STONECIPHER HARRY C

Form 4

February 27, 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

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OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address STONECIPHER			ne and Tick c (PCAR)	er or T	Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (of Report	ing	tification N Person, oluntary)	umber	Mon	atement for th/Day/Year ruary 25, 2003	10	X Director 10% Owner Officer (give title below) Other (specify below)				
Bellevue, WA 980								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)	(State) (Z	ip)	Ta	ble	I Non-De	rivativ	e Secu	rities Acquired, D	Disposed of, or Beneficially Owned			
1. Title of Security 2. Trans- (Instr. 3) 2A. Deemed Execution Date (Month/ Day/ year) (Month/Day/ Year)			action (A) or Disposed of Code (Instr. 3, 4 & 5) Code V Amount (A) or Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported Transactions(s)		6. Owner- ship Form: Direct (D) Forming Indirect Beneficial Forming Indirect Beneficial Forming Indirect For		
COMMON STOCK						(D)		(Instr. 3 & 4)	7,940	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)													
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11. Na		
Derivative	sion or	action	Deemed	Trans-	of	and Expiration	of Underlying	Derivative	Derivative	Owner-	of Ind		
Security	Exercise	Date	Execution	action	Derivative	Date	Securities	Security	Securities	ship	Benefi		
	Price of		Date,	Code	Securities	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Owner		
(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)			Owned	of Deriv-	(Instr.		
	Security	-	(Month/	(Instr.	(A) or				Following	ative			
		Year)	Day/	8)	Disposed				Reported	Security:			
			Year)		of (D)				Transaction(s)	Direct			

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

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			C			(Instr. 3, 4 & 5)							,	(D) or Indirect	
				Code	V	(A)	` /	Exer-cisable	Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	
PHANTOM STOCK UNITS	1-for-1	02/25/03		A (1)		103.97		(2)		COMMON STOCK ⁽²⁾	103.97	\$48.09	4,224.44	D	

Explanation of Responses:

(1) Cash compensation deferred into phantom stock account under Restricted Stock and Deferred Compensation Plan for Non-employee Directors (RSDCP).

(2) The units are to be settled in PACCAR common stock upon termination of the reporting person's status as a non-employee director.

By: /s/ H. C. Stonecipher by Janice M. D'Amato POA 2-26-03
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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