

PACCAR INC
Form 8-K
May 02, 2013

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 28, 2013

PACCAR Inc

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-14817
(Commission
File Number)
777 106th Avenue NE, Bellevue, WA 98004

91-0351110
(IRS Employer
Identification No.)

(Address of principal executive offices) (Zip Code)

Edgar Filing: PACCAR INC - Form 8-K

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 28, 2013, the Compensation Committee of the PACCAR Inc Board of Directors approved a Long Term Performance Cash Award (LTIP Cash Award) for the 2010-2012 cycle under the Company's Long Term Incentive Plan for the Named Executive Officers identified in the Company's March 15, 2013 proxy statement. The total compensation for each Named Executive Officer reported in the Summary Compensation Table on page 21 of the Company's 2013 proxy statement has been recalculated to include the LTIP Cash Award as follows:

Named Executive Officer	Non-Equity Incentive Plan Compensation	Total Compensation
	LTIP Cash Award	
M. C. Pigott	\$ 0	\$ 9,279,172
R. E. Armstrong	\$ 171,288	\$ 3,233,760
R. J. Christensen	\$ 216,000	\$ 3,019,602
D. D. Sobie	\$ 282,072	\$ 2,790,331
H. C. Schippers	\$ 29,637	\$ 960,580

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

(a) The annual meeting of stockholders was held on April 29, 2013.

(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 III directors with a term expiring in 2016:

Nominee	Shares Voted For	Shares Withheld	Abstentions	Broker Nonvotes
A. C. Carnwath	298,531,724	1,514,350	4,647,574	0
L. Kaufmann	299,472,313	3,359,876	1,861,459	0
J. M. Pigott	294,965,980	1,509,652	8,218,016	0
G. M. E. Spierkel	296,691,414	3,411,721	4,590,513	0

Item No. 2: Stockholder Proposal Regarding the Annual Election of All Directors.

Item No. 2 did not receive the affirmative vote of a majority of the shares present and entitled to vote at the meeting.

Shares Voted	Shares Voted	Abstentions	Broker Nonvotes
For	Against		
151,835,398	149,944,929	2,913,321	0

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

Item No. 3 did not receive the affirmative vote of a majority of the shares present and entitled to vote at the meeting.

Shares Voted	Shares Voted	Abstentions	Broker Nonvotes
For	Against		

Edgar Filing: PACCAR INC - Form 8-K

143,027,156

158,737,111

2,929,381

0

(c) Not applicable.

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: May 2, 2013

By: /s/ D. C. ANDERSON
D. C. Anderson

Vice President and General Counsel