to include the LTIP Cash Award as follows:

Named Executive Officer	Non-Equity Incentive Plan Compensation	
	LTIP Cash Award	Total Compensation
M. C. Pigott	\$ 0	\$ 12,579,410
R. E. Armstrong	\$ 78,858	\$ 3,178,231
D. D. Sobic	\$ 136,528	\$ 2,808,829
R. J. Christensen	\$ 120,000	\$ 2,868,817
H. C. Schippers	\$ 50,494	\$ 1,057,797
T. E. Plimpton	\$ 0	\$ 2,317,709

**Item 5.07. Submission of Matters to a Vote of Security Holders**

(a) The annual meeting of stockholders was held on April 24, 2012.

(b) Following is a brief description and vote count of all items voted on at the annual meeting:

Item 1. Election of Directors. The following persons were elected to serve as Class II directors with a term expiring in 2015:

Nominee	Shares Voted	Shares	Broker
	For	Withheld	Nonvotes
M. C. Pigott	300,693,548	6,001,309	0
W. R. Staley	304,217,261	2,477,596	0
C. R. Williamson	303,667,466	3,027,391	0

Item No. 2: Stockholder Proposal Regarding a Director Vote Threshold.

Item No. 2 was approved with Board support and the following vote:

Shares Voted	Shares Voted	Abstentions	Broker
			Nonvotes
For	Against		
297,531,931	8,795,979	366,947	0

Item No. 3: Stockholder Proposal Regarding The Supermajority Vote Provisions.

Item No. 3 was not approved with the following vote:

Shares Voted	Shares Voted	Abstentions	Broker
			Nonvotes
For	Against		
135,371,827	170,329,692	992,684	654

Item No. 4: Stockholder Proposal Regarding the Annual Election of All Directors.

Item No. 4 was not approved with the following vote:

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	Shares Voted	Shares Voted	Abstentions	Broker Nonvotes
	For	Against		
(c) Not applicable.	152,607,664	153,086,586	999,953	654

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PACCAR Inc**

Date: April 27, 2012

By: /s/ D. C. Anderson

D. C. Anderson  
Vice President and General Counsel