

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-K

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

For the fiscal year ended December 31, 2017

Commission File No. 001-14817

PACCAR Inc

(Exact name of Registrant as specified in its charter)

Delaware
(State of incorporation)

91-0351110
(I.R.S. Employer Identification No.)

777 - 106th Ave. N.E., Bellevue, WA
(Address of principal executive offices)

98004
(Zip Code)

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

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class
Common Stock, \$1 par value

Name of Each Exchange on Which Registered
The NASDAQ Global Select Market LLC

Securities registered pursuant to Section 12(g) of the Act: NONE

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for at least the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

The aggregate market value of the voting stock held by non-affiliates of the registrant as of June 30, 2017:

Common Stock, \$1 par value - \$22.71 billion

The number of shares outstanding of the registrant's classes of common stock, as of January 31, 2018:

Common Stock, \$1 par value - 351,986,606 shares

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the proxy statement for the annual stockholders meeting to be held on May 1, 2018 are incorporated by reference into Part III.

PACCAR Inc – FORM 10-K

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PART I

ITEM 1. BUSINESS.

(a) General Development of Business

PACCAR Inc (the Company or PACCAR), incorporated under the laws of Delaware in 1971, is the successor to Pacific Car and Foundry Company which was incorporated in Washington in 1924. The Company traces its predecessors to Seattle Car Manufacturing Company formed in 1905.

(b) Financial Information About Industry Segments and Geographic Areas

Information about the Company's industry segments and geographic areas in response to Items 101(b), (c)(1)(i), and (d) of Regulation S-K appears in Item 8, Note R, of this Form 10-K.

(c) Narrative Description of Business

PACCAR is a multinational company operating in three principal industry segments:

- (1) The Truck segment includes the design, manufacture and distribution of high-quality, light-, medium- and heavy-duty commercial trucks. Heavy-duty trucks have a gross vehicle weight (GVW) of over 33,000 lbs (Class 8) in North America and over 16 metric tonnes in Europe. Medium-duty trucks have a GVW ranging from 19,500 to 33,000 lbs (Class 6 to 7) in North America, and in Europe, light- and medium-duty trucks range between 6 to 16 metric tonnes. Trucks are configured with engine in front of cab (conventional) or cab-over-engine (COE).
- (2) The Parts segment includes the distribution of aftermarket parts for trucks and related commercial vehicles.
- (3) The Financial Services segment includes finance and leasing products and services provided to customers and dealers. PACCAR's finance and leasing activities are principally related to PACCAR products and associated equipment.

PACCAR's Other business includes the manufacturing and marketing of industrial winches.

TRUCKS

PACCAR's trucks are marketed under the Kenworth, Peterbilt and DAF nameplates. These trucks, which are built in three plants in the United States, three in Europe and one each in Australia, Brasil, Canada and Mexico, are used worldwide for over-the-road and off-highway hauling of commercial and consumer goods. The Company also manufactures engines, primarily for use in the Company's trucks, at its facilities in Columbus, Mississippi; Eindhoven, the Netherlands; and Ponta Grossa, Brasil. PACCAR competes in the North American Class 8 market, primarily with Kenworth and Peterbilt conventional models. These trucks are assembled at facilities in Chillicothe, Ohio; Denton, Texas; Renton, Washington; Ste. Therese, Canada and Mexicali, Mexico. PACCAR also competes in the North American Class 6 to 7 markets primarily with Kenworth and Peterbilt conventional models. These trucks are assembled at facilities in Ste. Therese, Canada and Mexicali, Mexico. PACCAR competes in the European light/medium market with DAF COE trucks assembled in the United Kingdom (U.K.) by Leyland, one of PACCAR's wholly owned subsidiaries, and participates in the European heavy market with DAF COE trucks assembled in the Netherlands and the U.K. PACCAR competes in the Brazilian heavy truck market with DAF models assembled at Ponta Grossa in the state of Paraná, Brasil. PACCAR competes in the Australian light and heavy truck markets with Kenworth conventional and COE models assembled at its facility at Bayswater in the state of Victoria, Australia, and DAF COE models assembled in the U.K. Commercial truck manufacturing comprises the largest segment of PACCAR's business and accounted for 76% of total 2017 net sales and revenues.

Substantially all trucks are sold to independent dealers. The Kenworth and Peterbilt nameplates are marketed and distributed by separate divisions in the U.S. and a foreign subsidiary in Canada. The Kenworth nameplate is also marketed and distributed by foreign subsidiaries in Mexico and Australia. The DAF nameplate is marketed and distributed worldwide by a foreign subsidiary headquartered in the Netherlands and is also marketed and distributed by foreign subsidiaries in Brasil and Australia. The decision to operate as a subsidiary or as a division is incidental to PACCAR's Truck segment operations and reflects legal, tax and regulatory requirements in the various countries where PACCAR operates.

The Truck segment utilizes centrally managed purchasing, information technology, technical research and testing, treasury and finance functions. Some manufacturing plants in North America produce trucks for more than one nameplate, while other plants produce trucks for only one nameplate, depending on various factors. Best manufacturing practices within the Company are shared on a routine basis reflecting the similarity of the business models employed by each nameplate.

The Company's trucks have a reputation for high quality and are essentially custom products, most of which are ordered by dealers according to customer specifications. Some units are ordered by dealers for stocking to meet the needs of certain customers who require immediate delivery or for customers that require chassis to be fitted with specialized bodies. For a significant portion of the Company's truck operations, major components, such as engines, transmissions and axles, as well as a substantial percentage of other components, are purchased from component manufacturers pursuant to PACCAR and customer specifications. DAF, which is more vertically integrated, manufactures PACCAR engines and axles and a higher percentage of other components for its heavy truck models. The Company also manufactures engines at its Columbus, Mississippi facility. In 2017, the Company installed PACCAR engines in 41% of the Company's Kenworth and Peterbilt heavy-duty trucks in the U.S. and Canada and substantially all of the DAF heavy-duty trucks sold throughout the world. Engines not manufactured by the Company are purchased from Cummins Inc. (Cummins). The Company purchased a significant portion of its transmissions from Eaton Corporation Plc. (Eaton) and ZF Friedrichshafen AG (ZF). The Company also purchased a significant portion of North America stampings used for cabs from Magna International Inc. (Magna). The Company has long-term agreements with Cummins, Eaton, ZF and Magna to provide for continuity of supply. A loss of supply from Cummins, Eaton, ZF or Magna, and the resulting interruption in the production of trucks, would have a material effect on the Company's results. Purchased materials and parts include raw materials, partially processed materials, such as castings, and finished components manufactured by independent suppliers. Raw materials, partially processed materials and finished components make up approximately 90% of the cost of new trucks. The value of major finished truck components manufactured by independent suppliers ranges from approximately 34% in Europe to approximately 87% in North America. In addition to materials, the Company's cost of sales includes labor and factory overhead, vehicle delivery and warranty. Accordingly, except for certain factory overhead costs such as depreciation, property taxes and utilities, the Company's cost of sales are highly correlated to sales.

The Company's DAF subsidiary purchases fully assembled cabs from a competitor, Renault V.I., for its European light-duty product line pursuant to a joint product development and long-term supply contract. Sales of trucks manufactured with these cabs amounted to approximately 3% of consolidated revenues in 2017. A short-term loss of supply, and the resulting interruption in the production of these trucks, would not have a material effect on the Company's results of operations. However, a loss of supply for an extended period of time would require the Company to either contract for an alternative source of supply or to manufacture cabs itself.

Other than these components, the Company is not limited to any single source for any significant component, although the sudden inability of a supplier to deliver components could have a temporary adverse effect on production of certain products. No significant shortages of materials or components were experienced in 2017. Manufacturing inventory levels are based upon production schedules, and orders are placed with suppliers accordingly.

Key factors affecting Truck segment earnings include the number of new trucks sold in the markets served and the margins realized on the sales. The Company's sales of new trucks are dependent on the size of the truck markets served and the Company's share of those markets. Truck segment sales and margins tend to be cyclical based on the level of overall economic activity, the availability of capital and the amount of freight being transported. The Company's costs for trucks consist primarily of material costs, which are influenced by the price of commodities such as steel, copper, aluminum and petroleum. The Company utilizes long-term supply agreements to reduce the variability of the unit cost of purchased materials and finished components. The Company's spending on research and development varies based on product development cycles and government requirements such as changes to diesel engine emissions and vehicle fuel efficiency standards in the various markets served. The Company maintains rigorous control of selling, general and administrative (SG&A) expenses and seeks to minimize such costs.

There are four principal competitors in the U.S. and Canada commercial truck market. The Company's share of the U.S. and Canadian Class 8 market was a record 30.7% of retail sales in 2017, and the Company's medium-duty market share was 17.1%. In Europe, there are six principal competitors in the commercial truck market, including parent companies to two competitors of the Company in the U.S. In 2017, DAF had a 15.3% share of the European heavy-duty market and a 10.5% share of the light/medium market. These markets are highly competitive in price, quality and service. PACCAR is not dependent on any single customer for its sales. There are no significant seasonal variations in sales.

The Peterbilt, Kenworth and DAF nameplates are recognized internationally and play an important role in the marketing of the Company's truck products. The Company engages in a continuous program of trademark and trade name protection in all marketing areas of the world.

The Company's truck products are subject to noise, emission and safety regulations. Competing manufacturers are subject to the same regulations. The Company believes the cost of complying with these regulations will not be detrimental to its business.

The Company had a total production backlog of \$6.4 billion at the end of 2017. Within this backlog, orders scheduled for delivery within three months (90 days) are considered to be firm. The 90-day backlog approximated \$4.0 billion at December 31, 2017, \$2.1 billion at December 31, 2016 and \$2.8 billion at December 31, 2015. Production of the year-end 2017 backlog is expected to be substantially completed during 2018.

PARTS

The Parts segment includes the distribution of aftermarket parts for trucks and related commercial vehicles to over 2,100 Kenworth, Peterbilt and DAF dealers in 101 countries around the world. Aftermarket truck parts are sold and delivered to the Company's independent dealers through the Company's 18 strategically located parts distribution centers (PDCs) in the U.S., Canada, Europe, Australia, Mexico and Central and South America. Parts are primarily purchased from various suppliers and also manufactured by the Company. Aftermarket parts inventory levels are determined largely by anticipated customer demand and the need for timely delivery. The Parts segment accounted for 17% of total 2017 net sales and revenues.

Key factors affecting Parts segment earnings include the aftermarket parts sold in the markets served and the margins realized on the sales. Aftermarket parts sales are influenced by the total number of the Company's trucks in service and the average age and mileage of those trucks. To reflect the benefit the Parts segment receives from costs incurred by the Truck segment, certain factory overhead, research and development, engineering and SG&A expenses are allocated from the Truck segment to the Parts segment. The Company's cost for parts sold consists primarily of material costs, which are influenced by the price of commodities such as steel, copper, aluminum and petroleum. The Company utilizes long-term supply agreements to reduce the variability of the cost of parts sold. The Company maintains rigorous control of SG&A expenses and seeks to minimize such costs.

FINANCIAL SERVICES

PACCAR Financial Services (PFS) operates in 24 countries in North America, Europe, Australia and South America through wholly owned finance companies operating under the PACCAR Financial trade name. PFS also conducts full service leasing operations through operating divisions or wholly owned subsidiaries in North America, Germany and Australia under the PacLease trade name. Selected dealers in North America are franchised to provide full service leasing. PFS provides its franchisees with equipment financing and administrative support. PFS also operates its own full service lease outlets. PFS's retail loan and lease customers consist of small, medium and large commercial trucking companies, independent owner/operators and other businesses and acquire their PACCAR trucks principally from independent PACCAR dealers. PFS accounted for 7% of total net sales and revenues and 56% of total assets in 2017.

The Company's finance receivables are classified as dealer wholesale, dealer retail and customer retail segments. The dealer wholesale segment consists of truck inventory financing to independent PACCAR dealers. The dealer retail segment consists of loans and leases to participating dealers and franchises, which use the proceeds to fund their customers' acquisition of trucks and related equipment. The customer retail segment consists of loans and leases directly to customers for their acquisition of trucks and related equipment. Customer retail receivables are further segregated by fleet and owner/operator classes. The fleet class consists of customers operating more than five trucks. All others are considered owner/operators. Similar methods are employed to assess and monitor credit risk for each class.

Finance receivables are secured by the trucks and related equipment being financed or leased. The terms of loan and lease contracts generally range from three to five years depending on the type and use of equipment. Payment is required on dealer inventory financing when the floored truck is sold to a customer or upon maturity of the flooring loan, whichever comes first. Dealer inventory loans generally mature within one year.

The Company funds its financial services activities primarily from collections on existing finance receivables and borrowings in the capital markets. The primary sources of borrowings in the capital markets are commercial paper and medium-term notes issued in public and private offerings and, to a lesser extent, bank loans. An additional source of funds is loans from other PACCAR companies. PFS attempts to match the maturity and interest rate characteristics of its debt with the maturity and interest rate characteristics of loans and leases.

Key factors affecting the earnings of the Financial Services segment include the volume of new loans and leases, the yield earned on the loans and leases, the costs of funding investments in loans and leases and the ability to collect the amounts owed to PFS. New loan and lease volume is dependent on the volume of new trucks sold by Kenworth, Peterbilt and DAF and the share of those truck sales that are financed by the Financial Services segment. The Company's Financial Services market share is influenced by the extent of competition in the financing market. PFS's primary competitors include commercial banks and independent finance and leasing companies.

The revenue earned on loans and leases depends on market interest and lease rates and the ability of PFS to differentiate itself from the competition by superior industry knowledge and customer service. Dealer inventory loans have variable rates with rates reset monthly based on an index pertaining to the applicable local market. Retail loan and lease contracts normally have fixed rates over the contract term. PFS obtains funds either through fixed rate borrowings or through variable rate borrowings, a portion of which have been effectively converted to fixed rate through the use of interest-rate contracts. This enables PFS to obtain a stable spread between the

cost of borrowing and the yield on fixed rate contracts over the contract term. Included in Financial Services cost of revenues is depreciation on equipment on operating leases. The amount of depreciation on operating leases principally depends on the acquisition cost of leased equipment, the term of the leases, which generally ranges from three to five years, and the residual value of the leases, which generally ranges from 30% to 60%. The margin earned is the difference between the revenues on loan and lease contracts and the direct costs of operation, including interest and depreciation.

PFS incurs credit losses when customers are unable to pay the full amounts due under loan and finance lease contracts. PFS takes a conservative approach to underwriting new retail business in order to minimize credit losses.

The ability of customers to pay their obligations to PFS depends on the state of the general economy, the extent of freight demand, freight rates and the cost of fuel, among other factors. PFS limits its exposure to any one customer, with no one customer or dealer balance representing over 5% of the aggregate portfolio assets. PFS generally requires a down payment and secures its interest in the underlying truck collateral and may require other collateral or guarantees. In the event of default, PFS will repossess the truck and sell it in the open market primarily through its dealer network as well as PFS used truck centers. PFS will also seek to recover any shortfall between the amounts owed and the amounts recovered from sale of the collateral. The amount of credit losses depends on the rate of default on loans and finance leases and, in the event of repossession, the ability to recover the amount owed from sale of the collateral which is affected by used truck prices. PFS's experience over the last fifty years financing truck sales has been that periods of economic weakness result in higher past dues and increased rates of repossession. Used truck prices also tend to fall during periods of economic weakness. As a result, credit losses tend to increase during periods of economic weakness. PFS provides an allowance for credit losses based on specifically identified customer risks and an analysis of estimated losses inherent in the portfolio, considering the amount of past due accounts, the trends of used truck prices and the economic environment in each of its markets.

Financial Services SG&A expenses consist primarily of personnel costs associated with originating and servicing the loan and lease portfolios. These costs vary somewhat depending on overall levels of business activity, but given the ongoing nature of servicing activities, tend to be relatively stable.

OTHER BUSINESSES

Other businesses include the manufacturing of industrial winches in two U.S. plants and marketing them under the Braden, Carco and Gearmatic nameplates. The markets for these products are highly competitive, and the Company competes with a number of well established firms. Sales of industrial winches were less than 1% of total net sales and revenues in 2017, 2016 and 2015.

The Braden, Carco and Gearmatic trademarks and trade names are recognized internationally and play an important role in the marketing of those products.

PATENTS

The Company owns numerous patents which relate to all product lines. Although these patents are considered important to the overall conduct of the Company's business, no patent or group of patents is considered essential to a material part of the Company's business.

REGULATION

As a manufacturer of highway trucks, the Company is subject to the National Traffic and Motor Vehicle Safety Act and Federal Motor Vehicle Safety Standards promulgated by the National Highway Traffic Safety Administration as well as environmental laws and regulations in the United States, and is subject to similar regulations in all countries where it has operations and where its trucks are distributed. In addition, the Company is subject to certain other licensing requirements to do business in the United States and Europe. The Company believes it is in compliance with laws and regulations applicable to safety standards, the environment and other licensing requirements in all countries where it has operations and where its trucks are distributed.

Information regarding the effects that compliance with international, federal, state and local provisions regulating the environment have on the Company's capital and operating expenditures and the Company's involvement in environmental cleanup activities is included in Management's Discussion and Analysis of Financial Condition and Results of Operations and the Company's Consolidated Financial Statements in Items 7 and 8, respectively.

EMPLOYEES

On December 31, 2017, the Company had approximately 25,000 employees.

OTHER DISCLOSURES

The Company's filings on Forms 10-K, 10-Q and 8-K and any amendments to those reports can be found on the Company's website www.paccar.com free of charge as soon as practicable after the report is electronically filed with, or furnished to, the Securities and Exchange Commission (SEC). The information on the Company's website is not incorporated by reference into this report. In addition, the Company's reports filed with the SEC can be found at www.sec.gov.

ITEM 1A. RISK FACTORS.

The following are significant risks which could have a material negative impact on the Company's financial condition or results of operations.

Business and Industry Risks

Commercial Truck Market Demand is Variable. The Company's business is highly sensitive to global and national economic conditions as well as economic conditions in the industries and markets it serves. Negative economic conditions and outlook can materially weaken demand for the Company's equipment and services. The yearly demand for commercial vehicles may increase or decrease more than overall gross domestic product in markets the Company serves, which are principally North America and Europe. Demand for commercial vehicles may also be affected by the introduction of new vehicles and technologies by the Company or its competitors.

Competition and Prices. The Company operates in a highly competitive environment, which could adversely affect the Company's sales and pricing. Financial results depend largely on the ability to develop, manufacture and market competitive products that profitably meet customer demand.

Production Costs and Supplier Capacity. The Company's products are exposed to variability in material and commodity costs. Commodity or component price increases and significant shortages of component products may adversely impact the Company's financial results or use of its production capacity. Many of the Company's suppliers also supply automotive manufacturers, and factors that adversely affect the automotive industry can also have adverse effects on these suppliers and the Company. Supplier delivery performance can be adversely affected if increased demand for these suppliers' products exceeds their production capacity. Unexpected events, including natural disasters, may increase the Company's cost of doing business or disrupt the Company's or its suppliers' operations.

Liquidity Risks, Credit Ratings and Costs of Funds. Disruptions or volatility in global financial markets could limit the Company's sources of liquidity, or the liquidity of customers, dealers and suppliers. A lowering of the Company's credit ratings could increase the cost of borrowing and adversely affect access to capital markets. The Company's Financial Services segment obtains funds for its operations from commercial paper, medium-term notes and bank debt. If the markets for commercial paper, medium-term notes and bank debt do not provide the necessary liquidity in the future, the Financial Services segment may experience increased costs or may have to limit its financing of retail and wholesale assets. This could result in a reduction of the number of vehicles the Company is able to produce and sell to customers.

The Financial Services Industry is Highly Competitive. The Company's Financial Services segment competes with banks, other commercial finance companies and financial services firms which may have lower costs of borrowing, higher leverage or market share goals that result in a willingness to offer lower interest rates, which may lead to decreased margins, lower market share or both. A decline in the Company's truck unit sales and a decrease in truck residual values due to lower used truck pricing are also factors which may affect the Company's Financial Services segment.

The Financial Services Segment is Subject to Credit Risk. The Financial Services segment is exposed to the risk of loss arising from the failure of a customer, dealer or counterparty to meet the terms of the loans, leases and derivative contracts with the Company. Although the financial assets of the Financial Services segment are secured by underlying equipment collateral, in the event a customer cannot meet its obligations to the Company, there is a risk that the value of the underlying collateral will not be sufficient to recover the amounts owed to the Company, resulting in credit losses.

Interest-Rate Risks. The Financial Services segment is subject to interest-rate risks, because increases in interest rates can reduce demand for its products, increase borrowing costs and potentially reduce interest margins. PFS uses derivative contracts to match the interest rate characteristics of its debt to the interest rate characteristics of its finance receivables in order to mitigate the risk of changing interest rates.

Information Technology. The Company relies on information technology systems, including the internet and other computer systems, which may be subject to disruptions during the process of upgrading or replacing software, databases or components; power outages; hardware failures; computer viruses; or outside parties attempting to disrupt the Company's business or gain unauthorized access to the Company's electronic data. The Company maintains protections to guard against such events. If the Company's computer systems were to be damaged, disrupted or breached, it could result in a negative impact on the Company's operating results and could also cause reputational damage, business disruption or the disclosure of confidential data.

Political, Regulatory and Economic Risks

Multinational Operations. The Company's global operations are exposed to political, economic and other risks and events beyond its control in the countries in which the Company operates. The Company may be adversely affected by political instabilities, fuel shortages or interruptions in utility or transportation systems, natural calamities, wars, terrorism and labor strikes. Changes in government monetary or fiscal policies and international trade policies may impact demand for the Company's products, financial results and competitive position. PACCAR's global operations are subject to extensive trade, competition and anti-corruption laws and regulations that could impose significant compliance costs.

Environmental Regulations. The Company's operations are subject to environmental laws and regulations that impose significant compliance costs. The Company could experience higher research and development and manufacturing costs due to changes in government requirements for its products, including changes in emissions, fuel, greenhouse gas or other regulations.

Litigation, Product Liability and Regulatory. The Company's products are subject to recall for environmental, performance and safety-related issues. Product recalls, lawsuits, regulatory actions or increases in the reserves the Company establishes for contingencies may increase the Company's costs and lower profits. Due to the international nature of the Company's business, some products are also subject to international trade regulations, including customs and import / export related laws and regulations, government embargoes and sanctions prohibiting sales to specific persons or countries, as well as anticorruption laws. The Company's reputation and its brand names are valuable assets, and claims or regulatory actions, even if unsuccessful or without merit, could adversely affect the Company's reputation and brand images because of adverse publicity.

Currency Exchange and Translation. The Company's consolidated financial results are reported in U.S. dollars, while significant operations are denominated in the currencies of other countries. Currency exchange rate fluctuations can affect the Company's assets, liabilities and results of operations through both translation and transaction risk, as reported in the Company's financial statements. The Company uses certain derivative financial instruments and localized production of its products to reduce, but not eliminate, the effects of foreign currency exchange rate fluctuations.

Accounting Estimates. In the preparation of the Company's financial statements in accordance with U.S. generally accepted accounting principles, management uses estimates and makes judgments and assumptions that affect asset and liability values and the amounts reported as income and expense during the periods presented. Certain of these estimates, judgments and assumptions, such as residual values on operating leases, the allowance for credit losses, warranty and the provision for income taxes, are particularly sensitive. If actual results are different from estimates used by management, they may have a material impact on the financial statements. For additional disclosures regarding accounting estimates, see "Critical Accounting Policies" under Item 7 of this Form 10-K.

Taxes. Changes in statutory income tax rates in the countries in which the Company operates impact the Company's effective tax rate. Changes to other taxes or the adoption of other new tax legislation could affect the Company's provision for income taxes and related tax assets and liabilities.

ITEM 1B. UNRESOLVED STAFF COMMENTS.

None.

ITEM 2. PROPERTIES.

The Company and its subsidiaries own and operate manufacturing plants in five U.S. states, three countries in Europe, and in Australia, Brasil, Canada and Mexico. The Company also has 18 parts distribution centers, many sales and service offices, and finance and administrative offices which are operated in owned or leased premises in these and other locations. Facilities for product testing and research and development are located in Washington state and the Netherlands. The Company's corporate headquarters is located in owned premises in Bellevue, Washington. The Company considers all of the properties used by its businesses to be suitable for their intended purposes.

The Company invests in facilities, equipment and processes to provide manufacturing and warehouse capacity to meet its customers' needs and improve operating performance.

The following summarizes the number of the Company's manufacturing plants and parts distribution centers by geographical location within indicated industry segments:

	U.S	Canada	Australia	Mexico	Europe	Central and So. America
Truck	4	1	1	1	3	1
Parts	6	2	2	1	5	2
Other	2	—	—	—	—	—

ITEM 3. LEGAL PROCEEDINGS.

On July 19, 2016, the European Commission (EC) concluded its investigation of all major European truck manufacturers and reached a settlement with DAF. Following the settlement, claims and lawsuits have been filed against the Company, DAF and certain DAF subsidiaries and other truck manufacturers. Others may bring EC related claims and lawsuits against the Company or its subsidiaries. While the Company believes it has meritorious defenses, such claims and lawsuits will likely take a significant period of time to resolve. An adverse outcome of such proceedings could have a material impact on the Company's results of operations.

The Company and its subsidiaries are parties to various other lawsuits incidental to the ordinary course of business. Management believes that the disposition of such lawsuits will not materially affect the Company's business or financial condition.

ITEM 4. MINE SAFETY DISCLOSURES.

Not applicable.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES.

- (a) Market Information, Holders, Dividends, Securities Authorized for Issuance Under Equity Compensation Plans and Performance Graph.

Market Information, Holders and Dividends.

Common stock of the Company is traded on the NASDAQ Global Select Market under the symbol PCAR. The table below reflects the range of trading prices as reported by The NASDAQ Stock Market LLC and cash dividends declared. There were 1,587 record holders of the common stock at December 31, 2017.

QUARTER	2017			2016		
	DIVIDENDS DECLARED	STOCK PRICE		DIVIDENDS DECLARED	STOCK PRICE	
		HIGH	LOW		HIGH	LOW
First	\$.24	\$ 70.12	\$ 64.61	\$.24	\$ 55.60	\$ 43.46
Second	.25	69.17	61.93	.24	60.86	48.17
Third	.25	73.29	62.72	.24	60.75	49.35
Fourth	.25	75.68	66.33	.24	68.50	53.38
Year-End Extra	1.20			.60		

The Company expects to continue paying regular cash dividends, although there is no assurance as to future dividends because they are dependent upon future earnings, capital requirements and financial conditions.

Securities Authorized for Issuance Under Equity Compensation Plans.

The following table provides information as of December 31, 2017 regarding compensation plans under which PACCAR equity securities are authorized for issuance.

	Number of Securities Granted and to be Issued on Exercise of Outstanding Options and Other Rights	Weighted-average Exercise Price of Outstanding Options	Securities Available for Future Grant
Stock compensation plans approved by stockholders	4,645,617	\$ 51.57	14,019,387

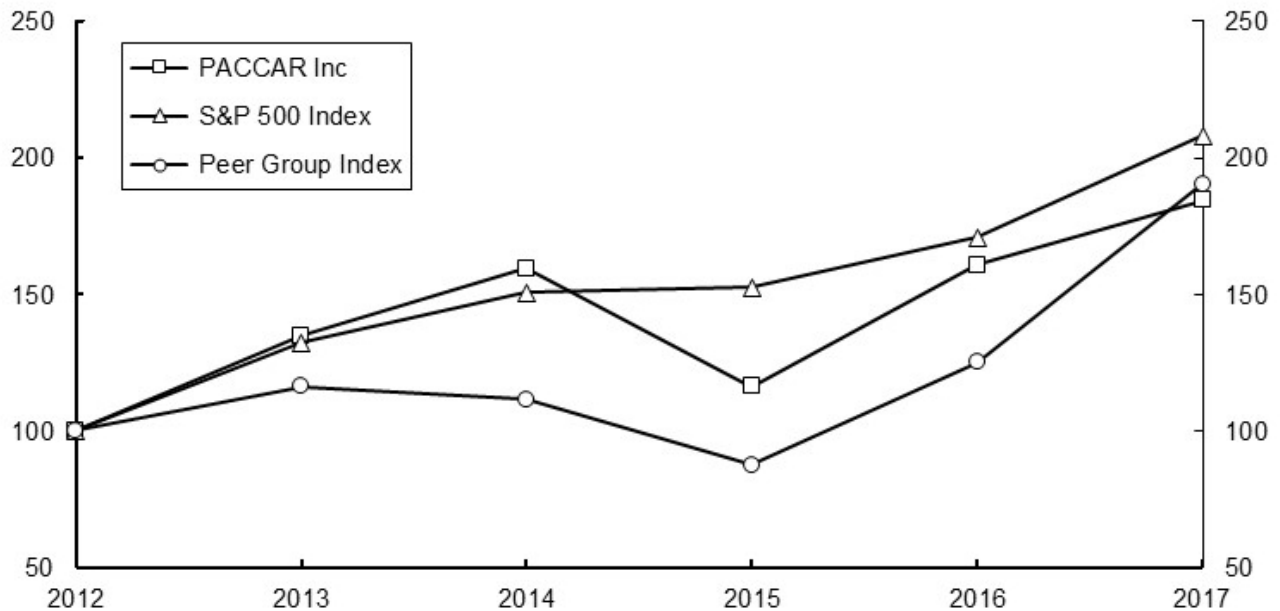
All stock compensation plans have been approved by the stockholders.

The number of securities to be issued includes those issuable under the PACCAR Inc Long Term Incentive Plan (LTI Plan) and the Restricted Stock and Deferred Compensation Plan for Non-Employee Directors (RSDC Plan). Securities to be issued include 377,676 shares that represent deferred cash awards payable in stock. The weighted-average exercise price does not include the securities that represent deferred cash awards.

Securities available for future grant are authorized under the following two plans: (i) 13,207,080 shares under the LTI Plan, and (ii) 812,307 shares under the RSDC Plan.

Stockholder Return Performance Graph.

The following line graph compares the yearly percentage change in the cumulative total stockholder return on the Company's common stock, to the cumulative total return of the Standard & Poor's Composite 500 Stock Index and the return of the industry peer groups of companies identified in the graph (the "Peer Group Index") for the last five fiscal years ended December 31, 2017. Standard & Poor's has calculated a return for each company in the Peer Group Index weighted according to its respective capitalization at the beginning of each period with dividends reinvested on a monthly basis. Management believes that the identified companies and methodology used in the graph for the Peer Group Index provide a better comparison than other indices available. The Peer Group Index consists of AGCO Corporation, Caterpillar Inc., Cummins Inc., Dana Incorporated, Deere & Company, Eaton Corporation, Meritor Inc., Navistar International Corporation, Oshkosh Corporation, AB Volvo and CNH Industrial N.V. CNH Industrial N.V. is included from September 30, 2013, when it began trading on the New York Stock Exchange. The comparison assumes that \$100 was invested December 31, 2012, in the Company's common stock and in the stated indices and assumes reinvestment of dividends.



	2012	2013	2014	2015	2016	2017
PACCAR Inc	100	134.90	159.43	116.19	160.79	184.60
S&P 500 Index	100	132.39	150.51	152.59	170.84	208.14
Peer Group Index	100	116.35	111.61	87.57	124.93	190.50

(b) Use of Proceeds from Registered Securities.

Not applicable.

(c) Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

On September 23, 2015, the Company's Board of Directors approved a plan to repurchase up to \$300 million of the Company's outstanding common stock. As of December 31, 2017, the Company repurchased 4.1 million shares for \$206.7 million under this plan. There were no repurchases under this plan for the year ended December 31, 2017.

ITEM 6. SELECTED FINANCIAL DATA.

	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>
	<i>(millions except per share data)</i>				
Truck, Parts and Other Net Sales and Revenues	\$ 18,187.5	\$ 15,846.6	\$ 17,942.8	\$ 17,792.8	\$ 15,948.9
Financial Services Revenues	1,268.9	1,186.7	1,172.3	1,204.2	1,174.9
Total Revenues	\$ 19,456.4	\$ 17,033.3	\$ 19,115.1	\$ 18,997.0	\$ 17,123.8
Net Income	\$ 1,675.2	\$ 521.7	\$ 1,604.0	\$ 1,358.8	\$ 1,171.3
Adjusted Net Income *	\$ 1,501.8	\$ 1,354.7			
Net Income Per Share:					
Basic	4.76	1.49	4.52	3.83	3.31
Diluted	4.75	1.48	4.51	3.82	3.30
Adjusted Diluted *	4.26	3.85			
Cash Dividends Declared Per Share	2.19	1.56	2.32	1.86	1.70
Total Assets:					
Truck, Parts and Other	10,237.9	8,444.1	8,855.2	8,701.5	9,095.4
Financial Services	13,202.3	12,194.8	12,254.6	11,917.3	11,630.1
Truck, Parts and Other Long-Term Debt					150.0
Financial Services Debt	8,879.4	8,475.2	8,591.5	8,230.6	8,274.2
Stockholders' Equity	8,050.5	6,777.6	6,940.4	6,753.2	6,634.3

* See Reconciliation of GAAP to Non-GAAP Financial Measures for 2017 and 2016 on page 33, and see Note M on pages 63-65 and Note K on pages 58-59.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

OVERVIEW:

PACCAR is a global technology company whose Truck segment includes the design and manufacture of high-quality light-, medium- and heavy-duty commercial trucks. In North America, trucks are sold under the Kenworth and Peterbilt nameplates, in Europe, under the DAF nameplate and in Australia and South America, under the Kenworth and DAF nameplates. The Parts segment includes the distribution of aftermarket parts for trucks and related commercial vehicles. The Company's Financial Services segment derives its earnings primarily from financing or leasing PACCAR products in North America, Europe and Australia. The Company's Other business includes the manufacturing and marketing of industrial winches.

2017 Financial Highlights

- Worldwide net sales and revenues were a record \$19.46 billion in 2017 compared to \$17.03 billion in 2016.
- Truck sales were \$14.77 billion in 2017 compared to \$12.77 billion in 2016, reflecting higher truck deliveries in the U.S. and Canada, Europe and Australia.
- Parts sales were a record \$3.33 billion in 2017 compared to \$3.01 billion in 2016 reflecting higher demand in all markets.
- Financial Services revenues were \$1.27 billion in 2017 compared to \$1.19 billion in 2016. The increase was primarily revenues from higher average operating lease assets.
- In 2017, PACCAR earned net income for the 79th consecutive year. Net income of \$1.68 billion (\$4.75 per diluted share) includes a one-time net tax benefit of \$173.4 million from the Tax Cuts and Jobs Act ("the Tax Act"). Excluding this one-time net benefit, the Company earned adjusted net income (non-GAAP) of \$1.50 billion (\$4.26 per diluted share) in 2017. The operating results in 2017 reflect higher truck deliveries and record worldwide Parts segment sales and profit, partially offset by lower Financial Services segment results. Net income in 2016 was \$521.7 million (\$1.48 per diluted share). Excluding the \$833.0 million non-recurring EC charge, the Company earned adjusted net income (non-GAAP) of \$1.35 billion (\$3.85 per diluted share) in 2016. See Reconciliation of GAAP to Non-GAAP Financial Measures on page 33.
- Capital investments were \$433.1 million in 2017 compared to \$402.7 million in 2016, reflecting additional investments in the Company's manufacturing facilities, new product development and enhanced aftermarket support.
- After-tax return on beginning equity (ROE) was 24.7% in 2017, which includes the one-time net tax benefit of \$173.4 million from the Tax Act. Excluding the one-time net benefit, adjusted ROE (non-GAAP) was 22.2% in 2017. This compares to an ROE of 7.5% in 2016. Excluding the EC charge, adjusted ROE (non-GAAP) was 19.5% in 2016. See Reconciliation of GAAP to Non-GAAP Financial Measures on page 33.
- Research and development (R&D) expenses were \$264.7 million in 2017 compared to \$247.2 million in 2016.

The Company opened the PACCAR Innovation Center in Sunnyvale, California in the third quarter of 2017. The advanced technology research and development center coordinates next-generation product development and identifies emerging technologies to enhance future vehicle performance. Technology areas of focus include advanced driver assistance systems, artificial intelligence, vehicle connectivity and powertrain electrification.

In the third quarter of 2017, the Company launched a new proprietary 12-speed automated transmission in North America, the lightest transmission for Class 8 on-highway vehicles. The PACCAR automated transmission is designed to complement the superior performance of PACCAR MX engines and PACCAR axles. The transmission reduces vehicle weight by up to 105 pounds, enhances low-speed maneuverability through excellent gear ratio coverage, and contributes to increased customer uptime with its industry-leading 750,000 mile oil change interval.

The Company is constructing a new 160,000 square-foot Parts distribution center in Toronto, Canada. The \$35 million facility is expected to open in mid-2018. PACCAR Parts opened new distribution centers in Brisbane, Australia and Panama City, Panama during the fourth quarter of 2017.

The Company's Dynacraft division is constructing a new 130,000 square-foot manufacturing facility in McKinney, Texas to manufacture components and subassemblies such as battery cables, door assemblies and air conditioning assemblies for Kenworth and Peterbilt trucks. The facility will support Peterbilt's operations in Denton, Texas and manufacture PACCAR's new 20,000-pound front axle for Peterbilt and Kenworth Class 8 trucks.

The Company's Kenworth division will collaborate with the PACCAR Technical Center and the Company's DAF division to launch its U.S. Department of Energy (DOE) SuperTruck II program. The five-year project will utilize the Kenworth T680 with a 76-inch sleeper and the fuel-efficient PACCAR MX-13 engine with the goal to double Class 8 vehicle freight efficiency and achieve greenhouse gas emissions requirements effective in 2021, 2024 and 2027.

Beginning in the first quarter of 2018, the Company's DAF division will participate in a two-year truck platooning trial organized by the United Kingdom Department for Transport. The trial is organized to demonstrate that wirelessly-linked truck combinations, or platoons, can deliver improved efficiency to the transportation industry by lowering fuel consumption, reducing CO2 emissions, improving traffic flow and contributing to increased road safety.

Truck Outlook

Truck industry retail sales in the U.S. and Canada in 2018 are expected to be 235,000 to 265,000 units compared to 218,400 in 2017. In Europe, the 2018 truck industry registrations for over 16-tonne vehicles are expected to be 290,000 to 320,000 units compared to 306,100 in 2017. In South America, heavy-duty truck industry sales were 68,700 units in 2017 and in 2018 are estimated to be in a range of 65,000 to 75,000 units.

Parts Outlook

In 2018, PACCAR Parts sales are expected to grow 5-8% compared to 2017 sales.

Financial Services Outlook

Based on the truck market outlook, average earning assets in 2018 are expected to increase 2-4% compared to 2017. Current good levels of freight tonnage, freight rates and fleet utilization are contributing to customers' profitability and cash flow. If current freight transportation conditions decline due to weaker economic conditions, then past due accounts, truck repossessions and credit losses would likely increase from the current low levels and new business volume would likely decline.

Capital Spending and R&D Outlook

Capital investments in 2018 are expected to be \$425 to \$475 million, and R&D is expected to be \$280 to \$310 million. The Company is investing in new truck models, integrated powertrain, enhanced aerodynamic truck designs, advanced driver assistance and truck connectivity technologies, and expanded manufacturing and parts distribution facilities.

See the Forward-Looking Statements section of Management's Discussion and Analysis for factors that may affect these outlooks.

RESULTS OF OPERATIONS:

(\$ in millions, except per share amounts)

<i>Year Ended December 31,</i>	2017	2016	2015
Net sales and revenues:			
Truck	\$ 14,774.8	\$ 12,767.3	\$ 14,782.5
Parts	3,327.0	3,005.7	3,060.1
Other	85.7	73.6	100.2
Truck, Parts and Other	18,187.5	15,846.6	17,942.8
Financial Services	1,268.9	1,186.7	1,172.3
	<u>\$ 19,456.4</u>	<u>\$ 17,033.3</u>	<u>\$ 19,115.1</u>
Income (loss) before income taxes:			
Truck	\$ 1,296.9	\$ 1,125.8	\$ 1,440.3
Parts	614.2	543.8	555.6
Other*	(37.1)	(873.3)	(43.2)
Truck, Parts and Other	1,874.0	796.3	1,952.7
Financial Services	264.0	306.5	362.6
Investment income	35.3	27.6	21.8
Income taxes**	(498.1)	(608.7)	(733.1)
Net Income	\$ 1,675.2	\$ 521.7	\$ 1,604.0
Diluted earnings per share	\$ 4.75	\$ 1.48	\$ 4.51
After-tax return on revenues	8.6%	3.1%	8.4%
Adjusted after-tax return on revenues (non-GAAP)***	7.7%	8.0%	

* In 2016, Other includes the EC charge of \$833.0 million.

** In 2017, Income Taxes include a one-time benefit of \$173.4 million from the Tax Act.

*** See Reconciliation of GAAP to non-GAAP Financial Measures on page 33.

The following provides an analysis of the results of operations for the Company's three reportable segments - Truck, Parts and Financial Services. Where possible, the Company has quantified the impact of factors identified in the following discussion and analysis. In cases where it is not possible to quantify the impact of factors, the Company lists them in estimated order of importance. Factors for which the Company is unable to specifically quantify the impact include market demand, fuel prices, freight tonnage and economic conditions affecting the Company's results of operations.

2017 Compared to 2016:

Truck

The Company's Truck segment accounted for 76% of revenue in 2017 compared to 75% in 2016.

The Company's new truck deliveries are summarized below:

<i>Year Ended December 31,</i>	2017	2016	% CHANGE
U.S. and Canada	84,200	71,500	18
Europe	57,100	53,000	8
Mexico, South America, Australia and other	17,600	16,400	7
Total units	<u>158,900</u>	<u>140,900</u>	<u>13</u>

In 2017, industry retail sales in the heavy-duty market in the U.S. and Canada increased to 218,400 units from 215,700 units in 2016. The Company's heavy-duty truck retail market share increased to 30.7% in 2017 from 28.5% in 2016. The medium-duty market was 81,300 units in 2017 compared to 85,600 units in 2016. The Company's medium-duty market share was 17.1% in 2017 compared to 16.2% in 2016.

The over 16-tonne truck market in Europe in 2017 increased to 306,100 units from 302,500 units in 2016, and DAF's market share decreased to 15.3% in 2017 from 15.5% in 2016. The 6 to 16-tonne market in 2017 decreased to 52,600 units from 52,900 units in 2016. DAF market share in the 6 to 16-tonne market in 2017 increased to 10.5% from 10.1% in 2016.

The Company's worldwide truck net sales and revenues are summarized below:

(\$ in millions) <i>Year Ended December 31,</i>	2017	2016	% CHANGE
Truck net sales and revenues:			
U.S. and Canada	\$ 8,775.2	\$ 7,363.5	19
Europe	4,254.9	3,863.0	10
Mexico, South America, Australia and other	1,744.7	1,540.8	13
	<u>\$ 14,774.8</u>	<u>\$ 12,767.3</u>	<u>16</u>
Truck income before income taxes	<u>\$ 1,296.9</u>	<u>\$ 1,125.8</u>	<u>15</u>
Pre-tax return on revenues	<u>8.8%</u>	<u>8.8%</u>	

The Company's worldwide truck net sales and revenues increased to \$14.77 billion in 2017 from \$12.77 billion in 2016, primarily reflecting higher truck deliveries in the U.S. and Canada, Europe and Australia. Truck segment income before income taxes in 2017 reflects higher truck deliveries, while pre-tax return on revenues were unchanged at the higher volumes due to a lower gross margin percentage.

The major factors for the changes in net sales and revenues, cost of sales and revenues and gross margin between 2017 and 2016 for the Truck segment are as follows:

(\$ in millions)	NET SALES AND REVENUES	COST OF SALES AND REVENUES	GROSS MARGIN
2016	<u>\$ 12,767.3</u>	<u>\$ 11,256.8</u>	<u>\$ 1,510.5</u>
Increase (decrease)			
Truck delivery volume	1,841.9	1,559.7	282.2
Average truck sales prices	121.6		121.6
Average per truck material, labor and other direct costs		100.5	(100.5)
Factory overhead and other indirect costs		81.6	(81.6)
Operating leases	(28.1)	(25.2)	(2.9)
Currency translation	72.1	104.1	(32.0)
Total increase	<u>2,007.5</u>	<u>1,820.7</u>	<u>186.8</u>
2017	<u>\$ 14,774.8</u>	<u>\$ 13,077.5</u>	<u>\$ 1,697.3</u>

- Truck delivery volume, which resulted in higher sales and cost of sales, primarily reflects higher truck deliveries in the U.S. and Canada (\$1,309.0 million sales and \$1,104.3 million cost of sales) and Europe (\$370.4 million sales and \$312.2 million cost of sales).
- Average truck sales prices increased sales by \$121.6 million, primarily due to higher price realization in Europe (\$66.7 million) and the U.S. and Canada (\$66.2 million), partially offset by lower price realization in Mexico (\$12.5 million).
- Average cost per truck increased cost of sales by \$100.5 million, reflecting higher material costs.
- Factory overhead and other indirect costs increased \$81.6 million, primarily due to higher salaries and related expenses (\$38.9 million), higher maintenance costs (\$27.8 million) as well as higher depreciation expense (\$12.7 million).
- Operating lease revenues decreased by \$28.1 million and cost of sales decreased by \$25.2 million, reflecting higher revenues deferred and lower revenues recognized.
- The currency translation effect on sales primarily reflects an increase in the value of the euro relative to the U.S. dollar, partially offset by a weaker British pound. The currency effect on cost of sales primarily reflects the stronger euro relative to the U.S. dollar.
- Truck gross margins decreased to 11.5% in 2017 from 11.8% in 2016 primarily due to the factors noted above.

Truck selling, general and administrative expenses (SG&A) for 2017 increased to \$206.5 million from \$202.5 million in 2016. The increase was primarily due to higher professional fees and salaries and related expenses, partially offset by lower sales and marketing expenses. As a percentage of sales, Truck SG&A decreased to 1.4% in 2017 from 1.6% in 2016 due to higher net sales.

Parts

The Company's Parts segment accounted for 17% of revenues in 2017 compared to 18% in 2016.

(\$ in millions) Year Ended December 31,	2017	2016	% CHANGE
Parts net sales and revenues:			
U.S. and Canada	\$ 2,175.0	\$ 1,932.7	13
Europe	801.0	761.8	5
Mexico, South America, Australia and other	351.0	311.2	13
	<u>\$ 3,327.0</u>	<u>\$ 3,005.7</u>	<u>11</u>
Parts income before income taxes	<u>\$ 614.2</u>	<u>\$ 543.8</u>	<u>13</u>
Pre-tax return on revenues	<u>18.5%</u>	<u>18.1%</u>	

The Company's worldwide parts net sales and revenues increased to a record \$3.33 billion in 2017 from \$3.01 billion in 2016, due to higher aftermarket demand and successful marketing programs in all markets. The increase in Parts segment income before income taxes and pre-tax return on revenues in 2017 was primarily due to higher sales volume.

The major factors for the changes in net sales, cost of sales and gross margin between 2017 and 2016 for the Parts segment are as follows:

(\$ in millions)	NET SALES	COST OF SALES	GROSS MARGIN
2016	<u>\$ 3,005.7</u>	<u>\$ 2,195.7</u>	<u>\$ 810.0</u>
Increase (decrease)			
Aftermarket parts volume	270.0	183.6	86.4
Average aftermarket parts sales prices	45.9		45.9
Average aftermarket parts direct costs		37.5	(37.5)
Warehouse and other indirect costs		17.1	(17.1)
Currency translation	5.4	10.3	(4.9)
Total increase	<u>321.3</u>	<u>248.5</u>	<u>72.8</u>
2017	<u>\$ 3,327.0</u>	<u>\$ 2,444.2</u>	<u>\$ 882.8</u>

- Aftermarket parts sales volume increased by \$270.0 million and related cost of sales increased by \$183.6 million due to higher demand in all markets.
- Average aftermarket parts sales prices increased sales by \$45.9 million, reflecting higher price realization in the U.S. and Canada and Europe.
- Average aftermarket parts direct costs increased \$37.5 million due to higher material costs.
- Warehouse and other indirect costs increased \$17.1 million, primarily due to higher salaries and related expenses to support the higher sales volume.
- The currency translation effect on sales primarily reflects an increase in the value of the euro relative to the U.S. dollar, partially offset by a weaker British pound. The currency effect on cost of sales primarily reflects the stronger euro relative to the U.S. dollar.
- Parts gross margins in 2017 decreased to 26.5% from 26.9% in 2016 due to the factors noted above.

Parts SG&A expense for 2017 was \$195.0 million compared to \$191.7 million in 2016 primarily due to higher salaries and related expenses. As a percentage of sales, Parts SG&A was 5.9% in 2017, down from 6.4% in 2016, due to higher net sales.

Financial Services

The Company's Financial Services segment accounted for 7% of revenues in 2017 and 2016.

(\$ in millions)

Year Ended December 31,

	2017	2016	% CHANGE
New loan and lease volume:			
U.S. and Canada	\$ 2,450.7	\$ 2,474.9	(1)
Europe	1,107.7	1,104.8	
Mexico, Australia and other	769.7	643.7	20
	<u>\$ 4,328.1</u>	<u>\$ 4,223.4</u>	<u>2</u>
New loan and lease volume by product:			
Loans and finance leases	\$ 3,330.2	\$ 3,016.4	10
Equipment on operating lease	997.9	1,207.0	(17)
	<u>\$ 4,328.1</u>	<u>\$ 4,223.4</u>	<u>2</u>
New loan and lease unit volume:			
Loans and finance leases	33,500	31,000	8
Equipment on operating lease	9,700	12,000	(19)
	<u>43,200</u>	<u>43,000</u>	
Average earning assets:			
U.S. and Canada	\$ 7,351.9	\$ 7,454.0	(1)
Europe	2,937.7	2,673.2	10
Mexico, Australia and other	1,613.0	1,465.5	10
	<u>\$ 11,902.6</u>	<u>\$ 11,592.7</u>	<u>3</u>
Average earning assets by product:			
Loans and finance leases	\$ 7,407.5	\$ 7,287.2	2
Dealer wholesale financing	1,601.2	1,643.4	(3)
Equipment on lease and other	2,893.9	2,662.1	9
	<u>\$ 11,902.6</u>	<u>\$ 11,592.7</u>	<u>3</u>
Revenues:			
U.S. and Canada	\$ 734.0	\$ 690.3	6
Europe	306.8	287.1	7
Mexico, Australia and other	228.1	209.3	9
	<u>\$ 1,268.9</u>	<u>\$ 1,186.7</u>	<u>7</u>
Revenues by product:			
Loans and finance leases	\$ 375.2	\$ 369.9	1
Dealer wholesale financing	55.9	56.3	(1)
Equipment on lease and other	837.8	760.5	10
	<u>\$ 1,268.9</u>	<u>\$ 1,186.7</u>	<u>7</u>
Income before income taxes	<u>\$ 264.0</u>	<u>\$ 306.5</u>	<u>(14)</u>

New loan and lease volume was \$4.33 billion in 2017 compared to \$4.22 billion in 2016, primarily due to higher truck deliveries in 2017. PFS finance market share on new PACCAR truck sales was 24.9% in 2017 compared to 26.7% in 2016.

PFS revenues increased to \$1.27 billion in 2017 from \$1.19 billion in 2016. The increase was primarily due to higher average operating lease earning assets, and higher used truck sales, partially offset by unfavorable effects of currency translation, which decreased PFS revenues by \$.6 million in 2017.

PFS income before income taxes decreased to \$264.0 million in 2017 from \$306.5 million in 2016, primarily due to lower results on returned lease assets, higher borrowing rates, a higher provision for losses on receivables, and the effects of translating weaker foreign currencies to the U.S. dollar, partially offset by higher average earning asset balances. The currency exchange impact decreased PFS income before income taxes by \$1.2 million in 2017.

Included in Financial Services “Other Assets” on the Company’s Consolidated Balance Sheets are used trucks held for sale, net of impairments, of \$221.7 million at December 31, 2017 and \$267.2 million at December 31, 2016. These trucks are primarily units returned from matured operating leases in the ordinary course of business, and also includes trucks acquired from repossessions or through acquisitions of used trucks in trades related to new truck sales.

The Company recognized losses on used trucks, excluding repossessions, of \$45.1 million in 2017 compared to \$16.4 million in 2016, including losses on multiple unit transactions of \$29.2 million in 2017 compared to \$6.8 million in 2016. Used truck losses related to repossessions, which are recognized as credit losses, were \$5.1 million and \$3.4 million in 2017 and 2016, respectively.

The major factors for the changes in interest and fees, interest and other borrowing expenses and finance margin between 2017 and 2016 are outlined below:

(\$ in millions)	INTEREST AND FEES	INTEREST AND OTHER BORROWING EXPENSES	FINANCE MARGIN
2016	\$ 426.2	\$ 127.2	\$ 299.0
Increase (decrease)			
Average finance receivables	2.3		2.3
Average debt balances		2.4	(2.4)
Yields	5.3		5.3
Borrowing rates		21.0	(21.0)
Currency translation	(2.7)	(1.0)	(1.7)
Total increase (decrease)	4.9	22.4	(17.5)
2017	\$ 431.1	\$ 149.6	\$ 281.5

- Average finance receivables increased \$89.1 million (excluding foreign exchange effects) in 2017 as a result of retail portfolio new business volume exceeding collections.
- Average debt balances increased \$130.6 million (excluding foreign exchange effects) in 2017. The higher average debt balances reflect funding for a higher average earning assets portfolio, which includes loans, finance leases, wholesale and equipment on operating lease.
- Higher portfolio yields (4.81% in 2017 compared to 4.77% in 2016) increased interest and fees by \$5.3 million. The higher portfolio yields reflect higher lending volumes in North America which have higher market rates than Europe.
- Higher borrowing rates (1.7% in 2017 compared to 1.5% in 2016) were primarily due to higher debt market rates in North America, partially offset by lower debt market rates in Europe.
- The currency translation effects reflect a decline in the value of foreign currencies relative to the U.S. dollar, primarily the Mexican peso and the British pound, partially offset by a strengthening euro.

The following table summarizes operating lease, rental and other revenues and depreciation and other expenses:

(\$ in millions)	2017	2016
<i>Year Ended December 31,</i>		
Operating lease and rental revenues	\$ 784.6	\$ 720.5
Used truck sales and other	53.2	40.0
Operating lease, rental and other revenues	<u>\$ 837.8</u>	<u>\$ 760.5</u>
Depreciation of operating lease equipment	\$ 587.4	\$ 509.1
Vehicle operating expenses	99.6	92.1
Cost of used truck sales and other	40.5	34.0
Depreciation and other expenses	<u>\$ 727.5</u>	<u>\$ 635.2</u>

The major factors for the changes in operating lease, rental and other revenues, depreciation and other expenses and lease margin between 2017 and 2016 are outlined below:

(\$ in millions)	OPERATING LEASE, RENTAL AND OTHER REVENUES	DEPRECIATION AND OTHER EXPENSES	LEASE MARGIN
2016	\$ 760.5	\$ 635.2	\$ 125.3
Increase (decrease)			
Used truck sales	9.7	8.5	1.2
Results on returned lease assets		31.0	(31.0)
Average operating lease assets	56.5	47.9	8.6
Revenue and cost per asset	5.5	5.1	.4
Currency translation and other	5.6	(.2)	5.8
Total increase (decrease)	77.3	92.3	(15.0)
2017	\$ 837.8	\$ 727.5	\$ 110.3

- A higher volume of used truck sales increased operating lease, rental and other revenues by \$9.7 million and increased depreciation and other expenses by \$8.5 million.
- Results on returned lease assets increased depreciation and other expenses by \$31.0 million, primarily due to higher losses on sales of returned lease units.
- Average operating lease assets increased \$223.8 million (excluding foreign exchange effects), which increased revenues by \$56.5 million and related depreciation and other expenses by \$47.9 million.
- Revenue per asset increased \$5.5 million primarily due to higher rental income. Cost per asset increased \$5.1 million due to higher depreciation expense, partially offset by lower vehicle operating expenses.
- The currency translation effects reflect an increase in the value of foreign currencies, relative to the U.S. dollar, primarily the euro, partially offset by a weakening of the British pound.

The following table summarizes the provision for losses on receivables and net charge-offs:

(\$ in millions)	2017		2016	
	PROVISION FOR LOSSES ON RECEIVABLES	NET CHARGE- OFFS	PROVISION FOR LOSSES ON RECEIVABLES	NET CHARGE- OFFS
U.S. and Canada	\$ 13.7	\$ 14.5	\$ 14.0	\$ 14.7
Europe	1.4	1.4	.4	1.2
Mexico, Australia and other	7.2	5.5	4.0	3.3
	<u>\$ 22.3</u>	<u>\$ 21.4</u>	<u>\$ 18.4</u>	<u>\$ 19.2</u>

The provision for losses on receivables was \$22.3 million in 2017, an increase of \$3.9 million compared to 2016, reflecting higher portfolio balances in Mexico, Australia and other and Europe.

The Company modifies loans and finance leases as a normal part of its Financial Services operations. The Company may modify loans and finance leases for commercial reasons or for credit reasons. Modifications for commercial reasons are changes to contract terms for customers that are not considered to be in financial difficulty. Insignificant delays are modifications extending terms up to three months for customers experiencing some short-term financial stress, but not considered to be in financial difficulty. Modifications for credit reasons are changes to contract terms for customers considered to be in financial difficulty. The Company's modifications typically result in granting more time to pay the contractual amounts owed and charging a fee and interest for the term of the modification. When considering whether to modify customer accounts for credit reasons, the Company evaluates the creditworthiness of the customers and modifies those accounts that the Company considers likely to perform under the modified terms. When the Company modifies loans and finance leases for credit reasons and grants a concession, the modifications are classified as troubled debt restructurings (TDR).

The post-modification balance of accounts modified during the years ended December 31, 2017 and 2016 are summarized below:

(\$ in millions)	2017		2016	
	RECORDED INVESTMENT	% OF TOTAL PORTFOLIO*	RECORDED INVESTMENT	% OF TOTAL PORTFOLIO*
Commercial	\$ 189.7	2.4%	\$ 236.2	3.2%
Insignificant delay	78.9	1.0%	90.3	1.3%
Credit - no concession	58.2	.8%	51.9	.7%
Credit - TDR	20.5	.3%	31.6	.4%
	<u>\$ 347.3</u>	<u>4.5%</u>	<u>\$ 410.0</u>	<u>5.6%</u>

* Recorded investment immediately after modification as a percentage of the year-end retail portfolio balance.

In 2017, total modification activity decreased compared to 2016, reflecting lower volumes of refinancing for commercial reasons, primarily in the U.S. The decrease in modifications for insignificant delay reflects fewer fleet customers requesting payment relief for up to three months. Credit - TDR modifications decreased to \$20.5 million in 2017 from \$31.6 million in 2016 mainly due to the contract modifications for two fleet customers in 2016.

The following table summarizes the Company's 30+ days past due accounts:

At December 31,	2017	2016
Percentage of retail loan and lease accounts 30+ days past due:		
U.S. and Canada	.4%	.3%
Europe	.3%	.5%
Mexico, Australia and other	1.5%	1.8%
Worldwide	<u>.5%</u>	<u>.5%</u>

Accounts 30+ days past due were .5% at December 31, 2017 and December 31, 2016, reflecting lower past dues in Europe as well as Mexico, Australia and other, offset by an increase in the U.S. and Canada. The Company continues to focus on maintaining low past due balances.

When the Company modifies a 30+ days past due account, the customer is then generally considered current under the revised contractual terms. The Company modified \$.6 million and \$2.6 million of accounts worldwide during the fourth quarter of 2017 and the fourth quarter of 2016, respectively, which were 30+ days past due and became current at the time of modification. Had these accounts not been modified and continued to not make payments, the pro forma percentage of retail loan and lease accounts 30+ days past due would have been as follows:

At December 31,	2017	2016
Pro forma percentage of retail loan and lease accounts 30+ days past due:		
U.S. and Canada	.4%	.3%
Europe	.3%	.5%
Mexico, Australia and other	1.5%	2.0%
Worldwide	<u>.5%</u>	<u>.6%</u>

Modifications of accounts in prior quarters that were more than 30 days past due at the time of modification are included in past dues if they were not performing under the modified terms at December 31, 2017 and 2016. The effect on the allowance for credit losses from such modifications was not significant at December 31, 2017 and 2016.

The Company's 2017 and 2016 annualized pre-tax return on average earning assets for Financial Services was 2.2% and 2.6%, respectively. The decrease was due primarily to higher losses on used trucks in 2017.

Other

Other includes the winch business as well as sales, income and expenses not attributable to a reportable segment, including the EC charge and a portion of corporate expense. Other sales represent less than 1% of consolidated net sales and revenues for 2017 and 2016. Other SG&A was \$48.1 million in 2017 and \$46.6 million in 2016. The increase in other SG&A was primarily due to higher labor related costs.

Other income (loss) before tax was a loss of \$37.1 million in 2017 compared to a loss of \$873.3 million in 2016, which included the impact of the \$833.0 million EC charge.

Investment income increased to \$35.3 million in 2017 from \$27.6 million in 2016, primarily due to higher average U.S. portfolio balances and higher yields on U.S. investments due to higher market interest rates.

Income Taxes

In 2017, the effective tax rate was 22.9% compared to 53.8% in 2016. The lower rate is due to the 2017 one-time impact from the change in U.S. tax law as explained below, and the unfavorable 2016 impact of the one-time non-deductible expense of \$833.0 million for the EC charge.

On December 22, 2017, the U.S. enacted new federal income tax legislation, the Tax Cuts and Jobs Act (“the Tax Act”). The Tax Act lowered the U.S. statutory income tax rate from 35% to 21%, imposed a one-time transition tax on the Company’s foreign earnings, which previously, had been deferred from U.S. income tax and created a modified territorial system. As a result, the Company recorded a provisional amount of \$304.0 million of deferred tax benefits, due to the re-measurement of net deferred tax liabilities at the new lower statutory tax rate. In addition, the Company recorded a provisional amount of \$130.6 million of tax expense on the Company’s foreign earnings, which previously had been deferred from U.S. income tax. These provisional amounts may change in 2018, as new information becomes available, as the Tax Act continues to be interpreted and as new technical guidance is issued. Based on the Company’s current operations, the Company does not expect its future foreign earnings will be subject to significant U.S. federal income tax as a result of the new modified territorial system. The Company’s effective tax rate for 2018 is estimated at 23% to 25%, reflecting the reduced federal tax rate of 21% and other provisions of the Act.

(\$ in millions)

<i>Year Ended December 31,</i>	2017	2016
Domestic income before taxes	\$ 1,347.8	\$ 1,190.7
Foreign income (loss) before taxes	825.5	(60.3)
Total income before taxes	<u><u>\$ 2,173.3</u></u>	<u><u>\$ 1,130.4</u></u>
Domestic pre-tax return on revenues	12.8%	12.8%
Foreign pre-tax return on revenues	9.2%	(.8)%
Total pre-tax return on revenues	<u><u>11.2%</u></u>	<u><u>6.6%</u></u>

In 2017, the improvement in domestic income before taxes was due to higher truck deliveries and improved aftermarket demand. Foreign income (loss) before taxes improved due to stronger truck and aftermarket demand as well as the 2016 impact of the \$833.0 million EC charge.

2016 Compared to 2015:

Truck

The Company’s Truck segment accounted for 75% of revenue in 2016 compared to 77% in 2015.

The Company’s new truck deliveries are summarized below:

<i>Year Ended December 31,</i>	2016	2015	% CHANGE
U.S. and Canada	71,500	91,300	(22)
Europe	53,000	47,400	12
Mexico, South America, Australia and other	16,400	16,000	3
Total units	<u><u>140,900</u></u>	<u><u>154,700</u></u>	<u><u>(9)</u></u>

In 2016, industry retail sales in the heavy-duty market in the U.S. and Canada decreased to 215,700 units from 278,400 units in 2015. The Company’s heavy-duty truck retail market share increased to 28.5% in 2016 from 27.4% in 2015. The medium-duty market was 85,600 units in 2016 compared to 80,200 units in 2015. The Company’s medium-duty market share was 16.2% in 2016 compared to 17.0% in 2015.

The over 16-tonne truck market in Europe in 2016 increased to 302,500 units from 269,100 units in 2015, and DAF’s market share increased to 15.5% in 2016 from 14.6% in 2015. The 6 to 16-tonne market in 2016 increased to 52,900 units from 49,000 units in 2015. DAF market share in the 6 to 16-tonne market in 2016 increased to 10.1% from 9.0% in 2015.

The Company's worldwide truck net sales and revenues are summarized below:

(\$ in millions) Year Ended December 31,	2016	2015	% CHANGE
Truck net sales and revenues:			
U.S. and Canada	\$ 7,363.5	\$ 9,774.3	(25)
Europe	3,863.0	3,472.1	11
Mexico, South America, Australia and other	1,540.8	1,536.1	
	<u>\$ 12,767.3</u>	<u>\$ 14,782.5</u>	<u>(14)</u>
Truck income before income taxes	<u>\$ 1,125.8</u>	<u>\$ 1,440.3</u>	<u>(22)</u>
Pre-tax return on revenues	8.8%	9.7%	

The Company's worldwide truck net sales and revenues decreased to \$12.77 billion in 2016 from \$14.78 billion in 2015, primarily due to lower truck deliveries in the U.S. and Canada, partially offset by higher truck deliveries in Europe. Truck segment income before income taxes and pre-tax return on revenues decreased in 2016, reflecting the lower truck unit deliveries and lower margins.

The major factors for the changes in net sales and revenues, cost of sales and revenues and gross margin between 2016 and 2015 for the Truck segment are as follows:

(\$ in millions)	NET SALES AND REVENUES	COST OF SALES AND REVENUES	GROSS MARGIN
2015	\$ 14,782.5	\$ 12,978.3	\$ 1,804.2
(Decrease) increase			
Truck delivery volume	(1,815.9)	(1,581.2)	(234.7)
Average truck sales prices	(147.8)		(147.8)
Average per truck material, labor and other direct costs		(110.5)	110.5
Factory overhead and other indirect costs		(35.6)	35.6
Operating leases	88.7	87.4	1.3
Currency translation	(140.2)	(81.6)	(58.6)
Total decrease	<u>(2,015.2)</u>	<u>(1,721.5)</u>	<u>(293.7)</u>
2016	<u>\$ 12,767.3</u>	<u>\$ 11,256.8</u>	<u>\$ 1,510.5</u>

- Truck delivery volume reflects lower truck deliveries in the U.S. and Canada, which resulted in lower sales (\$2,276.0 million) and cost of sales (\$1,954.1 million), partially offset by higher truck deliveries in Europe which resulted in higher sales (\$413.3 million) and cost of sales (\$320.5 million).
- Average truck sales prices decreased sales by \$147.8 million, primarily due to lower price realization in the U.S. and Canada (\$108.9 million) and Europe (\$26.3 million).
- Average cost per truck decreased cost of sales by \$110.5 million, primarily due to lower material costs.
- Factory overhead and other indirect costs decreased \$35.6 million, primarily due to lower salaries and related expense (\$24.7 million) and lower maintenance costs (\$18.3 million), partially offset by higher depreciation expense (\$8.3 million).
- Operating lease revenues increased by \$88.7 million and cost of sales increased by \$87.4 million due to higher average asset balances.
- The currency translation effect on sales and cost of sales reflects a decline in the value of foreign currencies relative to the U.S. dollar, primarily the British pound and the Canadian dollar.
- Truck gross margins decreased to 11.8% in 2016 from 12.2% in 2015 due to the factors noted above.

Truck selling, general and administrative expenses (SG&A) for 2016 increased to \$202.5 million from \$192.6 million in 2015. The increase was primarily due to higher salaries and related expenses. As a percentage of sales, Truck SG&A increased to 1.6% in 2016 compared to 1.3% in 2015, reflecting the lower sales volume.

Parts

The Company's Parts segment accounted for 18% of revenues in 2016 compared to 16% in 2015.

(\$ in millions) Year Ended December 31,	2016	2015	% CHANGE
Parts net sales and revenues:			
U.S. and Canada	\$ 1,932.7	\$ 1,969.4	(2)
Europe	761.8	773.9	(2)
Mexico, South America, Australia and other	311.2	316.8	(2)
	<u>\$ 3,005.7</u>	<u>\$ 3,060.1</u>	<u>(2)</u>
Parts income before income taxes	<u>\$ 543.8</u>	<u>\$ 555.6</u>	<u>(2)</u>
Pre-tax return on revenues	18.1%	18.2%	

The Company's worldwide parts net sales and revenues decreased to \$3.01 billion in 2016 from \$3.06 billion in 2015, primarily due to lower aftermarket demand in North America and the effect of translating weaker foreign currencies into the U.S. dollar. The decrease in Parts segment income before income taxes and pre-tax return on revenues in 2016 was primarily due to lower sales volume and margins in North America and the effect of translating weaker foreign currencies into the U.S. dollar.

The major factors for the changes in net sales, cost of sales and gross margin between 2016 and 2015 for the Parts segment are as follows:

(\$ in millions)	NET SALES	COST OF SALES	GROSS MARGIN
2015	\$ 3,060.1	\$ 2,232.4	\$ 827.7
(Decrease) increase			
Aftermarket parts volume	(43.0)	(28.9)	(14.1)
Average aftermarket parts sales prices	22.5		22.5
Average aftermarket parts direct costs		(4.1)	4.1
Warehouse and other indirect costs		8.5	(8.5)
Currency translation	(33.9)	(12.2)	(21.7)
Total decrease	<u>(54.4)</u>	<u>(36.7)</u>	<u>(17.7)</u>
2016	<u>\$ 3,005.7</u>	<u>\$ 2,195.7</u>	<u>\$ 810.0</u>

- Aftermarket parts sales volume decreased by \$43.0 million and related cost of sales decreased by \$28.9 million, primarily due to lower market demand in North America.
- Average aftermarket parts sales prices increased sales by \$22.5 million reflecting higher price realization in Europe.
- Average aftermarket parts direct costs decreased \$4.1 million due to lower material costs.
- Warehouse and other indirect costs increased \$8.5 million primarily due to start-up costs and higher depreciation expense for the new parts distribution center in Renton, Washington, and higher maintenance expense.
- The currency translation effect on sales and cost of sales reflects a decline in the value of foreign currencies relative to the U.S. dollar, primarily the British pound.
- Parts gross margins decreased to 26.9% in 2016 from 27.0% in 2015 due to the factors noted above.

Parts SG&A expense for 2016 was \$191.7 million compared to \$194.7 million in 2015. As a percentage of sales, Parts SG&A was 6.4% in 2016 and 2015, reflecting lower sales offset by ongoing cost control.

Financial Services

The Company's Financial Services segment accounted for 7% of revenues in 2016 compared to 6% in 2015.

(\$ in millions)

Year Ended December 31,

	2016	2015	% CHANGE
New loan and lease volume:			
U.S. and Canada	\$ 2,474.9	\$ 2,758.7	(10)
Europe	1,104.8	1,039.0	6
Mexico, Australia and other	643.7	639.5	1
	<u>\$ 4,223.4</u>	<u>\$ 4,437.2</u>	<u>(5)</u>
New loan and lease volume by product:			
Loans and finance leases	\$ 3,016.4	\$ 3,383.0	(11)
Equipment on operating lease	1,207.0	1,054.2	14
	<u>\$ 4,223.4</u>	<u>\$ 4,437.2</u>	<u>(5)</u>
New loan and lease unit volume:			
Loans and finance leases	31,000	33,300	(7)
Equipment on operating lease	12,000	10,700	12
	<u>43,000</u>	<u>44,000</u>	<u>(2)</u>
Average earning assets:			
U.S. and Canada	\$ 7,454.0	\$ 7,458.3	
Europe	2,673.2	2,512.9	6
Mexico, Australia and other	1,465.5	1,536.1	(5)
	<u>\$ 11,592.7</u>	<u>\$ 11,507.3</u>	<u>1</u>
Average earning assets by product:			
Loans and finance leases	\$ 7,287.2	\$ 7,239.9	1
Dealer wholesale financing	1,643.4	1,775.2	(7)
Equipment on lease and other	2,662.1	2,492.2	7
	<u>\$ 11,592.7</u>	<u>\$ 11,507.3</u>	<u>1</u>
Revenues:			
U.S. and Canada	\$ 690.3	\$ 675.5	2
Europe	287.1	278.6	3
Mexico, Australia and other	209.3	218.2	(4)
	<u>\$ 1,186.7</u>	<u>\$ 1,172.3</u>	<u>1</u>
Revenues by product:			
Loans and finance leases	\$ 369.9	\$ 384.7	(4)
Dealer wholesale financing	56.3	59.1	(5)
Equipment on lease and other	760.5	728.5	4
	<u>\$ 1,186.7</u>	<u>\$ 1,172.3</u>	<u>1</u>
Income before income taxes	<u>\$ 306.5</u>	<u>\$ 362.6</u>	<u>(15)</u>

New loan and lease volume was \$4.22 billion in 2016 compared to \$4.44 billion in 2015, primarily due to lower truck deliveries in the U.S. and Canada. PFS finance market share on new PACCAR truck sales was 26.7% in 2016 compared to 25.9% in 2015.

PFS revenues increased to \$1.19 billion in 2016 from \$1.17 billion in 2015. The increase was primarily due to higher average earning asset balances, partially offset by the effects of translating weaker foreign currencies to the U.S. dollar. The effects of currency translation lowered PFS revenues by \$27.1 million for 2016.

PFS income before income taxes decreased to \$306.5 million in 2016 from \$362.6 million in 2015, primarily due to lower results on returned lease assets, higher borrowing rates, the effects of translating weaker foreign currencies to the U.S. dollar and a higher provision for losses on receivables, partially offset by higher average earning asset balances. The effects of currency translation lowered PFS income before income taxes by \$9.7 million for 2016.

The major factors for the changes in interest and fees, interest and other borrowing expenses and finance margin between 2016 and 2015 are outlined below:

(\$ in millions)	INTEREST AND FEES	INTEREST AND OTHER BORROWING EXPENSES	FINANCE MARGIN
2015	\$ 443.8	\$ 118.0	\$ 325.8
(Decrease) increase			
Average finance receivables	(2.2)		(2.2)
Average debt balances		(.2)	.2
Yields	(1.0)		(1.0)
Borrowing rates		13.7	(13.7)
Currency translation	(14.4)	(4.3)	(10.1)
Total (decrease) increase	(17.6)	9.2	(26.8)
2016	<u>\$ 426.2</u>	<u>\$ 127.2</u>	<u>\$ 299.0</u>

- Average finance receivables decreased \$43.9 million (excluding foreign exchange effects) in 2016 as a result of lower dealer wholesale financing, partially offset by loans and finance leases and retail portfolio volume exceeding collections.
- Average debt balances decreased \$9.0 million (excluding foreign exchange effects) in 2016. The lower average debt balances reflect lower funding requirements as the higher average earning asset portfolio (which includes loans, finance leases, wholesale and equipment on operating lease) was funded with retained equity.
- Lower portfolio yields (4.91% in 2016 compared to 4.92% in 2015) decreased interest and fees by \$1.0 million. The lower portfolio yields reflect higher lending volumes in Europe at lower relative market rates.
- Higher borrowing rates (1.5% in 2016 compared to 1.4% in 2015) were primarily due to higher debt market rates in North America, partially offset by lower debt market rates in Europe.
- The currency translation effects reflect a decline in the value of foreign currencies relative to the U.S. dollar.

The following table summarizes operating lease, rental and other revenues and depreciation and other expenses:

(\$ in millions)	2016	2015
<i>Year Ended December 31,</i>		
Operating lease and rental revenues	\$ 720.5	\$ 691.6
Used truck sales and other	40.0	36.9
Operating lease, rental and other revenues	<u>\$ 760.5</u>	<u>\$ 728.5</u>
Depreciation of operating lease equipment	\$ 509.1	\$ 466.6
Vehicle operating expenses	92.1	90.7
Cost of used truck sales and other	34.0	26.4
Depreciation and other expenses	<u>\$ 635.2</u>	<u>\$ 583.7</u>

The major factors for the changes in operating lease, rental and other revenues, depreciation and other expenses and lease margin between 2016 and 2015 are outlined below:

(\$ in millions)	OPERATING LEASE, RENTAL AND OTHER REVENUES	DEPRECIATION AND OTHER EXPENSES	LEASE MARGIN
2015	\$ 728.5	\$ 583.7	\$ 144.8
Increase (decrease)			
Used truck sales	3.2	5.2	(2.0)
Results on returned lease assets		19.2	(19.2)
Average operating lease assets	29.2	24.0	5.2
Revenue and cost per asset	11.8	12.5	(.7)
Currency translation and other	(12.2)	(9.4)	(2.8)
Total increase (decrease)	32.0	51.5	(19.5)
2016	<u>\$ 760.5</u>	<u>\$ 635.2</u>	<u>\$ 125.3</u>

- A higher volume of used truck sales increased operating lease, rental and other revenues by \$3.2 million. Depreciation and other expenses increased by \$5.2 million due to higher volume and impairments of used trucks reflecting lower used truck prices.
- Results on returned lease assets increased depreciation and other expenses by \$19.2 million, primarily due to gains on sales of returned lease units in 2015 versus losses in 2016.
- Average operating lease assets increased \$178.3 million in 2016 (excluding foreign exchange effects), which increased revenues by \$29.2 million and related depreciation and other expenses by \$24.0 million.
- Revenue per asset increased \$11.8 million, primarily due to higher rental rates in Europe, partially offset by lower rental utilization and fuel surcharge revenue. Cost per asset increased \$12.5 million, primarily due to higher depreciation expense in Europe.
- The currency translation effects reflect a decline in the value of foreign currencies relative to the U.S. dollar, primarily the Mexican peso and British pound.

The following table summarizes the provision for losses on receivables and net charge-offs:

(\$ in millions)	2016		2015	
	PROVISION FOR LOSSES ON RECEIVABLES	NET CHARGE -OFFS	PROVISION FOR LOSSES ON RECEIVABLES	NET CHARGE -OFFS
U.S. and Canada	\$ 14.0	\$ 14.7	\$ 7.7	\$ 4.6
Europe	.4	1.2	1.9	3.9
Mexico, Australia and other	4.0	3.3	2.8	4.6
	<u>\$ 18.4</u>	<u>\$ 19.2</u>	<u>\$ 12.4</u>	<u>\$ 13.1</u>

The provision for losses on receivables was \$18.4 million in 2016, an increase of \$6.0 million compared to 2015, reflecting higher losses in the oil and gas sector in the U.S. and Canada, partially offset by improved portfolio performance in Europe.

The Company modifies loans and finance leases as a normal part of its Financial Services operations. The Company may modify loans and finance leases for commercial reasons or for credit reasons. Modifications for commercial reasons are changes to contract terms for customers that are not considered to be in financial difficulty. Insignificant delays are modifications extending terms up to three months for customers experiencing some short-term financial stress, but not considered to be in financial difficulty. Modifications for credit reasons are changes to contract terms for customers considered to be in financial difficulty. The Company's modifications typically result in granting more time to pay the contractual amounts owed and charging a fee and interest for the term of the modification. When considering whether to modify customer accounts for credit reasons, the Company evaluates the creditworthiness of the customers and modifies those accounts that the Company considers likely to perform under the modified terms. When the Company modifies loans and finance leases for credit reasons and grants a concession, the modifications are classified as troubled debt restructurings (TDR).

The post-modification balance of accounts modified during the years ended December 31, 2016 and 2015 are summarized below:

(\$ in millions)	2016		2015	
	RECORDED INVESTMENT	% OF TOTAL PORTFOLIO*	RECORDED INVESTMENT	% OF TOTAL PORTFOLIO*
Commercial	\$ 236.2	3.2%	\$ 166.8	2.3%
Insignificant delay	90.3	1.3%	70.0	1.0%
Credit - no concession	51.9	.7%	36.6	.5%
Credit - TDR	31.6	.4%	44.4	.5%
	<u>\$ 410.0</u>	<u>5.6%</u>	<u>\$ 317.8</u>	<u>4.3%</u>

* Recorded investment immediately after modification as a percentage of the year-end retail portfolio balance.

In 2016, total modification activity increased compared to 2015, primarily reflecting higher volume of refinancings for commercial reasons, including a contract modification for one large customer in the U.S. The increase in modifications for insignificant delay reflects more fleet customers requesting payment relief for up to three months. Credit - no concession modifications increased primarily due to extensions granted to one customer in Australia.

The following table summarizes the Company's 30+ days past due accounts:

<i>At December 31,</i>	2016	2015
Percentage of retail loan and lease accounts 30+ days past due:		
U.S. and Canada	.3%	.3%
Europe	.5%	.7%
Mexico, Australia and other	1.8%	1.3%
Worldwide	<u>.5%</u>	<u>.5%</u>

Accounts 30+ days past due were .5% at December 31, 2016 and 2015, reflecting lower past dues in Europe offset by higher past dues in Mexico. The Company continues to focus on maintaining low past due balances.

When the Company modifies a 30+ days past due account, the customer is then generally considered current under the revised contractual terms. The Company modified \$2.6 million of accounts worldwide during the fourth quarter of 2016 and the fourth quarter of 2015 which were 30+ days past due and became current at the time of modification. Had these accounts not been modified and continued to not make payments, the pro forma percentage of retail loan and lease accounts 30+ days past due would have been as follows:

<i>At December 31,</i>	2016	2015
Pro forma percentage of retail loan and lease accounts 30+ days past due:		
U.S. and Canada	.3%	.3%
Europe	.5%	.7%
Mexico, Australia and other	2.0%	1.6%
Worldwide	<u>.6%</u>	<u>.6%</u>

Modifications of accounts in prior quarters that were more than 30 days past due at the time of modification are included in past dues if they were not performing under the modified terms at December 31, 2016 and 2015. The effect on the allowance for credit losses from such modifications was not significant at December 31, 2016 and 2015.

The Company's 2016 and 2015 annualized pre-tax return on average earning assets for Financial Services was 2.6% and 3.2%, respectively.

Other

Other includes the winch business as well as sales, income and expenses not attributable to a reportable segment, including the EC charge and a portion of corporate expense. Other sales represent less than 1% of consolidated net sales and revenues for 2016 and 2015. Other SG&A was \$46.6 million in 2016 and \$58.7 million in 2015. The decrease in SG&A was primarily due to lower salaries and related expenses and lower professional fees. Other income (loss) before tax was a loss of \$873.3 million in 2016 compared to a loss of \$43.2 million in 2015. The higher loss in 2016 was primarily due to the EC charge and lower pre-tax results from the winch business, which has been affected by lower oilfield related sales, partially offset by lower SG&A expense.

Investment income increased to \$27.6 million in 2016 from \$21.8 million in 2015, primarily due to higher yields on investments due to higher market interest rates and higher realized gains.

Income Taxes

In 2016, the effective tax rate increased to 53.8% from 31.4% in 2015, and substantially all of the difference in tax rates was due to the non-deductible expense of \$833.0 million for the EC charge in 2016.

(\$ in millions)

Year Ended December 31,

	2016	2015
Domestic income before taxes	\$ 1,190.7	\$ 1,581.6
Foreign (loss) income before taxes	(60.3)	755.5
Total income before taxes	<u>\$ 1,130.4</u>	<u>\$ 2,337.1</u>
Domestic pre-tax return on revenues	12.8%	13.7%
Foreign pre-tax return on revenues	(.8)%	9.9%
Total pre-tax return on revenues	<u>6.6%</u>	<u>12.2%</u>

In 2016, the decline in income before income taxes and return on revenues for domestic operations was primarily due to lower revenues from truck operations. In 2016, the EC charge of \$833.0 million resulted in a loss before income taxes and a negative return on revenues for foreign operations. Excluding the EC charge, foreign operations income before income taxes and return on revenues increased primarily due to higher revenues from European truck operations as a result of improved truck volumes and margins in Europe.

LIQUIDITY AND CAPITAL RESOURCES:

(\$ in millions)

At December 31,

	2017	2016	2015
Cash and cash equivalents	\$ 2,364.7	\$ 1,915.7	\$ 2,016.4
Marketable debt securities	1,367.1	1,140.9	1,448.1
	<u>\$ 3,731.8</u>	<u>\$ 3,056.6</u>	<u>\$ 3,464.5</u>

The Company's total cash and marketable debt securities at December 31, 2017 increased \$675.2 million from the balances at December 31, 2016, mainly due to an increase in cash and cash equivalents.

The change in cash and cash equivalents is summarized below:

(\$ in millions) Year Ended December 31,	2017	2016	2015
Operating activities:			
Net income	\$ 1,675.2	\$ 521.7	\$ 1,604.0
Net income items not affecting cash	999.5	1,072.7	910.9
Pension contributions	(70.6)	(185.7)	(62.9)
Changes in operating assets and liabilities, net	111.7	892.1	104.0
Net cash provided by operating activities	2,715.8	2,300.8	2,556.0
Net cash used in investing activities	(1,964.6)	(1,564.3)	(1,974.9)
Net cash used in financing activities	(393.8)	(823.5)	(196.5)
Effect of exchange rate changes on cash	91.6	(13.7)	(105.8)
Net increase (decrease) in cash and cash equivalents	449.0	(100.7)	278.8
Cash and cash equivalents at beginning of the year	1,915.7	2,016.4	1,737.6
Cash and cash equivalents at end of the year	\$ 2,364.7	\$ 1,915.7	\$ 2,016.4

2017 Compared to 2016:

Operating activities: Cash provided by operations increased by \$415.0 million to \$2.72 billion in 2017. Higher operating cash flows reflect higher net income of \$1.68 billion in 2017, compared to net income of \$521.7 million in 2016, which includes payment of the \$833.0 million EC charge. In addition, there were higher cash inflows of \$342.2 million from accounts payable and accrued expenses as purchases of goods and services exceeded payments. The higher cash inflows were offset by wholesale receivables on new trucks of \$673.6 million as originations exceeded cash receipts in 2017 (\$272.0 million) compared to cash receipts exceeding originations in 2016 (\$401.6 million). Additionally, there was a higher cash usage of \$214.0 million from inventory due to \$149.9 million in net inventory purchases in 2017 versus \$64.1 million in net inventory reductions in 2016. Finally, there was a higher cash outflow for payment of income taxes of \$160.0 million.

Investing activities: Cash used in investing activities increased by \$400.3 million to \$1.96 billion in 2017 from \$1.56 billion in 2016. Higher net cash used in investing activities reflects \$463.7 million in marketable debt securities as there was \$190.8 million in net purchases of marketable debt securities in 2017 compared to \$272.9 million in net proceeds from sales of marketable debt securities in 2016. In addition, there were higher net originations of retail loans and direct financing leases of \$87.0 million in 2017 compared to 2016. The outflows were partially offset by lower cash used in the acquisitions of equipment for operating leases of \$166.5 million.

Financing activities: Cash used in financing activities was \$393.8 million in 2017 compared to cash used in financing activities of \$823.5 million in 2016. The Company paid \$558.3 million in dividends in 2017 compared to \$829.3 million in 2016; the decrease of \$271.0 million was primarily due to a lower special dividend paid in January 2017 than the special dividend paid in January 2016. In 2016, the Company repurchased 1.4 million shares of common stock for \$70.5 million, while there were no stock repurchases in 2017. In 2017, the Company issued \$1.67 billion of term debt, increased its outstanding commercial paper and short-term bank loans by \$352.1 million and repaid term debt of \$1.90 billion. In 2016, the Company issued \$1.99 billion of term debt, repaid term debt of \$1.63 billion and reduced its outstanding commercial paper and short-term bank loans by \$322.8 million. This resulted in cash provided by borrowing activities of \$125.2 million in 2017, \$78.3 million higher than the cash provided by borrowing activities of \$46.9 million in 2016.

2016 Compared to 2015:

Operating activities: Cash provided by operations decreased by \$255.2 million to \$2.30 billion in 2016. Lower operating cash flows reflect lower net income of \$521.7 million in 2016, which includes payment of the \$833.0 million EC charge, and higher pension contributions of \$122.8 million. This was partially offset by \$675.0 million from Financial Services segment wholesale receivables, whereby cash receipts exceeded originations in 2016 (\$401.6 million) compared to originations exceeding cash receipts in 2015 (\$273.4 million). In addition, there was a lower cash outflow for payment of income taxes of \$281.4 million.

Investing activities: Cash used in investing activities decreased by \$410.6 million to \$1.56 billion in 2016 from \$1.97 billion in 2015. Lower net cash used in investing activities reflects \$567.2 million from marketable debt securities as there was \$272.9 million in net proceeds from sales of marketable debt securities in 2016 versus \$294.3 million in net purchases of marketable debt securities in 2015 and higher net originations of retail loans and direct financing leases of \$100.7 million. This was partially offset by higher cash used in the acquisitions of equipment for operating leases of \$151.2 million and higher payments for property, plant and equipment of \$88.5 million.

Financing activities: Cash used in financing activities was \$823.5 million in 2016 compared to cash used in financing activities of \$196.5 million in 2015. The Company paid \$829.3 million in dividends in 2016 compared to \$680.5 million in 2015; the increase of \$148.8 million was primarily due to an increase for the 2015 special dividend paid in January 2016. In 2016, the Company issued \$1.99 billion of term debt, repaid term debt of \$1.63 billion and reduced its outstanding commercial paper and short-term bank loans by \$322.8 million. In 2015, the Company issued \$1.99 billion of term debt, increased its outstanding commercial paper and short-term bank loans by \$250.7 million and repaid term debt of \$1.58 billion. This resulted in cash provided by borrowing activities of \$46.9 million in 2016, \$616.9 million lower than the cash provided by borrowing activities of \$663.8 million in 2015. The Company repurchased 1.4 million shares of common stock for \$70.5 million in 2016 compared to 3.8 million shares for \$201.6 million in 2015, a decline of \$131.1 million.

Credit Lines and Other:

The Company has line of credit arrangements of \$3.52 billion, of which \$3.31 billion were unused at December 31, 2017. Included in these arrangements are \$3.0 billion of syndicated bank facilities, of which \$1.0 billion expires in June 2018, \$1.0 billion expires in June 2021 and \$1.0 billion expires in June 2022. The Company intends to replace these credit facilities on or before expiration with facilities of similar amounts and duration. These credit facilities are maintained primarily to provide backup liquidity for commercial paper borrowings and maturing medium-term notes. There were no borrowings under the syndicated bank facilities for the year ended December 31, 2017.

On September 23, 2015, PACCAR's Board of Directors approved the repurchase of up to \$300.0 million of the Company's common stock, and as of December 31, 2017, \$206.7 million of shares have been repurchased pursuant to the 2015 authorization.

At December 31, 2017 and December 31, 2016, the Company had cash and cash equivalents and marketable debt securities of \$1.84 billion and \$1.33 billion, respectively, which are reinvested in foreign subsidiaries. The Company periodically repatriates foreign earnings. Dividends paid by foreign subsidiaries to the U.S. parent were nil, \$.33 billion and \$.24 billion in 2017, 2016 and 2015, respectively. The Company believes that its U.S. cash and cash equivalents and marketable debt securities, future operating cash flow and access to the capital markets, along with periodic repatriation of foreign earnings, will be sufficient to meet U.S. liquidity requirements.

Truck, Parts and Other

The Company provides funding for working capital, capital expenditures, R&D, dividends, stock repurchases and other business initiatives and commitments primarily from cash provided by operations. Management expects this method of funding to continue in the future.

Investments for property, plant and equipment in 2017 increased to \$425.7 million from \$394.6 million in 2016, reflecting additional investments in the Company's manufacturing facilities, new product development and enhanced aftermarket support. Over the past decade, the Company's combined investments in worldwide capital projects and R&D totaled \$6.11 billion, and have significantly increased the operating capacity and efficiency of its facilities and enhanced the quality and operating efficiency of the Company's premium products.

Capital investments in 2018 are expected to be \$425 to \$475 million, and R&D is expected to be \$280 to \$310 million. The Company is investing in PACCAR's new truck models, integrated powertrains, enhanced aerodynamic truck designs, advanced driver assistance and truck connectivity technologies, and expanded manufacturing and parts distribution facilities.

The Company conducts business in certain countries which have been experiencing or may experience significant financial stress, fiscal or political strain and are subject to the corresponding potential for default. The Company routinely monitors its financial exposure to global financial conditions, global counterparties and operating environments. As of December 31, 2017, the Company's exposures in such countries were insignificant.

Financial Services

The Company funds its financial services activities primarily from collections on existing finance receivables and borrowings in the capital markets. The primary sources of borrowings in the capital markets are commercial paper and medium-term notes issued in the public markets and, to a lesser extent, bank loans. An additional source of funds is loans from other PACCAR companies.

The Company issues commercial paper for a portion of its funding in its Financial Services segment. Some of this commercial paper is converted to fixed interest rate debt through the use of interest-rate swaps, which are used to manage interest-rate risk.

In November 2015, the Company's U.S. finance subsidiary, PACCAR Financial Corp. (PFC), filed a shelf registration under the Securities Act of 1933. The total amount of medium-term notes outstanding for PFC as of December 31, 2017 was \$4.45 billion. The registration expires in November 2018 and does not limit the principal amount of debt securities that may be issued during that period. PFC intends to renew the registration in 2018.

As of December 31, 2017, the Company's European finance subsidiary, PACCAR Financial Europe, had €1.34 billion available for issuance under a €2.50 billion medium-term note program listed on the Professional Securities Market of the London Stock Exchange. This program replaced an expiring program in the second quarter of 2017 and is renewable annually through the filing of new listing particulars.

In April 2016, PACCAR Financial Mexico registered a 10.00 billion peso medium-term note and commercial paper program with the Comision Nacional Bancaria y de Valores. The registration expires in April 2021 and limits the amount of commercial paper (up to one year) to 5.00 billion pesos. At December 31, 2017, 6.25 billion pesos were available for issuance.

In the event of a future significant disruption in the financial markets, the Company may not be able to issue replacement commercial paper. As a result, the Company is exposed to liquidity risk from the shorter maturity of short-term borrowings paid to lenders compared to the longer timing of receivable collections from customers. The Company believes its cash balances and investments, collections on existing finance receivables, syndicated bank lines and current investment-grade credit ratings of A+/A1 will continue to provide it with sufficient resources and access to capital markets at competitive interest rates and therefore contribute to the Company maintaining its liquidity and financial stability. A decrease in these credit ratings could negatively impact the Company's ability to access capital markets at competitive interest rates and the Company's ability to maintain liquidity and financial stability. PACCAR believes its Financial Services companies will be able to continue funding receivables, servicing debt and paying dividends through internally generated funds, access to public and private debt markets and lines of credit.

Commitments

The following summarizes the Company's contractual cash commitments at December 31, 2017:

(\$ in millions)	MATURITY				TOTAL
	WITHIN 1 YEAR	1-3 YEARS	3-5 YEARS	MORE THAN 5 YEARS	
Borrowings*	\$ 4,475.7	\$ 3,498.3	\$ 926.3		\$ 8,900.3
Purchase obligations	186.5	133.5	122.8		442.8
Interest on debt**	98.2	109.3	18.6		226.1
Operating leases	23.0	24.9	10.9	\$ 2.6	61.4
Other obligations	58.8	9.2	1.2	6.6	75.8
	<u>\$ 4,842.2</u>	<u>\$ 3,775.2</u>	<u>\$ 1,079.8</u>	<u>\$ 9.2</u>	<u>\$ 9,706.4</u>

* Commercial paper included in borrowings is at par value.

** Interest on floating-rate debt is based on the applicable market rates at December 31, 2017.

Total cash commitments for borrowings and interest on term debt are \$9.13 billion and were related to the Financial Services segment. As described in Note I of the consolidated financial statements, borrowings consist primarily of term notes and commercial paper issued by the Financial Services segment. The Company expects to fund its maturing Financial Services debt obligations principally from funds provided by collections from customers on loans and lease contracts, as well as from the proceeds of commercial paper and medium-term note borrowings. Purchase obligations are the Company's contractual commitments to acquire future production inventory and capital equipment. Other obligations include deferred cash compensation.

The Company's other commitments include the following at December 31, 2017:

(\$ in millions)	COMMITMENT EXPIRATION				TOTAL
	WITHIN 1 YEAR	1-3 YEARS	3-5 YEARS	MORE THAN 5 YEARS	
Loan and lease commitments	\$ 928.6				\$ 928.6
Residual value guarantees	287.8	\$ 479.4	\$ 134.0	\$ 8.6	909.8
Letters of credit	11.7	.5	.1	3.0	15.3
	<u>\$ 1,228.1</u>	<u>\$ 479.9</u>	<u>\$ 134.1</u>	<u>\$ 11.6</u>	<u>\$ 1,853.7</u>

Loan and lease commitments are for funding new retail loan and lease contracts. Residual value guarantees represent the Company's commitment to acquire trucks at a guaranteed value if the customer decides to return the truck at a specified date in the future.

RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES:

This Form 10-K includes "adjusted net income (non-GAAP)" and "adjusted net income per diluted share (non-GAAP)", which are financial measures that are not in accordance with U.S. generally accepted accounting principles ("GAAP"), since they exclude the one-time tax benefit from the Tax Cuts and Jobs Act ("the Tax Act") in 2017 and the non-recurring European Commission charge in 2016. These measures differ from the most directly comparable measures calculated in accordance with GAAP and may not be comparable to similarly titled non-GAAP financial measures used by other companies. In addition, the Form 10-K includes the financial ratios noted below calculated based on non-GAAP measures.

Management utilizes these non-GAAP measures to evaluate the Company's performance and believes these measures allow investors and management to evaluate operating trends by excluding significant non-recurring items that are not representative of underlying operating trends.

Reconciliations from the most directly comparable GAAP measures of: adjusted net income (non-GAAP) and adjusted net income per diluted share (non-GAAP) are as follows:

(\$ in millions, except per share amounts) Year Ended December 31,	2017	2016
Net income	\$ 1,675.2	\$ 521.7
One-time tax benefit from the Tax Act	(173.4)	
Non-recurring European Commission charge		833.0
Adjusted net income (non-GAAP)	\$ 1,501.8	\$ 1,354.7
Per diluted share:		
Net income	4.75	\$ 1.48
One-time tax benefit from the Tax Act	(.49)	
Non-recurring European Commission charge		2.37
Adjusted net income (non-GAAP)	\$ 4.26	\$ 3.85
After-tax return on revenues	8.6%	3.1%
One-time tax benefit from the Tax Act	(.9)%	
Non-recurring European Commission charge		4.9%
After-tax adjusted return on revenues (non-GAAP) *	7.7%	8.0%
After-tax return on beginning equity	24.7%	7.5%
One-time tax benefit from the Tax Act	(2.5)%	
Non-recurring European Commission charge		12.0%
After-tax adjusted return on beginning equity (non-GAAP) *	22.2%	19.5%

* Calculated using adjusted net income.

(\$ in millions, except per share amounts)	Three Months Ended	
	December 31, 2017	
Net income	\$	589.2
One-time tax benefit from the Tax Act		(173.4)
Adjusted net income (non-GAAP)	\$	415.8

Per diluted share:

Net income	\$	1.67
One-time tax benefit from the Tax Act		(.49)
Adjusted net income (non-GAAP)	\$	1.18

Shares used in diluted share calculations:

GAAP	353.2
Non-GAAP	353.2

(\$ in millions, except per share amounts)	Three Months Ended	
	March 31, 2016	June 30, 2016
Net (loss) income	\$ (594.6)	\$ 481.3
Non-recurring European Commission charge	942.6	(109.6)
Adjusted net income (non-GAAP)	\$ 348.0	\$ 371.7

Per diluted share:

Net (loss) income	\$ (1.69)	\$ 1.37
Non-recurring European Commission charge	2.68	(.31)
Adjusted net income (non-GAAP)	\$.99	\$ 1.06

Shares used in diluted share calculations:

GAAP	351.3	351.6
Non-GAAP	351.9	351.6

IMPACT OF ENVIRONMENTAL MATTERS:

The Company, its competitors and industry in general are subject to various domestic and foreign requirements relating to the environment. The Company believes its policies, practices and procedures are designed to prevent unreasonable risk of environmental damage and that its handling, use and disposal of hazardous or toxic substances have been in accordance with environmental laws and regulations in effect at the time such use and disposal occurred.

The Company is involved in various stages of investigations and cleanup actions in different countries related to environmental matters. In certain of these matters, the Company has been designated as a “potentially responsible party” by domestic and foreign environmental agencies. The Company has accrued the estimated costs to investigate and complete cleanup actions where it is probable that the Company will incur such costs in the future. Expenditures related to environmental activities in the years ended December 31, 2017, 2016 and 2015 were \$1.9 million, \$2.2 million and \$2.0 million, respectively. Management expects that these matters will not have a significant effect on the Company's consolidated cash flow, liquidity or financial condition.

CRITICAL ACCOUNTING POLICIES:

The Company's significant accounting policies are disclosed in Note A of the consolidated financial statements. In the preparation of the Company's financial statements, in accordance with U.S. generally accepted accounting principles, management uses estimates and makes judgments and assumptions that affect asset and liability values and the amounts reported as income and expense during the periods presented. The following are accounting policies which, in the opinion of management, are particularly sensitive and which, if actual results are different from estimates used by management, may have a material impact on the financial statements.

Operating Leases

Trucks sold pursuant to agreements accounted for as operating leases are disclosed in Note E of the consolidated financial statements. In determining its estimate of the residual value of such vehicles, the Company considers the length of the lease term, the truck model, the expected usage of the truck and anticipated market demand. Operating lease terms generally range from three to five years. The resulting residual values on operating leases generally range between 30% and 60% of original equipment cost. If the sales price of the trucks at the end of the term of the agreement differs from the Company's estimated residual value, a gain or loss will result.

Future market conditions, changes in government regulations and other factors outside the Company's control could impact the ultimate sales price of trucks returned under these contracts. Residual values are reviewed regularly and adjusted if market conditions warrant. A decrease in the estimated equipment residual values would increase annual depreciation expense over the remaining lease term.

During 2017, market values on equipment returning upon operating lease maturity decreased, resulting in an increase in depreciation expense of \$41.2 million. During 2016, market values on equipment returning upon operating lease maturity decreased, resulting in an increase in depreciation expense of \$9.6 million. During 2015, market values on equipment returning upon operating lease maturity were generally higher than the residual values on the equipment, resulting in a reduction in depreciation expense of \$5.8 million.

At December 31, 2017, the aggregate residual value of equipment on operating leases in the Financial Services segment and residual value guarantee on trucks accounted for as operating leases in the Truck segment was \$2.73 billion. A 10% decrease in used truck values worldwide, if expected to persist over the remaining maturities of the Company's operating leases, would reduce residual value estimates and result in the Company recording an average of approximately \$78.1 million of additional depreciation per year.

Allowance for Credit Losses

The allowance for credit losses related to the Company's loans and finance leases is disclosed in Note D of the consolidated financial statements. The Company has developed a systematic methodology for determining the allowance for credit losses for its two portfolio segments, retail and wholesale. The retail segment consists of retail loans and direct and sales-type finance leases, net of unearned interest. The wholesale segment consists of truck inventory financing loans to dealers that are collateralized by trucks and other collateral. The wholesale segment generally has less risk than the retail segment. Wholesale receivables generally are shorter in duration than retail receivables, and the Company requires periodic reporting of the wholesale dealer's financial condition, conducts periodic audits of the trucks being financed and in many cases, obtains guarantees or other security such as dealership assets. In determining the allowance for credit losses, retail loans and finance leases are evaluated together since they relate to a similar customer base, their contractual terms require regular payment of principal and interest, generally over three to five years, and they are secured by the same type of collateral. The allowance for credit losses consists of both specific and general reserves.

The Company individually evaluates certain finance receivables for impairment. Finance receivables that are evaluated individually for impairment consist of all wholesale accounts and certain large retail accounts with past due balances or otherwise determined to be at a higher risk of loss. A finance receivable is impaired if it is considered probable the Company will be unable to collect all contractual interest and principal payments as scheduled. In addition, all retail loans and leases which have been classified as TDRs and all customer accounts over 90 days past due are considered impaired. Generally, impaired accounts are on non-accrual status. Impaired accounts classified as TDRs which have been performing for 90 consecutive days are placed on accrual status if it is deemed probable that the Company will collect all principal and interest payments.

Impaired receivables are generally considered collateral dependent. Large balance retail and all wholesale impaired receivables are individually evaluated to determine the appropriate reserve for losses. The determination of reserves for large balance impaired receivables considers the fair value of the associated collateral. When the underlying collateral fair value exceeds the Company's recorded investment, no reserve is recorded. Small balance impaired receivables with similar risk characteristics are evaluated as a separate pool to determine the appropriate reserve for losses using the historical loss information discussed below.

The Company evaluates finance receivables that are not individually impaired on a collective basis and determines the general allowance for credit losses for both retail and wholesale receivables based on historical loss information, using past due account data and current market conditions. Information used includes assumptions regarding the likelihood of collecting current and past due accounts, repossession rates, the recovery rate on the underlying collateral based on used truck values and other pledged collateral or recourse. The Company has developed a range of loss estimates for each of its country portfolios based on historical experience, taking into account loss frequency and severity in both strong and weak truck market conditions. A projection is made of the range of estimated credit losses inherent in the portfolio from which an amount is determined as probable based on current market conditions and other factors impacting the creditworthiness of the Company's borrowers and their ability to repay. After determining the appropriate level of the allowance for credit losses, a provision for losses on finance receivables is charged to income as necessary to reflect management's estimate of incurred credit losses, net of recoveries, inherent in the portfolio.

The adequacy of the allowance is evaluated quarterly based on the most recent past due account information and current market conditions. As accounts become past due, the likelihood that they will not be fully collected increases. The Company's experience indicates the probability of not fully collecting past due accounts ranges between 30% and 80%. Over the past three years, the Company's year-end 30+ days past due accounts were 0.5% of loan and lease receivables. Historically, a 100 basis point increase in the 30+ days past due percentage has resulted in an increase in credit losses of 8 to 38 basis points of receivables. At December 31, 2017, 30+ days past dues were 0.5%. If past dues were 100 basis points higher or 1.5% as of December 31, 2017, the Company's estimate of credit losses would likely have increased by a range of \$6 to \$30 million depending on the extent of the past dues, the estimated value of the collateral as compared to amounts owed and general economic factors.

Product Warranty

Product warranty is disclosed in Note H of the consolidated financial statements. The expenses related to product warranty are estimated and recorded at the time products are sold based on historical and current data and reasonable expectations for the future regarding the frequency and cost of warranty claims, net of recoveries. Management takes actions to minimize warranty costs through quality-improvement programs; however, actual claim costs incurred could materially differ from the estimated amounts and require adjustments to the reserve. Historically those adjustments have not been material. Over the past three years, warranty expense as a percentage of Truck, Parts and Other net sales and revenues has ranged between 1.3% and 1.4%. If the 2017 warranty expense had been .2% higher as a percentage of net sales and revenues in 2017, warranty expense would have increased by approximately \$36 million.

Income Taxes

Income taxes are disclosed in Note M of the consolidated financial statements. The Company calculates income tax expense on pre-tax income based on current tax law. Deferred tax assets and liabilities are recorded for future tax consequences on temporary differences between recorded amounts in the financial statements and their respective tax basis. The determination of income tax expense requires management estimates and judgement regarding the future outcomes of tax law issues included in tax returns and jurisdictional mix of earnings. The Company updates its assumptions on all of these factors each quarter as well as new information on tax laws and differences between estimated taxes and actual returns when filed. If the Company's assessment of these matters changes, the effect is accounted for in earnings in the period the change is made.

FORWARD-LOOKING STATEMENTS:

This report contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements relating to future results of operations or financial position and any other statement that does not relate to any historical or current fact. Such statements are based on currently available operating, financial and other information and are subject to risks and uncertainties that may affect actual results. Risks and uncertainties include, but are not limited to: a significant decline in industry sales; competitive pressures; reduced market share; reduced availability of or higher prices for fuel; increased safety, emissions, or other regulations resulting in higher costs and/or sales restrictions; currency or commodity price fluctuations; lower used truck prices; insufficient or under-utilization of manufacturing capacity; supplier interruptions; insufficient liquidity in the capital markets; fluctuations in interest rates; changes in the levels of the Financial Services segment new business volume due to unit fluctuations in new PACCAR truck sales or reduced market shares; changes affecting the profitability of truck owners and operators; price changes impacting truck sales prices and residual values; insufficient supplier capacity or access to raw materials; labor disruptions; shortages of commercial truck drivers; increased warranty costs; litigation, including EC-related claims; or legislative and governmental regulations. A more detailed description of these and other risks is included under the heading Part 1, Item 1A, "Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2017.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

Currencies are presented in millions for the market risks and derivative instruments sections below.

Interest-Rate Risks - See Note O for a description of the Company's hedging programs and exposure to interest rate fluctuations. The Company measures its interest-rate risk by estimating the amount by which the fair value of interest-rate sensitive assets and liabilities, including derivative financial instruments, would change assuming an immediate 100 basis point increase across the yield curve as shown in the following table:

Fair Value Gains (Losses)	2017	2016
CONSOLIDATED:		
<i>Assets</i>		
Cash equivalents and marketable debt securities	\$ (21.0)	\$ (20.0)
FINANCIAL SERVICES:		
<i>Assets</i>		
Fixed rate loans	(69.7)	(68.3)
<i>Liabilities</i>		
Fixed rate term debt	99.1	95.0
Interest-rate swaps	15.0	4.8
Total	<u>\$ 23.4</u>	<u>\$ 11.5</u>

Currency Risks - The Company enters into foreign currency exchange contracts to hedge its exposure to exchange rate fluctuations of foreign currencies, particularly the Canadian dollar, the euro, the British pound, the Australian dollar, the Brazilian real and the Mexican peso (see Note O for additional information concerning these hedges). Based on the Company's sensitivity analysis, the potential loss in fair value for such financial instruments from a 10% unfavorable change in quoted foreign currency exchange rates would be a loss of \$55.7 related to contracts outstanding at December 31, 2017, compared to a loss of \$31.5 at December 31, 2016. These amounts would be largely offset by changes in the values of the underlying hedged exposures.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.

CONSOLIDATED STATEMENTS OF INCOME

<i>Year Ended December 31,</i>	<u>2017</u>	<u>2016</u>	<u>2015</u>
	<i>(millions, except per share data)</i>		
TRUCK, PARTS AND OTHER:			
Net sales and revenues	\$ 18,187.5	\$ 15,846.6	\$ 17,942.8
Cost of sales and revenues	15,593.7	13,517.7	15,292.1
Research and development	264.7	247.2	239.8
Selling, general and administrative	449.5	440.8	445.9
European Commission charge		833.0	
Interest and other expense, net	5.6	11.6	12.3
	<u>16,313.5</u>	<u>15,050.3</u>	<u>15,990.1</u>
<i>Truck, Parts and Other Income Before Income Taxes</i>	1,874.0	796.3	1,952.7
FINANCIAL SERVICES:			
Interest and fees	431.1	426.2	443.8
Operating lease, rental and other revenues	837.8	760.5	728.5
Revenues	<u>1,268.9</u>	<u>1,186.7</u>	<u>1,172.3</u>
Interest and other borrowing expenses	149.6	127.2	118.0
Depreciation and other expenses	727.5	635.2	583.7
Selling, general and administrative	105.5	99.4	95.6
Provision for losses on receivables	22.3	18.4	12.4
	<u>1,004.9</u>	<u>880.2</u>	<u>809.7</u>
<i>Financial Services Income Before Income Taxes</i>	264.0	306.5	362.6
Investment income	35.3	27.6	21.8
<i>Total Income Before Income Taxes</i>	2,173.3	1,130.4	2,337.1
Income taxes	498.1	608.7	733.1
<i>Net Income</i>	\$ 1,675.2	\$ 521.7	\$ 1,604.0
Net Income Per Share			
Basic	<u>\$ 4.76</u>	<u>\$ 1.49</u>	<u>\$ 4.52</u>
Diluted	<u>\$ 4.75</u>	<u>\$ 1.48</u>	<u>\$ 4.51</u>
Weighted Average Number of Common Shares Outstanding			
Basic	<u>351.9</u>	<u>351.1</u>	<u>354.6</u>
Diluted	<u>352.9</u>	<u>351.8</u>	<u>355.6</u>

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

<i>Year Ended December 31,</i>	<u>2017</u>	<u>2016</u>	<u>2015</u>
		<i>(millions)</i>	
Net income	\$ 1,675.2	\$ 521.7	\$ 1,604.0
Other comprehensive income (loss):			
Unrealized (losses) gains on derivative contracts			
Net (loss) gain arising during the period	(125.5)	(6.5)	38.7
Tax effect	33.9	6.7	(10.8)
Reclassification adjustment	133.4	10.8	(29.3)
Tax effect	(36.3)	(8.9)	8.5
	<u>5.5</u>	<u>2.1</u>	<u>7.1</u>
Unrealized (losses) gains on marketable debt securities			
Net holding loss	(1.5)	(.1)	(2.3)
Tax effect	.4	.4	.6
Reclassification adjustment	(.6)	(3.7)	(2.1)
Tax effect	.2	1.0	.6
	<u>(1.5)</u>	<u>(2.4)</u>	<u>(3.2)</u>
Pension plans			
Net gain (loss) arising during the period	37.1	(50.3)	17.7
Tax effect	(16.7)	7.7	(2.6)
Reclassification adjustment	26.6	28.9	42.4
Tax effect	(8.5)	(10.0)	(14.8)
	<u>38.5</u>	<u>(23.7)</u>	<u>42.7</u>
Foreign currency translation gain (loss)	292.0	(87.1)	(483.8)
Net other comprehensive income (loss)	<u>334.5</u>	<u>(111.1)</u>	<u>(437.2)</u>
<i>Comprehensive Income</i>	<u>\$ 2,009.7</u>	<u>\$ 410.6</u>	<u>\$ 1,166.8</u>

See notes to consolidated financial statements.

CONSOLIDATED BALANCE SHEETS

December 31,

	2017	2016
	<i>(millions)</i>	
ASSETS		
TRUCK, PARTS AND OTHER:		
<i>Current Assets</i>		
Cash and cash equivalents	\$ 2,254.8	\$ 1,781.7
Trade and other receivables, net	1,127.9	862.2
Marketable debt securities	1,367.1	1,140.9
Inventories, net	928.4	727.8
Other current assets	404.4	225.6
<i>Total Truck, Parts and Other Current Assets</i>	6,082.6	4,738.2
Equipment on operating leases, net	1,265.7	1,013.9
Property, plant and equipment, net	2,464.4	2,260.0
Other noncurrent assets, net	425.2	432.0
<i>Total Truck, Parts and Other Assets</i>	10,237.9	8,444.1
FINANCIAL SERVICES:		
Cash and cash equivalents	109.9	134.0
Finance and other receivables, net	9,697.1	8,837.4
Equipment on operating leases, net	2,876.3	2,623.9
Other assets	519.0	599.5
<i>Total Financial Services Assets</i>	13,202.3	12,194.8
	\$ 23,440.2	\$ 20,638.9

CONSOLIDATED BALANCE SHEETS

December 31.

	2017	2016
	<i>(millions)</i>	
LIABILITIES AND STOCKHOLDERS' EQUITY		
TRUCK, PARTS AND OTHER:		
<i>Current Liabilities</i>		
Accounts payable, accrued expenses and other	\$ 2,569.5	\$ 2,034.1
Dividend payable	422.1	210.4
<i>Total Truck, Parts and Other Current Liabilities</i>	2,991.6	2,244.5
Residual value guarantees and deferred revenues	1,339.0	1,072.6
Other liabilities	939.8	739.1
<i>Total Truck, Parts and Other Liabilities</i>	5,270.4	4,056.2
FINANCIAL SERVICES:		
Accounts payable, accrued expenses and other	466.2	395.0
Commercial paper and bank loans	2,933.9	2,447.5
Term notes	5,945.5	6,027.7
Deferred taxes and other liabilities	773.7	934.9
<i>Total Financial Services Liabilities</i>	10,119.3	9,805.1
STOCKHOLDERS' EQUITY:		
Preferred stock, no par value - authorized 1.0 million shares, none issued		
Common stock, \$1 par value - authorized 1.2 billion shares; issued 351.8 million and 350.7 million shares	351.8	350.7
Additional paid-in capital	123.2	70.1
Retained earnings	8,369.1	7,484.9
Accumulated other comprehensive loss	(793.6)	(1,128.1)
<i>Total Stockholders' Equity</i>	8,050.5	6,777.6
	\$ 23,440.2	\$ 20,638.9

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

<i>Year Ended December 31,</i>	<u>2017</u>	<u>2016</u>	<u>2015</u>
		<i>(millions)</i>	
OPERATING ACTIVITIES:			
<i>Net Income</i>	\$ 1,675.2	\$ 521.7	\$ 1,604.0
<i>Adjustments to reconcile net income to cash provided by operations:</i>			
Depreciation and amortization:			
Property, plant and equipment	321.4	302.4	292.2
Equipment on operating leases and other	786.1	690.7	614.9
Provision for losses on financial services receivables	22.3	18.4	12.4
Deferred taxes	(173.9)	30.9	(55.2)
Other, net	43.6	30.3	46.6
Pension contributions	(70.6)	(185.7)	(62.9)
<i>Change in operating assets and liabilities:</i>			
(Increase) decrease in assets other than cash and cash equivalents:			
Receivables:			
Trade and other receivables	(207.2)	(61.8)	105.3
Wholesale receivables on new trucks	(272.0)	401.6	(273.4)
Sales-type finance leases and dealer direct loans on new trucks	71.9	116.1	(6.6)
Inventories	(149.9)	64.1	64.3
Other assets, net	131.4	41.0	(125.1)
Increase (decrease) in liabilities:			
Accounts payable and accrued expenses	333.6	(8.6)	(162.6)
Residual value guarantees and deferred revenues	166.3	155.9	242.0
Other liabilities, net	37.6	183.8	260.1
<i>Net Cash Provided by Operating Activities</i>	<u>2,715.8</u>	<u>2,300.8</u>	<u>2,556.0</u>
INVESTING ACTIVITIES:			
Originations of retail loans and direct financing leases	(3,116.8)	(2,825.9)	(3,064.5)
Collections on retail loans and direct financing leases	2,713.7	2,509.8	2,681.9
Net decrease (increase) in wholesale receivables on used equipment	5.2	9.5	(24.7)
Purchases of marketable debt securities	(970.3)	(1,031.9)	(1,329.8)
Proceeds from sales and maturities of marketable debt securities	779.5	1,304.8	1,035.5
Payments for property, plant and equipment	(423.4)	(375.2)	(286.7)
Acquisitions of equipment for operating leases	(1,423.2)	(1,589.7)	(1,438.5)
Proceeds from asset disposals	470.7	433.8	448.8
Other, net	.5	.5	3.1
<i>Net Cash Used in Investing Activities</i>	<u>(1,964.6)</u>	<u>(1,564.3)</u>	<u>(1,974.9)</u>
FINANCING ACTIVITIES:			
Payments of cash dividends	(558.3)	(829.3)	(680.5)
Purchases of treasury stock	.0	(70.5)	(201.6)
Proceeds from stock compensation transactions	39.3	29.4	21.8
Net increase (decrease) in commercial paper and short-term bank loans	352.1	(322.8)	250.7
Proceeds from term debt	1,670.2	1,994.8	1,993.2
Payments on term debt	(1,897.1)	(1,625.1)	(1,580.1)
<i>Net Cash Used in Financing Activities</i>	<u>(393.8)</u>	<u>(823.5)</u>	<u>(196.5)</u>
Effect of exchange rate changes on cash	91.6	(13.7)	(105.8)
<i>Net Increase (Decrease) in Cash and Cash Equivalents</i>	<u>449.0</u>	<u>(100.7)</u>	<u>278.8</u>
Cash and cash equivalents at beginning of year	<u>1,915.7</u>	<u>2,016.4</u>	<u>1,737.6</u>
Cash and cash equivalents at end of year	<u>\$ 2,364.7</u>	<u>\$ 1,915.7</u>	<u>\$ 2,016.4</u>

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

<i>December 31,</i>	<u>2017</u>	<u>2016</u>	<u>2015</u>
	<i>(millions, except per share data)</i>		
COMMON STOCK, \$1 PAR VALUE:			
Balance at beginning of year	\$ 350.7	\$ 351.3	\$ 355.2
Treasury stock retirement		(1.4)	(4.6)
Stock compensation	1.1	.8	.7
Balance at end of year	<u>351.8</u>	<u>350.7</u>	<u>351.3</u>
ADDITIONAL PAID-IN CAPITAL:			
Balance at beginning of year	70.1	69.3	156.7
Treasury stock retirement		(43.4)	(128.5)
Stock compensation and tax benefit	53.1	44.2	41.1
Balance at end of year	<u>123.2</u>	<u>70.1</u>	<u>69.3</u>
TREASURY STOCK, AT COST:			
Balance at beginning of year			(42.7)
Purchases, shares: 2017 - nil; 2016 - 1.38; 2015 - 3.85		(70.5)	(201.6)
Retirements		70.5	244.3
Balance at end of year			<u>(72.8)</u>
RETAINED EARNINGS:			
Balance at beginning of year	7,484.9	7,536.8	6,863.8
Net income	1,675.2	521.7	1,604.0
Cash dividends declared on common stock, per share: 2017 - \$2.19; 2016 - \$1.56; 2015 - \$2.32	(771.1)	(547.9)	(819.8)
Treasury stock retirement		(25.7)	(111.2)
Cumulative effect of change in accounting principle	(19.9)		
Balance at end of year	<u>8,369.1</u>	<u>7,484.9</u>	<u>7,536.8</u>
ACCUMULATED OTHER COMPREHENSIVE LOSS:			
Balance at beginning of year	(1,128.1)	(1,017.0)	(579.8)
Other comprehensive income (loss)	334.5	(111.1)	(437.2)
Balance at end of year	<u>(793.6)</u>	<u>(1,128.1)</u>	<u>(1,017.0)</u>
<i>Total Stockholders' Equity</i>	<u>\$ 8,050.5</u>	<u>\$ 6,777.6</u>	<u>\$ 6,940.4</u>

See notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017, 2016 and 2015 (currencies in millions, except per share data)

A. SIGNIFICANT ACCOUNTING POLICIES

Description of Operations: PACCAR Inc (the Company or PACCAR) is a multinational company operating in three principal segments: (1) the Truck segment includes the design and manufacture of high-quality, light-, medium- and heavy-duty commercial trucks; (2) the Parts segment includes the distribution of aftermarket parts for trucks and related commercial vehicles; and (3) the Financial Services segment (PFS) includes finance and leasing products and services provided to customers and dealers. PACCAR's finance and leasing activities are principally related to PACCAR products and associated equipment. PACCAR's sales and revenues are derived primarily from North America and Europe. The Company also operates in Australia and Brasil and sells trucks and parts to customers in Asia, Africa, Middle East and South America.

Principles of Consolidation: The consolidated financial statements include the accounts of the Company and its wholly owned domestic and foreign subsidiaries. All significant intercompany accounts and transactions are eliminated in consolidation.

Use of Estimates: The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Revenue Recognition:

Truck, Parts and Other: Substantially all sales and revenues of trucks and related aftermarket parts are recorded by the Company when products are shipped to dealers or customers, except for certain truck shipments that are subject to a residual value guarantee to the customer. Revenues related to these shipments are generally recognized on a straight-line basis over the guarantee period (see Note E). At the time certain truck and parts sales to a dealer are recognized, the Company records an estimate of any future sales incentive costs related to such sales. The estimate is based on historical data and announced incentive programs. In the Truck and Parts segments, the Company grants extended payment terms on selected receivables. Interest is charged for the period beyond standard payment terms. Interest income is recorded as earned.

Financial Services: Interest income from finance and other receivables is recognized using the interest method. Certain loan origination costs are deferred and amortized to interest income over the expected life of the contracts, generally 36 to 60 months, using the straight-line method which approximates the interest method. For operating leases, rental revenue is recognized on a straight-line basis over the lease term. Rental revenues for the years ended December 31, 2017, 2016 and 2015 were \$760.9, \$698.9 and \$668.6, respectively. Depreciation and related leased unit operating expenses were \$665.7, \$581.7 and \$536.2 for the years ended December 31, 2017, 2016 and 2015, respectively.

Recognition of interest income and rental revenue is suspended (put on non-accrual status) when the receivable becomes more than 90 days past the contractual due date or earlier if some other event causes the Company to determine that collection is not probable. Accordingly, no finance receivables more than 90 days past due were accruing interest at December 31, 2017 or December 31, 2016. Recognition is resumed if the receivable becomes current by the payment of all amounts due under the terms of the existing contract and collection of remaining amounts is considered probable (if not contractually modified) or if the customer makes scheduled payments for three months and collection of remaining amounts is considered probable (if contractually modified). Payments received while the finance receivable is on non-accrual status are applied to interest and principal in accordance with the contractual terms.

Cash and Cash Equivalents: Cash equivalents consist of liquid investments with a maturity at date of purchase of 90 days or less.

Marketable Debt Securities: The Company's investments in marketable debt securities are classified as available-for-sale. These investments are stated at fair value with any unrealized gains or losses, net of tax, included as a component of accumulated other comprehensive income (loss) (AOCI).

The Company utilizes third-party pricing services for all of its marketable debt security valuations. The Company reviews the pricing methodology used by the third-party pricing services, including the manner employed to collect market information. On a quarterly basis, the Company also performs review and validation procedures on the pricing information received from the third-party providers. These procedures help ensure that the fair value information used by the Company is determined in accordance with applicable accounting guidance.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017, 2016 and 2015 (currencies in millions, except per share data)

The Company evaluates its investment in marketable debt securities at the end of each reporting period to determine if a decline in fair value is other-than-temporary. Realized losses are recognized upon management's determination that a decline in fair value is other-than-temporary. The determination of other-than-temporary impairment is a subjective process, requiring the use of judgments and assumptions regarding the amount and timing of recovery. The Company reviews and evaluates its investments at least quarterly to identify investments that have indications of other-than-temporary impairments. It is reasonably possible that a change in estimate could occur in the near term relating to other-than-temporary impairment. Accordingly, the Company considers several factors when evaluating debt securities for other-than-temporary impairment, including whether the decline in fair value of the security is due to increased default risk for the specific issuer or market interest rate risk.

In assessing default risk, the Company considers the collectability of principal and interest payments by monitoring changes to issuers' credit ratings, specific credit events associated with individual issuers as well as the credit ratings of any financial guarantor, and the extent and duration to which amortized cost exceeds fair value.

In assessing market interest rate risk, including benchmark interest rates and credit spreads, the Company considers its intent for selling the securities and whether it is more likely than not the Company will be able to hold these securities until the recovery of any unrealized losses.

Receivables:

Trade and Other Receivables: The Company's trade and other receivables are recorded at cost, net of allowances. At December 31, 2017 and 2016, respectively, trade and other receivables include trade receivables from dealers and customers of \$962.0 and \$734.6 and other receivables of \$165.9 and \$127.6 relating primarily to value added tax receivables and supplier allowances and rebates.

Finance and Other Receivables:

Loans – Loans represent fixed or floating-rate loans to customers collateralized by the vehicles purchased and are recorded at amortized cost.

Finance leases – Finance leases are retail direct financing leases and sales-type finance leases, which lease equipment to retail customers and dealers. These leases are reported as the sum of minimum lease payments receivable and estimated residual value of the property subject to the contracts, reduced by unearned interest which is shown separately.

Dealer wholesale financing – Dealer wholesale financing is floating-rate wholesale loans to PACCAR dealers for new and used trucks and are recorded at amortized cost. The loans are collateralized by the trucks being financed.

Operating lease receivables and other – Operating lease receivables and other include monthly rentals due on operating leases, unamortized loan and lease origination costs, interest on loans and other amounts due within one year in the normal course of business.

Allowance for Credit Losses:

Truck, Parts and Other: The Company historically has not experienced significant losses or past due amounts on trade and other receivables in its Truck, Parts and Other businesses. Accounts are considered past due once the unpaid balance is over 30 days outstanding based on contractual payment terms. Accounts are charged-off against the allowance for credit losses when, in the judgment of management, they are considered uncollectible. The allowance for credit losses for Truck, Parts and Other was \$1.5 and \$1.7 for the years ended December 31, 2017 and 2016, respectively. Net charge-offs were \$.1, \$.1 and \$.3 for the years ended December 31, 2017, 2016 and 2015, respectively.

Financial Services: The Company continuously monitors the payment performance of its finance receivables. For large retail finance customers and dealers with wholesale financing, the Company regularly reviews their financial statements and makes site visits and phone contact as appropriate. If the Company becomes aware of circumstances that could cause those customers or dealers to face financial difficulty, whether or not they are past due, the customers are placed on a watch list.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017, 2016 and 2015 (currencies in millions, except per share data)

The Company modifies loans and finance leases in the normal course of its Financial Services operations. The Company may modify loans and finance leases for commercial reasons or for credit reasons. Modifications for commercial reasons are changes to contract terms for customers that are not considered to be in financial difficulty. Insignificant delays are modifications extending terms up to three months for customers experiencing some short-term financial stress, but not considered to be in financial difficulty.

Modifications for credit reasons are changes to contract terms for customers considered to be in financial difficulty. The Company's modifications typically result in granting more time to pay the contractual amounts owed and charging a fee and interest for the term of the modification.

When considering whether to modify customer accounts for credit reasons, the Company evaluates the creditworthiness of the customers and modifies those accounts that the Company considers likely to perform under the modified terms. When the Company modifies loans and finance leases for credit reasons and grants a concession, the modifications are classified as troubled debt restructurings (TDR). The Company does not typically grant credit modifications for customers that do not meet minimum underwriting standards since the Company normally repossesses the financed equipment in these circumstances. When such modifications do occur, they are considered TDRs.

On average, modifications extended contractual terms by approximately five months in 2017 and four months in 2016 and did not have a significant effect on the weighted average term or interest rate of the total portfolio at December 31, 2017 and 2016.

The Company has developed a systematic methodology for determining the allowance for credit losses for its two portfolio segments, retail and wholesale. The retail segment consists of retail loans and direct and sales-type finance leases, net of unearned interest. The wholesale segment consists of truck inventory financing loans to dealers that are collateralized by trucks and other collateral. The wholesale segment generally has less risk than the retail segment. Wholesale receivables generally are shorter in duration than retail receivables, and the Company requires periodic reporting of the wholesale dealer's financial condition, conducts periodic audits of the trucks being financed and in many cases, obtains guarantees or other security such as dealership assets. In determining the allowance for credit losses, retail loans and finance leases are evaluated together since they relate to a similar customer base, their contractual terms require regular payment of principal and interest, generally over three to five years, and they are secured by the same type of collateral. The allowance for credit losses consists of both specific and general reserves.

The Company individually evaluates certain finance receivables for impairment. Finance receivables that are evaluated individually for impairment consist of all wholesale accounts and certain large retail accounts with past due balances or otherwise determined to be at a higher risk of loss. A finance receivable is impaired if it is considered probable the Company will be unable to collect all contractual interest and principal payments as scheduled. In addition, all retail loans and leases which have been classified as TDRs and all customer accounts over 90 days past due are considered impaired. Generally, impaired accounts are on non-accrual status. Impaired accounts classified as TDRs which have been performing for 90 consecutive days are placed on accrual status if it is deemed probable that the Company will collect all principal and interest payments.

Impaired receivables are generally considered collateral dependent. Large balance retail and all wholesale impaired receivables are individually evaluated to determine the appropriate reserve for losses. The determination of reserves for large balance impaired receivables considers the fair value of the associated collateral. When the underlying collateral fair value exceeds the Company's recorded investment, no reserve is recorded. Small balance impaired receivables with similar risk characteristics are evaluated as a separate pool to determine the appropriate reserve for losses using the historical loss information discussed below.

The Company evaluates finance receivables that are not individually impaired on a collective basis and determines the general allowance for credit losses for both retail and wholesale receivables based on historical loss information, using past due account data and current market conditions. Information used includes assumptions regarding the likelihood of collecting current and past due accounts, repossession rates, the recovery rate on the underlying collateral based on used truck values and other pledged collateral or recourse. The Company has developed a range of loss estimates for each of its country portfolios based on historical experience, taking into account loss frequency and severity in both strong and weak truck market conditions. A projection is made of the range of estimated credit losses inherent in the portfolio from which an amount is determined as probable based on current market conditions and other factors impacting the creditworthiness of the Company's borrowers and their ability to repay. After determining the appropriate level of the allowance for credit losses, a provision for losses on finance receivables is charged to income as necessary to reflect management's estimate of incurred credit losses, net of recoveries, inherent in the portfolio.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017, 2016 and 2015 (currencies in millions, except per share data)

In determining the fair value of the collateral, the Company uses a pricing matrix and categorizes the fair value as Level 2 in the hierarchy of fair value measurement. The pricing matrix is reviewed quarterly and updated as appropriate. The pricing matrix considers the make, model and year of the equipment as well as recent sales prices of comparable equipment sold individually, which is the lowest unit of account, through wholesale channels to the Company's dealers (principal market). The fair value of the collateral also considers the overall condition of the equipment.

Accounts are charged-off against the allowance for credit losses when, in the judgment of management, they are considered uncollectible, which generally occurs upon repossession of the collateral. Typically the timing between the repossession and charge-off is not significant. In cases where repossession is delayed (e.g., for legal proceedings), the Company records a partial charge-off. The charge-off is determined by comparing the fair value of the collateral, less cost to sell, to the recorded investment.

Inventories: Inventories are stated at the lower of cost or market. Cost of inventories in the U.S. is determined principally by the last-in, first-out (LIFO) method. Cost of all other inventories is determined principally by the first-in, first-out (FIFO) method. Cost of sales and revenues include shipping and handling costs incurred to deliver products to dealers and customers.

Equipment on Operating Leases: The Company's Financial Services segment leases equipment under operating leases to its customers. In addition, in the Truck segment, equipment sold to customers in Europe subject to a residual value guarantee (RVG) by the Company is generally accounted for as an operating lease. Equipment is recorded at cost and is depreciated on the straight-line basis to the lower of the estimated residual value or guarantee value. Lease and guarantee periods generally range from two to five years. Estimated useful lives of the equipment range from four to nine years. The Company reviews residual values of equipment on operating leases periodically to determine that recorded amounts are appropriate.

Property, Plant and Equipment: Property, plant and equipment are stated at cost. Depreciation is computed principally by the straight-line method based on the estimated useful lives of the various classes of assets. Certain production tooling is amortized on a unit of production basis.

Long-lived Assets and Goodwill: The Company evaluates the carrying value of property, plant and equipment when events and circumstances warrant a review. Goodwill is tested for impairment at least on an annual basis. There were no significant impairment charges for the three years ended December 31, 2017. Goodwill was \$117.4 and \$103.0 at December 31, 2017 and 2016, respectively. The increase in value was mostly due to currency translation.

Product Support Liabilities: Product support liabilities include estimated future payments related to product warranties and deferred revenues on optional extended warranties and repair and maintenance (R&M) contracts. The Company generally offers one year warranties covering most of its vehicles and related aftermarket parts. For vehicles equipped with engines manufactured by PACCAR, the Company generally offers two year warranties on the engine. Specific terms and conditions vary depending on the product and the country of sale. Optional extended warranty and R&M contracts can be purchased for periods which generally range up to five years. Warranty expenses and reserves are estimated and recorded at the time products or contracts are sold based on historical data regarding the source, frequency and cost of claims, net of any recoveries. The Company periodically assesses the adequacy of its recorded liabilities and adjusts them as appropriate to reflect actual experience. Revenue from extended warranty and R&M contracts is deferred and recognized to income generally on a straight-line basis over the contract period. Warranty and R&M costs on these contracts are recognized as incurred.

Derivative Financial Instruments: As part of its risk management strategy, the Company enters into derivative contracts to hedge against interest rates and foreign currency risk. Certain derivative instruments designated as either cash flow hedges or fair value hedges are subject to hedge accounting. Derivative instruments that are not subject to hedge accounting are held as economic hedges. The Company's policies prohibit the use of derivatives for speculation or trading. At the inception of each hedge relationship, the Company documents its risk management objectives, procedures and accounting treatment. All of the Company's interest-rate and certain foreign-exchange contracts are transacted under International Swaps and Derivatives Association (ISDA) master agreements. Each agreement permits the net settlement of amounts owed in the event of default and certain other termination events. For derivative financial instruments, the Company has elected not to offset derivative positions in the balance sheet with the same counterparty under the same agreements and is not required to post or receive collateral. Exposure limits and minimum credit ratings are used to minimize the risks of counterparty default. The Company's maximum exposure to potential default of its swap counterparties is limited to the asset position of its swap portfolio. The asset position of the Company's swap portfolio is \$53.3 at December 31, 2017.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017, 2016 and 2015 (currencies in millions, except per share data)

The Company uses regression analysis to assess effectiveness of interest-rate contracts on a quarterly basis. For foreign-exchange contracts, the Company performs quarterly assessments to ensure that critical terms continue to match. All components of the derivative instrument's gain or loss are included in the assessment of hedge effectiveness. Gains or losses on the ineffective portion of cash flow hedges are recognized in current earnings. Hedge accounting is discontinued prospectively when the Company determines that a derivative financial instrument has ceased to be a highly effective hedge.

Foreign Currency Translation: For most of the Company's foreign subsidiaries, the local currency is the functional currency. All assets and liabilities are translated at year-end exchange rates and all income statement amounts are translated at the weighted average rates for the period. Translation adjustments are recorded in AOCI. The Company uses the U.S. dollar as the functional currency for all but one of its Mexican subsidiaries, which uses the local currency. For the U.S. functional currency entities in Mexico, inventories, cost of sales, property, plant and equipment and depreciation are remeasured at historical rates and resulting adjustments are included in net income.

Earnings per Share: Basic earnings per common share are computed by dividing earnings by the weighted average number of common shares outstanding, plus the effect of any participating securities. Diluted earnings per common share are computed assuming that all potentially dilutive securities are converted into common shares under the treasury stock method.

New Accounting Pronouncements: In February 2018, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2018-02 *Income Statement – Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*. The amendment requires a reclassification from accumulated other comprehensive income (AOCI) to retained earnings the difference between the historical corporate income tax rate and the newly enacted income tax rate resulting from the Tax Act. This ASU is effective for annual periods beginning after December 15, 2018, and interim periods within those annual periods. Early adoption is permitted. Upon adoption, the Company estimates Retained earnings will increase and AOCI will decrease approximately \$40 million with no impact to Stockholders' Equity. The Company expects to early adopt this ASU in 2018.

In March 2017, FASB issued ASU 2017-07 *Compensation - Retirement Benefits (Topic 715): Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost*. The amendment disaggregates the service cost component from non-service cost components of pension expense and prescribes where to present the various components of pension cost on the income statement. This ASU also allows only the service cost component to be eligible for capitalization, when applicable (e.g. as a cost of manufactured inventory or self-constructed assets). The Company will adopt this ASU in January 2018 and accordingly will apply the income statement presentation of service and non-service components of pension expense retrospectively and the capitalization of service cost prospectively. Non-service components of pension expense (see Note L) are currently reported in Cost of sales and revenues and Selling, general and administrative expenses. Upon adoption of this ASU these costs will be reported in Truck, Parts and Other: Interest and other expenses, net.

In October 2016, the FASB issued ASU 2016-16, *Income Taxes (Topic 740): Intra-Entity Transfers of Assets Other Than Inventory*. The amendment in this ASU requires recognition of income tax consequences of an intra-entity transfer of an asset other than inventory when the transfer occurs. Currently the recognition of current and deferred income taxes for an intra-entity asset transfer is recognized when the asset has been sold to an outside party. This ASU is effective for annual reporting periods beginning after December 15, 2017 and interim periods within those annual periods, and early adoption is permitted. This amendment should be applied on a modified retrospective basis with a cumulative effect adjustment to retained earnings as of the beginning of the period of adoption. The Company adopted this ASU on January 1, 2017. The effect of the adoption reduced prepaid income taxes and retained earnings by \$19.9. Because the corresponding deferred tax asset is not realizable, the Company recorded an offsetting valuation allowance.

In June 2016, the FASB issued ASU 2016-13, *Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. The amendment in this ASU requires entities having financial assets measured at amortized cost to estimate credit reserves under an expected credit loss model rather than the current incurred loss model. Under this new model, expected credit losses will be based on relevant information about past events, including historical experience, current conditions and reasonable and supportable forecasts that affect collectability. The ASU is effective for annual periods beginning after December 15, 2019 and interim periods within those annual periods. Early adoption is permitted, but not earlier than annual and interim periods beginning after December 15, 2018. This amendment should be applied on a modified retrospective basis with a cumulative effect adjustment to retained earnings as of the beginning of the period of adoption. The Company is currently evaluating the impact on its consolidated financial statements.

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In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)* which amends the existing accounting standards for leases. Under the new lease standard, lessees will recognize a right-of-use asset and a lease liability for virtually all leases (other than short-term leases). Lessor accounting is largely unchanged. The ASU is effective for annual periods beginning after December 15, 2018 and interim periods within those annual periods. Early adoption is permitted. This ASU requires leases to be recognized and measured at the beginning of the earliest period presented using a modified retrospective approach. The Company is currently evaluating the impact on its consolidated financial statements.

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers*. This ASU amends the existing accounting standards for revenue recognition. Under the new revenue recognition model, a company should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. The FASB has subsequently issued several related ASUs to clarify the implementation guidance in ASU 2014-09. This standard may be applied retrospectively to each prior period presented or modified retrospectively with a cumulative effect recognized as of the date of initial application. The Company will adopt this ASU on a modified retrospective basis on January 1, 2018.

The most significant effect of the standard relates to trucks sold in Europe that are subject to a residual value guarantee (RVG) and are currently accounted for as an operating lease in the Truck, Parts and Other section of the Company's Consolidated Balance Sheets (see Note E). Under the new standard, revenues will be recognized immediately for certain of these RVG contracts that allow customers the option to return their truck and for which there is no economic incentive to do so. The Company expects the overall effects on revenues to not be significant, as the increase in revenues from immediate recognition will largely be offset by reduced amortization of RVG revenue that had been deferred under the prior standard. Upon adoption of the new standard, total RVG assets will decrease by approximately \$497 million and the related liability will decrease by approximately \$520 million. The cumulative effect adjustment will increase Retained earnings by approximately \$17 million, net of tax. Also as required by the new standard, the Company will recognize an asset for the value of expected returned aftermarket parts which had previously been netted with the related liabilities. The new standard also requires new and expanded footnote disclosures.

In addition to ASU 2016-16 disclosed above, the Company adopted the following standards effective January 1, 2017, none of which had a material impact on the Company's consolidated financial statements.

STANDARD	DESCRIPTION
2017-04 *	<i>Intangibles – Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment.</i>
2016-09 **	<i>Compensation – Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting.</i>
2015-11 **	<i>Inventory (Topic 330): Simplifying the Measurement of Inventory.</i>

* The Company early adopted in 2017.

** The Company adopted on the effective date of January 1, 2017.

The FASB also issued the following standards, which are not expected to have a material impact on the Company's consolidated financial statements.

STANDARD	DESCRIPTION	EFFECTIVE DATE
2016-01 *	<i>Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities.</i>	January 1, 2018
2016-15 *	<i>Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments.</i>	January 1, 2018
2017-12 **	<i>Derivative and Hedging (Topic 815): Targeted Improvements to Accounting for Hedging Activities.</i>	January 1, 2019

* The Company will adopt on the effective date.

** The Company expects to early adopt on January 1, 2018.

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B. INVESTMENTS IN MARKETABLE DEBT SECURITIES

Marketable debt securities consisted of the following at December 31:

	AMORTIZED COST	UNREALIZED GAINS	UNREALIZED LOSSES	FAIR VALUE
2017				
U.S. tax-exempt securities	\$ 537.9		\$ 2.4	\$ 535.5
U.S. corporate securities	89.7	\$.2	.2	89.7
U.S. government and agency securities	48.9		.2	48.7
Non-U.S. corporate securities	459.4	1.3	1.4	459.3
Non-U.S. government securities	91.5	.3	.1	91.7
Other debt securities	142.8	.1	.7	142.2
	<u>\$ 1,370.2</u>	<u>\$ 1.9</u>	<u>\$ 5.0</u>	<u>\$ 1,367.1</u>
2016				
U.S. tax-exempt securities	\$ 597.9	\$.2	\$ 3.1	\$ 595.0
U.S. corporate securities	47.6	.2		47.8
U.S. government and agency securities	16.0			16.0
Non-U.S. corporate securities	306.9	1.5	.4	308.0
Non-U.S. government securities	97.6	.6		98.2
Other debt securities	75.9	.2	.2	75.9
	<u>\$ 1,141.9</u>	<u>\$ 2.7</u>	<u>\$ 3.7</u>	<u>\$ 1,140.9</u>

The cost of marketable debt securities is adjusted for amortization of premiums and accretion of discounts to maturity. Amortization, accretion, interest and dividend income and realized gains and losses are included in investment income. The cost of securities sold is based on the specific identification method. Gross realized gains were \$1.4, \$4.4 and \$2.6, and gross realized losses were \$.5, \$.1 and \$.8 for the years ended December 31, 2017, 2016 and 2015, respectively.

Marketable debt securities with continuous unrealized losses and their related fair values were as follows:

	2017		2016	
	LESS THAN TWELVE MONTHS	TWELVE MONTHS OR GREATER	LESS THAN TWELVE MONTHS	TWELVE MONTHS OR GREATER
Fair value	\$ 908.5	\$ 18.4	\$ 615.5	
Unrealized losses	4.8	.2	3.7	

For the investment securities in gross unrealized loss positions identified above, the Company does not intend to sell the investment securities. It is more likely than not that the Company will not be required to sell the investment securities before recovery of the unrealized losses, and the Company expects that the contractual principal and interest will be received on the investment securities. As a result, the Company recognized no other-than-temporary impairments during the periods presented.

Contractual maturities on marketable debt securities at December 31, 2017 were as follows:

	AMORTIZED COST	FAIR VALUE
<i>Maturities:</i>		
Within one year	\$ 413.7	\$ 413.3
One to five years	939.6	936.9
More than ten years	16.9	16.9
	<u>\$ 1,370.2</u>	<u>\$ 1,367.1</u>

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C. INVENTORIES

Inventories include the following:

<i>At December 31,</i>	2017	2016
Finished products	\$ 515.7	\$ 452.3
Work in process and raw materials	586.2	444.7
	1,101.9	897.0
Less LIFO reserve	(173.5)	(169.2)
	\$ 928.4	\$ 727.8

Inventories valued using the LIFO method comprised 47% and 49% of consolidated inventories before deducting the LIFO reserve at December 31, 2017 and 2016, respectively.

D. FINANCE AND OTHER RECEIVABLES

Finance and other receivables include the following:

<i>At December 31,</i>	2017	2016
Loans	\$ 4,147.8	\$ 3,948.6
Direct financing leases	3,211.7	2,798.0
Sales-type finance leases	781.1	867.3
Dealer wholesale financing	1,880.6	1,528.5
Operating lease receivables and other	161.1	150.9
Unearned interest: Finance leases	(368.0)	(344.7)
	\$ 9,814.3	\$ 8,948.6
Less allowance for losses:		
Loans and leases	(101.9)	(97.1)
Dealer wholesale financing	(6.0)	(5.5)
Operating lease receivables and other	(9.3)	(8.6)
	\$ 9,697.1	\$ 8,837.4

The net activity of sales-type finance leases, dealer direct loans and dealer wholesale financing on new trucks is shown in the operating section of the Consolidated Statements of Cash Flows since those receivables finance the sale of Company inventory.

Annual minimum payments due on finance receivables are as follows:

<i>Beginning January 1, 2018</i>	LOANS	FINANCE LEASES
2018	\$ 1,351.5	\$ 1,226.7
2019	1,088.1	959.6
2020	857.2	716.6
2021	542.0	440.6
2022	242.9	217.8
Thereafter	66.1	90.6
	\$ 4,147.8	\$ 3,651.9

Estimated residual values included with finance leases amounted to \$340.9 in 2017 and \$239.1 in 2016. Experience indicates substantially all of dealer wholesale financing will be repaid within one year. In addition, repayment experience indicates that some loans, leases and other finance receivables will be paid prior to contract maturity, while others may be extended or modified.

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For the following credit quality disclosures, finance receivables are classified into two portfolio segments, wholesale and retail. The retail portfolio is further segmented into dealer retail and customer retail. The dealer wholesale segment consists of truck inventory financing to PACCAR dealers. The dealer retail segment consists of loans and leases to participating dealers and franchises that use the proceeds to fund customers' acquisition of commercial vehicles and related equipment. The customer retail segment consists of loans and leases directly to customers for the acquisition of commercial vehicles and related equipment. Customer retail receivables are further segregated between fleet and owner/operator classes. The fleet class consists of customer retail accounts operating more than five trucks. All other customer retail accounts are considered owner/operator. These two classes have similar measurement attributes, risk characteristics and common methods to monitor and assess credit risk.

Allowance for Credit Losses: The allowance for credit losses is summarized as follows:

	2017				
	DEALER		CUSTOMER		TOTAL
	WHOLESALE	RETAIL	RETAIL	OTHER*	
Balance at January 1	\$ 5.5	\$ 9.6	\$ 87.5	\$ 8.6	\$ 111.2
Provision for losses		(.3)	21.1	1.5	22.3
Charge-offs			(24.8)	(1.9)	(26.7)
Recoveries			5.0	.3	5.3
Currency translation and other	.5	.1	3.7	.8	5.1
Balance at December 31	<u>\$ 6.0</u>	<u>\$ 9.4</u>	<u>\$ 92.5</u>	<u>\$ 9.3</u>	<u>\$ 117.2</u>

	2016				
	DEALER		CUSTOMER		TOTAL
	WHOLESALE	RETAIL	RETAIL	OTHER*	
Balance at January 1	\$ 7.3	\$ 10.3	\$ 88.9	\$ 8.3	\$ 114.8
Provision for losses	(1.7)	(.7)	18.6	2.2	18.4
Charge-offs			(22.9)	(2.1)	(25.0)
Recoveries			5.5	.3	5.8
Currency translation and other	(.1)		(2.6)	(.1)	(2.8)
Balance at December 31	<u>\$ 5.5</u>	<u>\$ 9.6</u>	<u>\$ 87.5</u>	<u>\$ 8.6</u>	<u>\$ 111.2</u>

	2015				
	DEALER		CUSTOMER		TOTAL
	WHOLESALE	RETAIL	RETAIL	OTHER*	
Balance at January 1	\$ 9.0	\$ 11.9	\$ 93.6	\$ 7.5	\$ 122.0
Provision for losses	(.8)	(1.4)	11.6	3.0	12.4
Charge-offs	(.3)		(13.6)	(3.2)	(17.1)
Recoveries			3.5	.5	4.0
Currency translation and other	(.6)	(.2)	(6.2)	.5	(6.5)
Balance at December 31	<u>\$ 7.3</u>	<u>\$ 10.3</u>	<u>\$ 88.9</u>	<u>\$ 8.3</u>	<u>\$ 114.8</u>

* Operating lease and other trade receivables.

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Information regarding finance receivables evaluated and determined individually and collectively is as follows:

	DEALER		CUSTOMER	TOTAL
	WHOLESALE	RETAIL	RETAIL	
<i>At December 31, 2017</i>				
Recorded investment for impaired finance receivables evaluated individually	\$.1	\$ 4.0	\$ 50.8	\$ 54.9
Allowance for impaired finance receivables determined individually	.1		6.6	6.7
Recorded investment for finance receivables evaluated collectively	1,880.5	1,354.7	6,363.1	9,598.3
Allowance for finance receivables determined collectively	5.9	9.4	85.9	101.2
<i>At December 31, 2016</i>				
Recorded investment for impaired finance receivables evaluated individually	\$.1		\$ 57.3	\$ 57.4
Allowance for impaired finance receivables determined individually	.1		4.9	5.0
Recorded investment for finance receivables evaluated collectively	1,528.4	\$ 1,406.0	5,805.9	8,740.3
Allowance for finance receivables determined collectively	5.4	9.6	82.6	97.6

The recorded investment for finance receivables that are on non-accrual status is as follows:

	2017	2016
<i>At December 31,</i>		
Dealer:		
Wholesale	\$.1	\$.1
Customer retail:		
Fleet	44.4	49.5
Owner/operator	6.0	6.9
	<u>\$ 50.5</u>	<u>\$ 56.5</u>

Impaired Loans: Impaired loans are summarized below. The impaired loans with specific reserve represent the unpaid principal balance. The recorded investment of impaired loans as of December 31, 2017 and December 31, 2016 was not significantly different than the unpaid principal balance.

	DEALER		CUSTOMER RETAIL		TOTAL
	WHOLESALE	RETAIL	FLEET	OWNER/ OPERATOR	
<i>At December 31, 2017</i>					
Impaired loans with a specific reserve	\$.1		\$ 18.8	\$ 1.0	\$ 19.9
Associated allowance	(.1)		(3.0)	(.2)	(3.3)
Impaired loans with no specific reserve		\$ 3.9	\$ 15.8	\$.8	\$ 16.6
Net carrying amount of impaired loans		\$ 3.9	\$ 28.9	\$ 1.0	\$ 33.8
Average recorded investment	\$.1	\$ 4.0	\$ 31.3	\$ 1.8	\$ 37.2

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	DEALER		CUSTOMER RETAIL		TOTAL
	WHOLESALE	RETAIL	FLEET	OWNER/ OPERATOR	
<i>At December 31, 2016</i>					
Impaired loans with a specific reserve	\$.1		\$ 18.9	\$ 1.8	\$ 20.8
Associated allowance	(.1)		(2.8)	(.3)	(3.2)
			\$ 16.1	\$ 1.5	\$ 17.6
Impaired loans with no specific reserve			10.8	.2	11.0
Net carrying amount of impaired loans			\$ 26.9	\$ 1.7	\$ 28.6
Average recorded investment	\$ 2.8		\$ 28.0	\$ 2.4	\$ 33.2

During the period the loans above were considered impaired, interest income recognized on a cash basis was as follows:

	2017	2016	2015
Interest income recognized:			
Customer retail - fleet	\$ 1.6	\$ 1.1	\$ 1.4
Customer retail - owner/operator	.1	.4	.4
	<u>\$ 1.7</u>	<u>\$ 1.5</u>	<u>\$ 1.8</u>

Credit Quality: The Company's customers are principally concentrated in the transportation industry in North America, Europe and Australia. The Company's portfolio assets are diversified over a large number of customers and dealers with no single customer or dealer balances representing over 5% of the total portfolio assets. The Company retains as collateral a security interest in the related equipment.

At the inception of each contract, the Company considers the credit risk based on a variety of credit quality factors including prior payment experience, customer financial information, credit-rating agency ratings, loan-to-value ratios and other internal metrics. On an ongoing basis, the Company monitors credit quality based on past due status and collection experience as there is a meaningful correlation between the past due status of customers and the risk of loss.

The Company has three credit quality indicators: performing, watch and at-risk. Performing accounts pay in accordance with the contractual terms and are not considered high-risk. Watch accounts include accounts 31 to 90 days past due and large accounts that are performing but are considered to be high-risk. Watch accounts are not impaired. At-risk accounts are accounts that are impaired, including TDRs, accounts over 90 days past due and other accounts on non-accrual status. The tables below summarize the Company's finance receivables by credit quality indicator and portfolio class.

	DEALER		CUSTOMER RETAIL		TOTAL
	WHOLESALE	RETAIL	FLEET	OWNER/ OPERATOR	
<i>At December 31, 2017</i>					
Performing	\$ 1,874.5	\$ 1,354.7	\$ 5,290.3	\$ 1,005.2	\$ 9,524.7
Watch	6.0		62.9	4.7	73.6
At-risk	.1	4.0	44.7	6.1	54.9
	<u>\$ 1,880.6</u>	<u>\$ 1,358.7</u>	<u>\$ 5,397.9</u>	<u>\$ 1,016.0</u>	<u>\$ 9,653.2</u>

	DEALER		CUSTOMER RETAIL		TOTAL
	WHOLESALE	RETAIL	FLEET	OWNER/ OPERATOR	
<i>At December 31, 2016</i>					
Performing	\$ 1,519.3	\$ 1,406.0	\$ 4,863.4	\$ 922.1	\$ 8,710.8
Watch	9.1		14.9	5.5	29.5
At-risk	.1		50.4	6.9	57.4
	<u>\$ 1,528.5</u>	<u>\$ 1,406.0</u>	<u>\$ 4,928.7</u>	<u>\$ 934.5</u>	<u>\$ 8,797.7</u>

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The tables below summarize the Company's finance receivables by aging category. In determining past due status, the Company considers the entire contractual account balance past due when any installment is over 30 days past due. Substantially all customer accounts that were greater than 30 days past due prior to credit modification became current upon modification for aging purposes.

	DEALER		CUSTOMER RETAIL		TOTAL
	WHOLESALE	RETAIL	FLEET	OWNER/ OPERATOR	
<i>At December 31, 2017</i>					
Current and up to 30 days past due	\$ 1,880.5	\$ 1,358.7	\$ 5,365.7	\$ 1,007.4	\$ 9,612.3
31 – 60 days past due			14.7	4.0	18.7
Greater than 60 days past due	.1		17.5	4.6	22.2
	<u>\$ 1,880.6</u>	<u>\$ 1,358.7</u>	<u>\$ 5,397.9</u>	<u>\$ 1,016.0</u>	<u>\$ 9,653.2</u>

	DEALER		CUSTOMER RETAIL		TOTAL
	WHOLESALE	RETAIL	FLEET	OWNER/ OPERATOR	
<i>At December 31, 2016</i>					
Current and up to 30 days past due	\$ 1,528.4	\$ 1,406.0	\$ 4,898.4	\$ 926.4	\$ 8,759.2
31 – 60 days past due			12.6	3.9	16.5
Greater than 60 days past due	.1		17.7	4.2	22.0
	<u>\$ 1,528.5</u>	<u>\$ 1,406.0</u>	<u>\$ 4,928.7</u>	<u>\$ 934.5</u>	<u>\$ 8,797.7</u>

Troubled Debt Restructurings: The balance of TDRs was \$37.9 and \$43.1 at December 31, 2017 and December 31, 2016, respectively. At modification date, the pre-modification and post-modification recorded investment balances for finance receivables modified during the period by portfolio class are as follows:

	2017		2016	
	RECORDED INVESTMENT		RECORDED INVESTMENT	
	PRE-MODIFICATION	POST-MODIFICATION	PRE-MODIFICATION	POST-MODIFICATION
Fleet	\$ 19.9	\$ 19.9	\$ 27.2	\$ 27.2
Owner/operator	.6	.6	4.4	4.4
	<u>\$ 20.5</u>	<u>\$ 20.5</u>	<u>\$ 31.6</u>	<u>\$ 31.6</u>

The effect on the allowance for credit losses from such modifications was not significant at December 31, 2017 and 2016.

TDRs modified during the previous twelve months that subsequently defaulted (i.e., became more than 30 days past due) in the year ended by portfolio class are as follows:

	2017	2016
Fleet	\$ 4.7	\$.3
Owner/operator	.2	.4
	<u>\$ 4.9</u>	<u>\$.7</u>

There were \$1.4 and \$4.8 of finance receivables modified as TDRs during the previous twelve months that subsequently defaulted and were charged off for the year ended December 31, 2017 and 2016, respectively.

Repossessions: When the Company determines a customer is not likely to meet its contractual commitments, the Company repossesses the vehicles which serve as collateral for the loans, finance leases and equipment under operating leases. The Company records the vehicles as used truck inventory included in Financial Services Other assets on the Consolidated Balance Sheets. The balance of repossessed inventory at December 31, 2017 and 2016 was \$13.1 and \$25.4, respectively. Proceeds from the sales of repossessed assets were \$58.3, \$51.7 and \$48.0 for the years ended December 31, 2017, 2016 and 2015, respectively. These amounts are included in Proceeds from asset disposals in the Consolidated Statements of Cash Flows. Write-downs of repossessed equipment on operating leases are recorded as impairments and included in Financial Services Depreciation and other expenses on the Consolidated Statements of Income.

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E. EQUIPMENT ON OPERATING LEASES

A summary of equipment on operating leases for Truck, Parts and Other and for the Financial Services segment is as follows:

<i>At December 31,</i>	TRUCK, PARTS AND OTHER		FINANCIAL SERVICES	
	2017	2016	2017	2016
Equipment on operating leases	\$ 1,615.5	\$ 1,282.3	\$ 4,066.3	\$ 3,640.6
Less allowance for depreciation	(349.8)	(268.4)	(1,190.0)	(1,016.7)
	<u>\$ 1,265.7</u>	<u>\$ 1,013.9</u>	<u>\$ 2,876.3</u>	<u>\$ 2,623.9</u>

Annual minimum lease payments due on Financial Services operating leases beginning January 1, 2018 are \$628.5, \$433.2, \$267.1, \$138.2, \$49.4 and \$9.6 thereafter.

When the equipment is sold subject to an RVG, the full sales price is received from the customer. A liability is established for the residual value obligation with the remainder of the proceeds recorded as deferred lease revenue. These amounts are summarized below:

<i>At December 31,</i>	TRUCK, PARTS AND OTHER	
	2017	2016
Residual value guarantees	\$ 909.8	\$ 699.2
Deferred lease revenues	429.2	373.4
	<u>\$ 1,339.0</u>	<u>\$ 1,072.6</u>

The deferred lease revenue is amortized on a straight-line basis over the RVG contract period. At December 31, 2017, the annual amortization of deferred revenues beginning January 1, 2018 is \$188.9, \$123.8, \$69.5, \$42.3, \$4.5 and \$.2 thereafter. Annual maturities of the RVGs beginning January 1, 2018 are \$287.8, \$269.9, \$209.5, \$79.8, \$54.2 and \$8.6 thereafter.

F. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment include the following:

<i>At December 31,</i>	USEFUL LIVES	2017		2016	
		2017	2016	2017	2016
Land		\$ 263.3	\$ 221.2		
Buildings and improvements	10 - 40 years	1,315.1	1,134.1		
Machinery, equipment and production tooling	3 - 12 years	3,782.1	3,285.2		
Construction in progress		253.8	352.8		
		<u>5,614.3</u>	<u>4,993.3</u>		
Less allowance for depreciation		(3,149.9)	(2,733.3)		
		<u>\$ 2,464.4</u>	<u>\$ 2,260.0</u>		

G. ACCOUNTS PAYABLE, ACCRUED EXPENSES AND OTHER

Accounts payable, accrued expenses and other include the following:

<i>At December 31,</i>	2017	2016
<i>Truck, Parts and Other:</i>		
Accounts payable	\$ 1,154.7	\$ 938.6
Product support liabilities	372.1	344.2
Accrued expenses	401.4	233.1
Accrued capital expenditures	120.1	111.2
Salaries and wages	238.9	194.8
Other	282.3	212.2
	<u>\$ 2,569.5</u>	<u>\$ 2,034.1</u>

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H. PRODUCT SUPPORT LIABILITIES

Changes in product support liabilities are summarized as follows:

WARRANTY RESERVES	2017	2016	2015
Balance at January 1	\$ 282.1	\$ 346.2	\$ 310.8
Cost accruals	242.1	211.9	294.8
Payments	(236.8)	(255.7)	(228.8)
Change in estimates for pre-existing warranties	(2.0)	(7.3)	(21.3)
Currency translation	13.4	(13.0)	(9.3)
Balance at December 31	<u>\$ 298.8</u>	<u>\$ 282.1</u>	<u>\$ 346.2</u>
DEFERRED REVENUES ON EXTENDED WARRANTIES AND R&M CONTRACTS			
	2017	2016	2015
Balance at January 1	\$ 573.5	\$ 524.8	\$ 462.0
Deferred revenues	371.8	347.6	333.0
Revenues recognized	(328.2)	(274.3)	(248.4)
Currency translation	36.8	(24.6)	(21.8)
Balance at December 31	<u>\$ 653.9</u>	<u>\$ 573.5</u>	<u>\$ 524.8</u>

Product support liabilities are included in the accompanying Consolidated Balance Sheets as follows:

At December 31,	WARRANTY RESERVES		DEFERRED REVENUES	
	2017	2016	2017	2016
<i>Truck, Parts and Other:</i>				
Accounts payable, accrued expenses and other	\$ 176.0	\$ 181.4	\$ 196.1	\$ 162.8
Other liabilities	122.8	100.7	441.0	395.7
<i>Financial Services:</i>				
Deferred taxes and other liabilities			16.8	15.0
	<u>\$ 298.8</u>	<u>\$ 282.1</u>	<u>\$ 653.9</u>	<u>\$ 573.5</u>

I. BORROWINGS AND CREDIT ARRANGEMENTS

Financial Services borrowings include the following:

At December 31,	2017		2016	
	EFFECTIVE RATE	BORROWINGS	EFFECTIVE RATE	BORROWINGS
Commercial paper	1.3%	\$ 2,723.7	.7%	\$ 2,242.5
Bank loans	6.9%	210.2	5.5%	205.0
		<u>2,933.9</u>		<u>2,447.5</u>
Term notes	1.7%	5,945.5	1.5%	6,027.7
	<u>1.7%</u>	<u>\$ 8,879.4</u>	<u>1.4%</u>	<u>\$ 8,475.2</u>

Commercial paper and term notes borrowings were \$8,669.2 and \$8,270.2 at December 31, 2017 and 2016, respectively. Unamortized debt issuance costs, unamortized discounts and the net effect of fair value hedges were \$(20.9) and \$(19.3) at December 31, 2017 and 2016, respectively. The effective rate is the weighted average rate as of December 31, 2017 and 2016 and includes the effects of interest-rate contracts.

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The annual maturities of the Financial Services borrowings are as follows:

<i>Beginning January 1, 2018</i>	COMMERCIAL PAPER	BANK LOANS	TERM NOTES	TOTAL
2018	\$ 2,725.5	\$ 57.1	\$ 1,693.1	\$ 4,475.7
2019		27.8	1,785.4	1,813.2
2020		74.8	1,610.3	1,685.1
2021		50.5	575.8	626.3
2022			300.0	300.0
	<u>\$ 2,725.5</u>	<u>\$ 210.2</u>	<u>\$ 5,964.6</u>	<u>\$ 8,900.3</u>

Interest paid on borrowings was \$127.4, \$108.2, and \$101.3 in 2017, 2016 and 2015, respectively. For the years ended December 31, 2017, 2016 and 2015, the Company capitalized interest on borrowings of nil for all periods presented, in Truck, Parts and Other.

The primary sources of borrowings in the capital markets are commercial paper and medium-term notes issued in the public markets, and to a lesser extent, bank loans. The medium-term notes are issued by PACCAR Financial Corp. (PFC), PACCAR Financial Europe and PACCAR Financial Mexico.

In November 2015, the Company's U.S. finance subsidiary, PFC, filed a shelf registration under the Securities Act of 1933. The total amount of medium-term notes outstanding for PFC as of December 31, 2017 was \$4,450.0. The registration expires in November 2018 and does not limit the principal amount of debt securities that may be issued during that period. PFC intends to renew the registration in 2018.

As of December 31, 2017, the Company's European finance subsidiary, PACCAR Financial Europe, had €1,343.6 available for issuance under a €2,500.0 medium-term note program listed on the Professional Securities Market of the London Stock Exchange. This program replaced an expiring program in the second quarter of 2017 and is renewable annually through the filing of new listing particulars.

In April 2016, PACCAR Financial Mexico registered a 10,000.0 peso medium-term note and commercial paper program with the Comision Nacional Bancaria y de Valores. The registration expires in April 2021 and limits the amount of commercial paper (up to one year) to 5,000.0 pesos. At December 31, 2017, 6,250.0 pesos remained available for issuance.

The Company has line of credit arrangements of \$3,520.0, of which \$3,306.8 were unused at December 31, 2017. Included in these arrangements are \$3,000.0 of syndicated bank facilities, of which \$1,000.0 expires in June 2018, \$1,000.0 expires in June 2021 and \$1,000.0 expires in June 2022. The Company intends to replace these credit facilities on or before expiration with facilities of similar amounts and duration. These credit facilities are maintained primarily to provide backup liquidity for commercial paper borrowings and maturing medium-term notes. There were no borrowings under the syndicated bank facilities for the year ended December 31, 2017.

J. LEASES

The Company leases certain facilities and computer equipment under operating leases. Leases expire at various dates through the year 2026. At January 1, 2018, annual minimum rent payments under non-cancelable operating leases having initial or remaining terms in excess of one year are \$23.0, \$14.6, \$10.3, \$6.5, \$4.4 and \$2.6 thereafter. For the years ended December 31, 2017, 2016 and 2015, total rental expenses under all leases amounted to \$30.1, \$28.8 and \$30.5, respectively.

K. COMMITMENTS AND CONTINGENCIES

At December 31, 2017, PACCAR had standby letters of credit and surety bonds totaling \$26.3, from third party financial institutions, in the normal course of business, which guarantee various insurance, financing and other activities. At December 31, 2017, PACCAR's financial services companies, in the normal course of business, had outstanding commitments to fund new loan and lease transactions amounting to \$928.6. The commitments generally expire in 90 days. The Company had other commitments, primarily to purchase production inventory, equipment and energy amounting to \$243.9, \$71.6, \$69.1, \$62.3, \$60.5 and nil for 2018, 2019, 2020, 2021, 2022 and beyond, respectively.

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The Company is involved in various stages of investigations and cleanup actions in different countries related to environmental matters. In certain of these matters, the Company has been designated as a “potentially responsible party” by domestic and foreign environmental agencies. The Company has an undiscounted accrual to provide for the estimated costs to investigate and complete cleanup actions where it is probable that the Company will incur such costs in the future. Expenditures related to environmental activities for the years ended December 31, 2017, 2016 and 2015 were \$1.9, \$2.2 and \$2.0, respectively.

While the timing and amount of the ultimate costs associated with future environmental cleanup cannot be determined, management expects that these matters will not have a significant effect on the Company's consolidated financial position.

In the first half of 2016, the Company recorded a charge of €752.7 (\$833.0) in connection with an investigation by the European Commission (EC) of all major European truck manufacturers, including DAF Trucks N.V., its subsidiary DAF Trucks Deutschland GmbH (collectively, “DAF”) and the Company as their parent. On July 19, 2016, the EC reached a settlement with DAF and the Company under which the EC imposed a fine of €752.7 (\$833.0) for infringement of European Union competition rules. DAF paid the fine in August 2016. Following the EC settlement, claims and lawsuits have been filed against the Company, DAF and certain DAF subsidiaries and other truck manufacturers. Others may bring EC related claims and lawsuits against the Company or its subsidiaries. While the Company believes it has meritorious defenses, such claims and lawsuits will likely take a significant period of time to resolve, and it is not possible to estimate a range of potential loss. An adverse outcome of such proceedings could have a material impact on the Company's results of operations.

PACCAR is also a defendant in various other legal proceedings and, in addition, there are various other contingent liabilities arising in the normal course of business. After consultation with legal counsel, management does not anticipate that disposition of these various other proceedings and contingent liabilities will have a material effect on the consolidated financial statements.

L. EMPLOYEE BENEFITS

Severance Costs: The Company incurred severance expense in 2017, 2016 and 2015 of \$.8, \$2.0 and \$3.3, respectively.

Defined Benefit Pension Plans: The Company has several defined benefit pension plans, which cover a majority of its employees. The Company evaluates its actuarial assumptions on an annual basis and considers changes based upon market conditions and other factors.

The expected return on plan assets is determined by using a market-related value of assets, which is calculated based on an average of the previous five years of asset gains and losses.

Generally, accumulated unrecognized actuarial gains and losses are amortized using the 10% corridor approach. The corridor is defined as the greater of either 10% of the projected benefit obligation or the market-related value of plan assets. The amortization amount is the excess beyond the corridor divided by the average remaining estimated service life of participants on a straight-line basis.

The Company funds its pensions in accordance with applicable employee benefit and tax laws. The Company contributed \$70.6 to its pension plans in 2017 and \$185.7 in 2016. The Company expects to contribute in the range of \$70.0 to \$100.0 to its pension plans in 2018, of which \$21.2 is estimated to satisfy minimum funding requirements. Annual benefits expected to be paid beginning January 1, 2018 are \$84.4, \$87.1, \$94.0, \$99.9, \$106.2 and for the five years thereafter, a total of \$609.7.

Plan assets are invested in global equity and debt securities through professional investment managers with the objective to achieve targeted risk adjusted returns and maintain liquidity sufficient to fund current benefit payments. Typically, each defined benefit plan has an investment policy that includes a target for asset mix, including maximum and minimum ranges for allocation percentages by investment category. The actual allocation of assets may vary at times based upon rebalancing policies and other factors. The Company periodically assesses the target asset mix by evaluating external sources of information regarding the long-term historical return, volatilities and expected future returns for each investment category. In addition, the long-term rates of return assumptions for pension accounting are reviewed annually to ensure they are appropriate. Target asset mix and forecast long-term returns by asset category are considered in determining the assumed long-term rates of return, although historical returns realized are given some consideration.

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The fair value of mutual funds, common stocks and U.S. treasuries is determined using the market approach and is based on the quoted prices in active markets. These securities are categorized as Level 1. The fair value of debt securities is determined using the market approach and is based on the quoted market prices of the securities or other observable inputs. These securities are categorized as Level 2.

The fair value of commingled trust funds is determined using the market approach and is based on the unadjusted net asset value (NAV) per unit as determined by the sponsor of the fund based on the fair values of underlying investments. These assets are collective investment trusts, and substantially all of these investments have no redemption restrictions or unfunded commitments. Securities measured at NAV per unit as a practical expedient are not classified in the fair value hierarchy.

The following information details the allocation of plan assets by investment type. See Note P for definitions of fair value levels.

<i>At December 31, 2017</i>	FAIR VALUE HIERARCHY				MEASURED AT NAV	TOTAL
	TARGET	LEVEL 1	LEVEL 2	TOTAL		
<i>Equities:</i>						
U.S. equities					\$ 768.5	\$ 768.5
Global equities					866.8	866.8
Total equities	50 - 70%				1,635.3	1,635.3
<i>Fixed income:</i>						
U.S. fixed income		\$ 223.3	\$ 238.2	\$ 461.5	\$ 416.0	\$ 877.5
Non-U.S. fixed income			27.4	27.4	299.4	326.8
Total fixed income	30 - 50%	223.3	265.6	488.9	715.4	1,204.3
Cash and other		9.2	70.1	79.3	.7	80.0
Total plan assets		\$ 232.5	\$ 335.7	\$ 568.2	\$ 2,351.4	\$ 2,919.6

<i>At December 31, 2016</i>	FAIR VALUE HIERARCHY				MEASURED AT NAV	TOTAL
	TARGET	LEVEL 1	LEVEL 2	TOTAL		
<i>Equities:</i>						
U.S. equities					\$ 690.8	\$ 690.8
Global equities					746.1	746.1
Total equities	50 - 70%				1,436.9	1,436.9
<i>Fixed income:</i>						
U.S. fixed income		\$ 195.7	\$ 196.9	\$ 392.6	\$ 317.8	\$ 710.4
Non-U.S. fixed income			19.6	19.6	254.5	274.1
Total fixed income	30 - 50%	195.7	216.5	412.2	572.3	984.5
Cash and other		8.8	60.0	68.8	3.9	72.7
Total plan assets		\$ 204.5	\$ 276.5	\$ 481.0	\$ 2,013.1	\$ 2,494.1

The following additional data relates to all pension plans of the Company:

<i>At December 31,</i>	2017	2016
<i>Weighted average assumptions:</i>		
Discount rate	3.3%	3.7%
Rate of increase in future compensation levels	3.9%	3.9%
Assumed long-term rate of return on plan assets	6.4%	6.4%

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The components of the change in projected benefit obligation and change in plan assets are as follows:

	2017	2016
<i>Change in projected benefit obligation:</i>		
Benefit obligation at January 1	\$ 2,505.6	\$ 2,306.0
Service cost	92.9	88.6
Interest cost	81.1	94.3
Benefits paid	(82.6)	(80.2)
Actuarial loss	154.7	186.4
Currency translation and other	68.6	(90.6)
Participant contributions	.4	1.1
Projected benefit obligation at December 31	\$ 2,820.7	\$ 2,505.6

Change in plan assets:

Fair value of plan assets at January 1	\$ 2,494.1	\$ 2,219.0
Employer contributions	70.6	185.7
Actual return on plan assets	369.8	254.5
Benefits paid	(82.6)	(80.2)
Currency translation and other	67.3	(86.0)
Participant contributions	.4	1.1
Fair value of plan assets at December 31	\$ 2,919.6	\$ 2,494.1
Funded status at December 31	\$ 98.9	\$ (11.5)

	2017	2016
<i>Amounts recorded on balance sheet:</i>		
Other noncurrent assets	\$ 228.9	\$ 107.2
Other liabilities	130.0	118.7
Accumulated other comprehensive loss:		
Actuarial loss	372.9	410.6
Prior service cost	2.6	3.4
Net initial transition amount	.1	.1

Of the December 31, 2017 amounts in accumulated other comprehensive loss, \$30.4 of unrecognized actuarial loss and \$1.3 of unrecognized prior service cost are expected to be amortized into net pension expense in 2018.

The accumulated benefit obligation for all pension plans of the Company was \$2,492.4 and \$2,215.3 at December 31, 2017 and 2016, respectively.

Information for all plans with an accumulated benefit obligation in excess of plan assets is as follows:

<i>At December 31,</i>	2017	2016
Projected benefit obligation	\$ 142.5	\$ 110.2
Accumulated benefit obligation	124.0	100.4
Fair value of plan assets	23.5	9.3

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The components of pension expense are as follows:

<i>Year Ended December 31,</i>	2017	2016	2015
Service cost	\$ 92.9	\$ 88.6	\$ 91.3
Interest on projected benefit obligation	81.1	94.3	92.2
Expected return on assets	(159.7)	(141.7)	(140.8)
Amortization of prior service costs	1.2	1.2	1.3
Recognized actuarial loss	25.4	27.7	41.1
Curtailement gain			(.1)
Net pension expense	<u>\$ 40.9</u>	<u>\$ 70.1</u>	<u>\$ 85.0</u>

On January 1, 2017, the Company changed the method used to estimate service cost and interest cost components of pension expense from a single weighted-average method, which is a single discount rate determined at the pension plans measurement date, to an individual spot rate approach, which applies specific spot rates along the yield curve to the relevant projected cash flows. This approach is a more precise measurement of net periodic benefit costs and does not impact the benefit obligation. The Company considers this a change in estimate inseparable from a change in accounting principle and is being accounted for prospectively. This change lowered net pension expense by approximately \$15.0 in 2017.

Multi-employer Plans: The Company participates in multi-employer plans in the U.S. and Europe. These are typically under collective bargaining agreements and cover its union-represented employees. The Company's participation in the following multi-employer plans for the years ended December 31 are as follows:

PENSION PLAN	EIN	PENSION PLAN NUMBER	COMPANY CONTRIBUTIONS		
			2017	2016	2015
Metal and Electrical Engineering Industry Pension Fund		135668	\$ 25.0	\$ 23.1	\$ 23.0
Western Metal Industry Pension Plan	91-6033499	001	1.4	1.5	2.1
Other plans			.8	.7	.9
			<u>\$ 27.2</u>	<u>\$ 25.3</u>	<u>\$ 26.0</u>

The Company contributions shown in the table above approximates the multi-employer pension expense for each of the years ended December 31, 2017, 2016 and 2015, respectively.

Metal and Electrical Engineering Industry Pension Fund is a multi-employer union plan incorporating all DAF employees in the Netherlands and is covered by a collective bargaining agreement that will expire May 31, 2018. The Company's contributions were less than 5% of the total contributions to the plan for the last two reporting periods ending December 2017. The plan is required by law (the Netherlands Pension Act) to have a coverage ratio in excess of 104.3%. Because the coverage ratio of the plan was 101.5% at December 31, 2017, a funding improvement plan effective through 2026 is in place. The funding improvement plan includes a reduction in pension benefits and delays in future benefit increases.

The Western Metal Industry Pension Plan is located in the U.S. and is covered by a collective bargaining agreement that will expire on November 1, 2020. In accordance with the U.S. Pension Protection Act of 2006, the plan was certified as critical (red) status as of December 31, 2017, and a funding improvement plan was implemented requiring additional contributions through 2022 as long as the plan remains in critical status. Contributions by the Company were 7% and 8% of the total contributions to the plan for the years ended December 31, 2017 and 2016, respectively.

Other plans are principally located in the U.S. For the last two reporting periods, none were under funding improvement plans and Company contributions to these plans are less than 5% of each plan's total contributions.

There were no significant changes for the multi-employer plans in the periods presented that affected comparability between periods.

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Defined Contribution Plans: The Company maintains several defined contribution benefit plans whereby it contributes designated amounts on behalf of participant employees. The largest plan is for U.S. salaried employees where the Company matches a percentage of employee contributions up to an annual limit. The match was 5% of eligible pay in 2017, 2016 and 2015. Other plans are located in Australia, Brasil, Canada, the Netherlands, Belgium and Germany. Expenses for these plans were \$37.9, \$34.1 and \$36.1 in 2017, 2016 and 2015, respectively.

M. INCOME TAXES

The Company's tax rate is based on income and statutory tax rates in the various jurisdictions in which the Company operates. Tax law requires certain items to be included in the Company's tax returns at different times than the items reflected in the Company's financial statements. As a result, the Company's annual tax rate reflected in its financial statements is different than that reported in its tax returns. Some of these differences are permanent, such as expenses that are not deductible in the Company's tax return, and some differences reverse over time, such as depreciation expense. These temporary differences create deferred tax assets and liabilities. The Company establishes valuation allowances for its deferred tax assets if, based on the available evidence, it is more likely than not that some portion or all of the deferred tax assets will not be realized.

The components of the Company's income before income taxes include the following:

<i>Year Ended December 31,</i>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Domestic	\$ 1,347.8	\$ 1,190.7	\$ 1,581.6
Foreign	825.5	(60.3)	755.5
	<u>\$ 2,173.3</u>	<u>\$ 1,130.4</u>	<u>\$ 2,337.1</u>

The components of the Company's provision for income taxes include the following:

<i>Year Ended December 31,</i>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Current provision:			
Federal	\$ 397.7	\$ 322.9	\$ 521.8
State	63.8	41.7	61.1
Foreign	210.5	213.2	205.4
	<u>672.0</u>	<u>577.8</u>	<u>788.3</u>
Deferred provision (benefit):			
Federal	(173.8)	31.5	(57.8)
State	2.3	4.8	5.3
Foreign	(2.4)	(5.4)	(2.7)
	<u>(173.9)</u>	<u>30.9</u>	<u>(55.2)</u>
	<u>\$ 498.1</u>	<u>\$ 608.7</u>	<u>\$ 733.1</u>

Tax benefits recognized for net operating loss carryforwards were \$4.3, \$1.2 and \$.6 for the years ended 2017, 2016 and 2015, respectively.

A reconciliation of the statutory U.S. federal tax rate to the effective income tax rate is as follows:

	<u>2017</u>	<u>2016</u>	<u>2015</u>
Statutory rate	35.0%	35.0%	35.0%
Effect of:			
Rate change on deferred taxes	(14.0)		
Transition tax	6.0		
Non-deductible EC charge		25.8	
State	1.8	2.9	2.1
Federal domestic production deduction	(1.1)	(2.6)	(1.8)
Tax on foreign earnings	(4.0)	(7.4)	(2.7)
Other, net	(.8)	.1	(1.2)
	<u>22.9%</u>	<u>53.8%</u>	<u>31.4%</u>

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On December 22, 2017, the U.S. enacted new federal income tax legislation, the Tax Cuts and Jobs Act (“the Tax Act”). The Act lowered the U.S. statutory income tax rate from 35% to 21%, imposed a one-time transition tax on the Company’s foreign earnings, which previously had been deferred from U.S. income tax and created a modified territorial system. As a result, the Company recorded a provisional amount of \$304.0 of deferred tax benefits, due to the re-measurement of net deferred tax liabilities at the new lower statutory tax rate. In addition, the Company recorded a provisional amount of \$130.6 of tax expense on the Company’s foreign earnings, which previously had been deferred from U.S. income tax. These provisional amounts may change in 2018, as new information becomes available, as the Tax Act continues to be interpreted and as new technical guidance is issued. The Company will finalize certain tax positions upon filing its 2017 U.S. income tax returns. The Company will then conclude whether the associated provisional amounts require further adjustment. Based on the Company’s current operations, the Company does not expect its future foreign earnings will be subject to significant U.S. federal income tax as a result of the new modified territorial system.

As noted above, as of December 31, 2017, the Company has provided a U.S. transition tax of \$130.6 on all of the Company’s foreign earnings. Included in domestic taxable income for 2016 and 2015 are \$180.4 and \$249.7 of foreign earnings, respectively, which are not indefinitely reinvested, for which domestic taxes of \$7.1 and \$12.2, respectively, were provided to account for the difference between the domestic and foreign tax rate on those earnings.

At December 31, 2017, the Company had net operating loss carryforwards of \$399.4, of which \$271.3 related to foreign subsidiaries and \$128.1 related to states in the U.S. The related deferred tax asset was \$94.6, for which a \$78.3 valuation allowance has been provided. The carryforward periods range from three years to indefinite, subject to certain limitations under applicable laws. The future tax benefits of net operating loss carryforwards are evaluated on a regular basis, including a review of historical and projected operating results.

The tax effects of temporary differences representing deferred tax assets and liabilities are as follows:

<i>At December 31,</i>	2017	2016
<i>Assets:</i>		
Accrued expenses	\$ 183.9	\$ 239.2
Net operating loss and tax credit carryforwards	102.1	84.4
Postretirement benefit plans		11.7
Allowance for losses on receivables	35.6	41.2
Goodwill and intangibles	34.4	1.3
Other	89.2	105.1
	<u>445.2</u>	<u>482.9</u>
Valuation allowance	(118.6)	(64.5)
	<u>326.6</u>	<u>418.4</u>
<i>Liabilities:</i>		
Financial Services leasing depreciation	(608.2)	(808.7)
Depreciation and amortization	(165.1)	(246.1)
Postretirement benefit plans	(39.5)	
Other	(28.8)	(35.3)
	<u>(841.6)</u>	<u>(1,090.1)</u>
Net deferred tax liability	<u>\$ (515.0)</u>	<u>\$ (671.7)</u>

The balance sheets classification of the Company’s deferred tax assets and liabilities are as follows:

<i>At December 31,</i>	2017	2016
<i>Truck, Parts and Other:</i>		
Other noncurrent assets, net	\$ 71.0	\$ 119.5
Other liabilities	(1.9)	(6.3)
<i>Financial Services:</i>		
Other assets	45.2	74.6
Deferred taxes and other liabilities	(629.3)	(859.5)
Net deferred tax liability	<u>\$ (515.0)</u>	<u>\$ (671.7)</u>

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Cash paid for income taxes was \$661.4, \$499.4 and \$879.7 in 2017, 2016 and 2015, respectively.

A reconciliation of the beginning and ending amount of unrecognized tax benefits is as follows:

	2017	2016	2015
Balance at January 1	\$ 17.3	\$ 19.1	\$ 12.0
Additions for tax positions related to the current year	5.6	3.9	10.3
Additions for tax positions related to prior years			
Reductions for tax positions related to prior years		(.3)	(2.0)
Reductions related to settlements		(5.4)	
Lapse of statute of limitations			(1.2)
Balance at December 31	<u>\$ 22.9</u>	<u>\$ 17.3</u>	<u>\$ 19.1</u>

The Company had \$22.9, \$17.3 and \$19.1 of unrecognized tax benefits, of which \$16.8, \$13.9 and \$9.9 would impact the effective tax rate, if recognized, as of December 31, 2017, 2016 and 2015, respectively.

The Company recognized \$.2, \$1.9 and \$1.9 of income related to interest in 2017, 2016 and 2015, respectively. Accrued interest expense and penalties were \$1.1, \$.9 and \$2.8 as of December 31, 2017, 2016 and 2015, respectively. Interest and penalties are classified as income taxes in the Consolidated Statements of Income.

The Company believes it is reasonably possible that approximately \$1.8 of unrecognized tax benefits, resulting primarily from intercompany transactions, will be resolved within the next twelve months from Competent Authority negotiations between tax authorities of two jurisdictions. The Company does not expect the net impact of these negotiations to be material to its effective tax rate. As of December 31, 2017, the United States Internal Revenue Service has completed examinations of the Company's tax returns for all years through 2012, with the exception of 2009 which remains subject to examination. The Company's tax returns for other major jurisdictions remain subject to examination for the years ranging from 2008 through 2017.

N. STOCKHOLDERS' EQUITY

Accumulated Other Comprehensive Income (Loss): The components of AOCI and the changes in AOCI, net of tax, included in the Consolidated Balance Sheets and the Consolidated Statements of Stockholders' Equity, consisted of the following:

	DERIVATIVE CONTRACTS	MARKETABLE DEBT SECURITIES	PENSION PLANS	FOREIGN CURRENCY TRANSLATION	TOTAL
Balance at January 1, 2017	\$ (4.3)	\$ (.3)	\$ (414.1)	\$ (709.4)	\$ (1,128.1)
Recorded into AOCI	(91.6)	(1.1)	20.4	292.0	219.7
Reclassified out of AOCI	97.1	(.4)	18.1		114.8
Net other comprehensive income (loss)	5.5	(1.5)	38.5	292.0	334.5
Balance at December 31, 2017	<u>\$ 1.2</u>	<u>\$ (1.8)</u>	<u>\$ (375.6)</u>	<u>\$ (417.4)</u>	<u>\$ (793.6)</u>

	DERIVATIVE CONTRACTS	MARKETABLE DEBT SECURITIES	PENSION PLANS	FOREIGN CURRENCY TRANSLATION	TOTAL
Balance at January 1, 2016	\$ (6.4)	\$ 2.1	\$ (390.4)	\$ (622.3)	\$ (1,017.0)
Recorded into AOCI	.2	.3	(42.6)	(87.1)	(129.2)
Reclassified out of AOCI	1.9	(2.7)	18.9		18.1
Net other comprehensive income (loss)	2.1	(2.4)	(23.7)	(87.1)	(111.1)
Balance at December 31, 2016	<u>\$ (4.3)</u>	<u>\$ (.3)</u>	<u>\$ (414.1)</u>	<u>\$ (709.4)</u>	<u>\$ (1,128.1)</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2017, 2016 and 2015 (currencies in millions, except per share data)

	DERIVATIVE CONTRACTS	MARKETABLE DEBT SECURITIES	PENSION PLANS	FOREIGN CURRENCY TRANSLATION	TOTAL
Balance at January 1, 2015	\$ (13.5)	\$ 5.3	\$ (433.1)	\$ (138.5)	\$ (579.8)
Recorded into AOCI	27.9	(1.7)	15.1	(483.8)	(442.5)
Reclassified out of AOCI	(20.8)	(1.5)	27.6		5.3
Net other comprehensive income (loss)	7.1	(3.2)	42.7	(483.8)	(437.2)
Balance at December 31, 2015	<u>\$ (6.4)</u>	<u>\$ 2.1</u>	<u>\$ (390.4)</u>	<u>\$ (622.3)</u>	<u>\$ (1,017.0)</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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Reclassifications out of AOCI during the years ended December 31, 2017, 2016 and 2015 are as follows:

AOCI COMPONENTS	LINE ITEM IN THE CONSOLIDATED STATEMENTS OF INCOME	AMOUNT RECLASSIFIED OUT OF AOCI		
		2017	2016	2015
Unrealized (gains) and losses on derivative contracts:				
<i>Truck, Parts and Other</i>				
Foreign-exchange contracts	Net sales and revenues	\$ 12.1	\$ (27.9)	\$ (.1)
	Cost of sales and revenues	3.9	.6	3.4
	Interest and other expense, net	1.8	1.3	(4.1)
<i>Financial Services</i>				
Interest-rate contracts	Interest and other borrowing expenses	115.6	36.8	(28.5)
	Pre-tax expense increase (reduction)	133.4	10.8	(29.3)
	Tax (benefit) expense	(36.3)	(8.9)	8.5
	After-tax expense increase (reduction)	97.1	1.9	(20.8)
Unrealized (gains) and losses on marketable debt securities:				
Marketable debt securities	Investment income	(.6)	(3.7)	(2.1)
	Tax expense	.2	1.0	.6
	After-tax income increase	(.4)	(2.7)	(1.5)
Pension plans:				
<i>Truck, Parts and Other</i>				
Actuarial loss	Cost of sales and revenues	12.3	13.6	22.4
	Selling, general and administrative	12.3	13.0	17.1
		24.6	26.6	39.5
Prior service costs	Cost of sales and revenues	1.0	.9	1.0
	Selling, general and administrative	.2	.3	.2
		1.2	1.2	1.2
<i>Financial Services</i>				
Actuarial loss	Selling, general and administrative	.8	1.1	1.7
	Pre-tax expense increase	26.6	28.9	42.4
	Tax benefit	(8.5)	(10.0)	(14.8)
	After-tax expense increase	18.1	18.9	27.6
Total reclassifications out of AOCI		<u>\$ 114.8</u>	<u>\$ 18.1</u>	<u>\$ 5.3</u>

Other Capital Stock Changes: The Company purchased treasury shares of nil, 1.4 million and 3.8 million in 2017, 2016 and 2015, respectively. The Company retired treasury shares of nil in 2017, 1.4 million in 2016 and 4.6 million in 2015.

O. DERIVATIVE FINANCIAL INSTRUMENTS

As part of its risk management strategy, the Company enters into derivative contracts to hedge against interest rate and foreign currency risk.

Interest-Rate Contracts: The Company enters into various interest-rate contracts, including interest-rate swaps and cross currency interest-rate swaps. Interest-rate swaps involve the exchange of fixed for floating rate or floating for fixed rate interest payments based on the contractual notional amounts in a single currency. Cross currency interest-rate swaps involve the exchange of notional amounts and interest payments in different currencies. The Company is exposed to interest-rate and exchange-rate risk caused by market volatility as a result of its borrowing activities. The objective of these contracts is to mitigate the fluctuations on earnings, cash flows and fair value of borrowings. Net amounts paid or received are reflected as adjustments to interest expense.

At December 31, 2017, the notional amount of the Company's interest-rate contracts was \$2,878.4. Notional maturities for all interest-rate contracts are \$978.5 for 2018, \$911.2 for 2019, \$436.9 for 2020, \$392.3 for 2021, \$126.8 for 2022, and \$32.7 thereafter.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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Foreign-Exchange Contracts: The Company enters into foreign-exchange contracts to hedge certain anticipated transactions and assets and liabilities denominated in foreign currencies, particularly the Canadian dollar, the euro, the British pound, the Australian dollar, the Brazilian real and the Mexican peso. The objective is to reduce fluctuations in earnings and cash flows associated with changes in foreign currency exchange rates. At December 31, 2017, the notional amount of the outstanding foreign-exchange contracts was \$480.4. Foreign-exchange contracts mature within one year.

The following table presents the balance sheet classification, fair value, gross and pro forma net amounts of derivative financial instruments:

<i>At December 31,</i>	2017		2016	
	ASSETS	LIABILITIES	ASSETS	LIABILITIES
Derivatives designated under hedge accounting:				
<i>Interest-rate contracts:</i>				
Financial Services:				
Other assets	\$ 53.3		\$ 109.7	
Deferred taxes and other liabilities		\$ 98.3		\$ 46.3
<i>Foreign-exchange contracts:</i>				
Truck, Parts and Other:				
Other current assets	3.8		3.9	
Accounts payable, accrued expenses and other		1.9		1.9
	<u>\$ 57.1</u>	<u>\$ 100.2</u>	<u>\$ 113.6</u>	<u>\$ 48.2</u>
Economic hedges:				
<i>Interest-rate contracts:</i>				
Financial Services:				
Deferred taxes and other liabilities				\$.1
<i>Foreign-exchange contracts:</i>				
Truck, Parts and Other:				
Other current assets	\$.6		\$.8	
Accounts payable, accrued expenses and other		\$.6		.3
Financial Services:				
Other assets	.1		4.0	
Deferred taxes and other liabilities		2.2		.7
	<u>\$.7</u>	<u>\$ 2.8</u>	<u>\$ 4.8</u>	<u>\$ 1.1</u>
Gross amounts recognized in Balance Sheet	\$ 57.8	\$ 103.0	\$ 118.4	\$ 49.3
Less amounts not offset in financial instruments:				
Truck, Parts and Other:				
Foreign-exchange contracts	(.4)	(.4)	(1.0)	(1.0)
Financial Services:				
Interest-rate contracts	(8.7)	(8.7)	(15.4)	(15.4)
Foreign-exchange contracts			(.1)	(.1)
Pro forma net amount	<u>\$ 48.7</u>	<u>\$ 93.9</u>	<u>\$ 101.9</u>	<u>\$ 32.8</u>

Fair Value Hedges: Changes in the fair value of derivatives designated as fair value hedges are recorded in earnings together with the changes in fair value of the hedged item attributable to the risk being hedged. The (income) or expense recognized in earnings related to fair value hedges was included in interest and other borrowing expenses in the Financial Services segment of the Consolidated Statements of Income as follows:

<i>Year Ended December 31,</i>	2017	2016	2015
Interest-rate swaps	\$ 2.3	\$ 5.5	\$ (.9)
Term notes	(1.5)	(6.4)	.2

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Cash Flow Hedges: Substantially all of the Company's interest-rate contracts and some foreign-exchange contracts have been designated as cash flow hedges. Changes in the fair value of derivatives designated as cash flow hedges are recorded in AOCI to the extent such hedges are considered effective. Amounts in AOCI are reclassified into net income in the same period in which the hedged transaction affects earnings. The maximum length of time over which the Company is hedging its exposure to the variability in future cash flows is 9.6 years. For the periods ended December 31, 2017, 2016 and 2015, the Company recognized no gains or losses on the ineffective portion.

The following table presents the pre-tax effects of derivative instruments recognized in other comprehensive income (loss) (OCI):

<u>Year Ended December 31,</u>	2017		2016		2015	
	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS
(Loss) gain recognized in OCI:						
Truck, Parts and Other		\$ (17.4)		\$ 24.4		\$ 4.9
Financial Services	\$ (108.1)		\$ (30.9)		\$ 33.8	
	<u>\$ (108.1)</u>	<u>\$ (17.4)</u>	<u>\$ (30.9)</u>	<u>\$ 24.4</u>	<u>\$ 33.8</u>	<u>\$ 4.9</u>

Expense (income) reclassified out of AOCI into income was as follows:

<u>Year Ended December 31,</u>	2017		2016		2015	
	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS
Truck, Parts and Other:						
Net sales and revenues		\$ 12.1		\$ (27.9)		\$ (.1)
Cost of sales and revenues		3.9		.6		3.4
Interest and other expense, net		1.8		1.3		(4.1)
Financial Services:						
Interest and other borrowing expenses	\$ 115.6		\$ 36.8		\$ (28.5)	
	<u>\$ 115.6</u>	<u>\$ 17.8</u>	<u>\$ 36.8</u>	<u>\$ (26.0)</u>	<u>\$ (28.5)</u>	<u>\$ (.8)</u>

The amount of gain recorded in AOCI at December 31, 2017 that is estimated to be reclassified into earnings in the following 12 months if interest rates and exchange rates remain unchanged is approximately \$3.7, net of taxes. The fixed interest earned on finance receivables will offset the amount recognized in interest expense, resulting in a stable interest margin consistent with the Company's risk management strategy.

The amount of gains or losses reclassified out of AOCI into net income based on the probability that the original forecasted transactions would not occur was nil for the year ended December 31, 2017, a loss of \$.3 for the year ended December 31, 2016 and nil for the year ended December 31, 2015.

Economic Hedges: For other risk management purposes, the Company enters into derivative instruments that do not qualify for hedge accounting. These derivative instruments are used to mitigate the risk of market volatility arising from borrowings and foreign currency denominated transactions. Changes in the fair value of economic hedges are recorded in earnings in the period in which the change occurs.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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The expense (income) recognized in earnings related to economic hedges was as follows:

<i>Year Ended December 31,</i>	2017		2016		2015	
	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS	INTEREST- RATE CONTRACTS	FOREIGN- EXCHANGE CONTRACTS
Truck, Parts and Other:						
Net sales and revenues				\$ (.4)		
Cost of sales and revenues		\$.3		.4		\$ (.7)
Interest and other expense, net		2.1		14.9		3.0
Financial Services:						
Interest and other borrowing expenses	\$ (.1)	49.1	\$.1	(28.4)		(7.6)
Selling, general and administrative		.5		1.8		(2.3)
	<u>\$ (.1)</u>	<u>\$ 52.0</u>	<u>\$.1</u>	<u>\$ (11.7)</u>		<u>\$ (7.6)</u>

P. FAIR VALUE MEASUREMENTS

Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Inputs to valuation techniques used to measure fair value are either observable or unobservable. These inputs have been categorized into the fair value hierarchy described below.

Level 1 – Valuations are based on quoted prices that the Company has the ability to obtain in actively traded markets for identical assets or liabilities. Since valuations are based on quoted prices that are readily and regularly available in an active market or exchange traded market, valuation of these instruments does not require a significant degree of judgment.

Level 2 – Valuations are based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market.

Level 3 – Valuations are based on model-based techniques for which some or all of the assumptions are obtained from indirect market information that is significant to the overall fair value measurement and which require a significant degree of management judgment.

There were no transfers of assets or liabilities between Level 1 and Level 2 of the fair value hierarchy during the year ended December 31, 2017. The Company's policy is to recognize transfers between levels at the end of the reporting period.

The Company uses the following methods and assumptions to measure fair value for assets and liabilities subject to recurring fair value measurements.

Marketable Securities: The Company's marketable debt securities consist of municipal bonds, government obligations, investment-grade corporate obligations, commercial paper, asset-backed securities and term deposits. The fair value of U.S. government obligations is determined using the market approach and is based on quoted prices in active markets and are categorized as Level 1.

The fair value of U.S. government agency obligations, non-U.S. government bonds, municipal bonds, corporate bonds, asset-backed securities, commercial paper and term deposits is determined using the market approach and is primarily based on matrix pricing as a practical expedient which does not rely exclusively on quoted prices for a specific security. Significant inputs used to determine fair value include interest rates, yield curves, credit rating of the security and other observable market information and are categorized as Level 2.

Derivative Financial Instruments: The Company's derivative contracts consist of interest-rate swaps, cross currency swaps and foreign currency exchange contracts. These derivative contracts are traded over the counter and their fair value is determined using industry standard valuation models, which are based on the income approach (i.e., discounted cash flows). The significant observable inputs into the valuation models include interest rates, yield curves, currency exchange rates, credit default swap spreads and forward rates and are categorized as Level 2.

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Assets and Liabilities Subject to Recurring Fair Value Measurement

The Company's assets and liabilities subject to recurring fair value measurements are either Level 1 or Level 2 as follows:

<i>At December 31, 2017</i>	LEVEL 1	LEVEL 2	TOTAL
Assets:			
Marketable debt securities			
U.S. tax-exempt securities		\$ 535.5	\$ 535.5
U.S. corporate securities		89.7	89.7
U.S. government and agency securities	\$ 48.7		48.7
Non-U.S. corporate securities		459.3	459.3
Non-U.S. government securities		91.7	91.7
Other debt securities		142.2	142.2
Total marketable debt securities	\$ 48.7	\$ 1,318.4	\$ 1,367.1
Derivatives			
Cross currency swaps		\$ 44.2	\$ 44.2
Interest-rate swaps		9.1	9.1
Foreign-exchange contracts		4.5	4.5
Total derivative assets		\$ 57.8	\$ 57.8
Liabilities:			
Derivatives			
Cross currency swaps		\$ 93.0	\$ 93.0
Interest-rate swaps		5.3	5.3
Foreign-exchange contracts		4.7	4.7
Total derivative liabilities		\$ 103.0	\$ 103.0
<i>At December 31, 2016</i>	LEVEL 1	LEVEL 2	TOTAL
Assets:			
Marketable debt securities			
U.S. tax-exempt securities		\$ 595.0	\$ 595.0
U.S. corporate securities		47.8	47.8
U.S. government and agency securities	\$ 15.4	.6	16.0
Non-U.S. corporate securities		308.0	308.0
Non-U.S. government securities		98.2	98.2
Other debt securities		75.9	75.9
Total marketable debt securities	\$ 15.4	\$ 1,125.5	\$ 1,140.9
Derivatives			
Cross currency swaps		\$ 102.7	\$ 102.7
Interest-rate swaps		7.0	7.0
Foreign-exchange contracts		8.7	8.7
Total derivative assets		\$ 118.4	\$ 118.4
Liabilities:			
Derivatives			
Cross currency swaps		\$ 37.1	\$ 37.1
Interest-rate swaps		9.3	9.3
Foreign-exchange contracts		2.9	2.9
Total derivative liabilities		\$ 49.3	\$ 49.3

Fair Value Disclosure of Other Financial Instruments

For financial instruments that are not recognized at fair value, the Company uses the following methods and assumptions to determine the fair value. These instruments are categorized as Level 2, except cash which is categorized as Level 1 and fixed rate loans which are categorized as Level 3.

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Cash and Cash Equivalents: Carrying amounts approximate fair value.

Financial Services Net Receivables: For floating-rate loans, wholesale financing, and operating lease and other trade receivables, carrying values approximate fair values. For fixed rate loans, fair values are estimated using the income approach by discounting cash flows to their present value based on current rates for comparable loans. Finance lease receivables and related allowance for credit losses have been excluded from the accompanying table.

Debt: The carrying amounts of financial services commercial paper, variable rate bank loans and variable rate term notes approximate fair value. For fixed rate debt, fair values are estimated using the income approach by discounting cash flows to their present value based on current rates for comparable debt.

The Company's estimate of fair value for fixed rate loans and debt that are not carried at fair value was as follows:

<u>At December 31,</u>	2017		2016	
	CARRYING AMOUNT	FAIR VALUE	CARRYING AMOUNT	FAIR VALUE
<i>Assets:</i>				
Financial Services fixed rate loans	\$ 3,793.8	\$ 3,804.8	\$ 3,607.4	\$ 3,638.4
<i>Liabilities:</i>				
Financial Services fixed rate debt	5,397.6	5,387.0	4,915.2	4,929.3

Q. STOCK COMPENSATION PLANS

PACCAR has certain plans under which officers and key employees may be granted options to purchase shares of the Company's authorized but unissued common stock under plans approved by stockholders. Non-employee directors and certain officers may be granted restricted shares of the Company's common stock under plans approved by stockholders. Options outstanding under these plans were granted with exercise prices equal to the fair market value of the Company's common stock at the date of grant. Options expire no later than ten years from the grant date and generally vest after three years. Restricted stock awards generally vest over three years or earlier upon meeting certain age and service requirements.

The Company recognizes compensation cost on these options and restricted stock awards on a straight-line basis over the requisite period the employee is required to render service less estimated forfeitures based on historical experience. The maximum number of shares of the Company's common stock authorized for issuance under these plans is 46.7 million shares, and as of December 31, 2017, the maximum number of shares available for future grants was 14.0 million.

The estimated fair value of each option award is determined on the date of grant using the Black-Scholes-Merton option pricing model that uses assumptions noted in the following table. The risk-free interest rate is based on the U.S. Treasury yield curve in effect at the time of grant. Expected volatility is based on historical volatility. The dividend yield is based on an estimated future dividend yield using projected net income for the next five years, implied dividends and Company stock price. The expected term is based on the period of time that options granted are expected to be outstanding based on historical experience.

	2017	2016	2015
Risk-free interest rate	1.97%	1.37%	1.35%
Expected volatility	23%	26%	28%
Expected dividend yield	3.1%	4.0%	3.4%
Expected term	5 years	5 years	5 years
Weighted average grant date fair value of options per share	\$ 10.56	\$ 7.51	\$ 10.98

The fair value of options granted was \$6.4, \$6.0 and \$6.3 for the years ended December 31, 2017, 2016 and 2015, respectively. The fair value of options vested during the years ended December 31, 2017, 2016 and 2015 was \$5.2, \$7.8 and \$9.5, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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A summary of activity under the Company's stock plans is presented below:

	2017	2016	2015
Intrinsic value of options exercised	\$ 22.0	\$ 10.4	\$ 14.1
Cash received from stock option exercises	40.0	29.4	21.8
Tax benefit related to stock award exercises	4.9	1.0	3.5
Stock based compensation	12.7	13.1	14.6
Tax benefit related to stock based compensation	4.6	4.7	5.1

The summary of options as of December 31, 2017 and changes during the year then ended are presented below:

	NUMBER OF SHARES	PER SHARE EXERCISE PRICE*	REMAINING CONTRACTUAL LIFE IN YEARS*	AGGREGATE INTRINSIC VALUE
Options outstanding at January 1	4,466,900	\$ 48.15		
Granted	605,300	67.63		
Exercised	(895,100)	44.74		
Cancelled	(120,900)	56.28		
Options outstanding at December 31	4,056,200	\$ 51.57	5.73	\$ 79.1
Vested and expected to vest	3,949,100	\$ 51.31	5.65	\$ 78.1
Exercisable	2,295,200	\$ 45.79	3.84	\$ 58.0

* Weighted Average

The fair value of restricted shares is determined based upon the stock price on the date of grant. The summary of nonvested restricted shares as of December 31, 2017 and changes during the year then ended is presented below:

<u>NONVESTED SHARES</u>	NUMBER OF SHARES	GRANT DATE FAIR VALUE*
Nonvested awards outstanding at January 1	198,400	\$ 55.27
Granted	119,200	67.48
Vested	(105,900)	59.24
Nonvested awards outstanding at December 31	211,700	\$ 60.16

* Weighted Average

As of December 31, 2017, there was \$5.5 of total unrecognized compensation cost related to nonvested stock options, which is recognized over a remaining weighted average vesting period of 1.45 years. Unrecognized compensation cost related to nonvested restricted stock awards of \$1.9 is expected to be recognized over a remaining weighted average vesting period of 1.31 years.

The dilutive and antidilutive options are shown separately in the table below:

<u>Year Ended December 31,</u>	2017	2016	2015
Additional shares	1,038,400	694,700	906,100
Antidilutive options	696,400	1,943,500	1,180,400

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R. SEGMENT AND RELATED INFORMATION

PACCAR operates in three principal segments: Truck, Parts and Financial Services. The Company evaluates the performance of its Truck and Parts segments based on operating profits, which excludes investment income, other income and expense, the EC charge, and income taxes. The Financial Services segment's performance is evaluated based on income before income taxes. Geographic revenues from external customers are presented based on the country of the customer. The accounting policies of the reportable segments are the same as those applied in the consolidated financial statements as described in Note A.

Truck and Parts: The Truck segment includes the design and manufacture of high-quality, light-, medium- and heavy-duty commercial trucks and the Parts segment includes the distribution of aftermarket parts for trucks and related commercial vehicles, both of which are sold through the same network of independent dealers. These segments derive a large proportion of their revenues and operating profits from operations in North America and Europe. The Truck segment incurs substantial costs to design, manufacture and sell trucks to its customers. The sale of new trucks provides the Parts segment with the basis for parts sales that may continue over the life of the truck, but are generally concentrated in the first five years after truck delivery. To reflect the benefit the Parts segment receives from costs incurred by the Truck segment, certain expenses are allocated from the Truck segment to the Parts segment. The expenses allocated are based on a percentage of the average annual expenses for factory overhead, engineering, research and development and SG&A expenses for the preceding five years. The allocation is based on the ratio of the average parts direct margin dollars (net sales less material and labor costs) to the total truck and parts direct margin dollars for the previous five years. The Company believes such expenses have been allocated on a reasonable basis. Truck segment assets related to the indirect expense allocation are not allocated to the Parts segment.

Financial Services: The Financial Services segment derives its earnings primarily from financing or leasing of PACCAR products and services provided to truck customers and dealers. Revenues are primarily generated from operations in North America and Europe.

Other: Included in Other is the Company's industrial winch manufacturing business. Also within this category are other sales, income and expense not attributable to a reportable segment, including the EC charge and a portion of corporate expenses. Intercompany interest income on cash advances to the financial services companies is included in Other and was nil, \$.4 and \$.5 for 2017, 2016 and 2015, respectively.

<i>Geographic Area Data</i>	2017	2016	2015
Net sales and revenues:			
United States	\$ 10,530.1	\$ 9,221.3	\$ 11,408.3
Europe	5,354.6	4,903.3	4,515.9
Other	3,571.7	2,908.7	3,190.9
	<u>\$ 19,456.4</u>	<u>\$ 17,033.3</u>	<u>\$ 19,115.1</u>
Property, plant and equipment, net:			
United States	\$ 1,238.1	\$ 1,187.0	\$ 1,140.5
The Netherlands	464.5	406.7	438.7
Other	761.8	666.3	597.2
	<u>\$ 2,464.4</u>	<u>\$ 2,260.0</u>	<u>\$ 2,176.4</u>
Equipment on operating leases, net:			
United States	\$ 1,530.8	\$ 1,458.0	\$ 1,287.9
Germany	385.1	318.3	321.9
United Kingdom	343.1	309.7	321.3
Mexico	316.1	304.8	330.0
Other	1,566.9	1,247.0	1,111.9
	<u>\$ 4,142.0</u>	<u>\$ 3,637.8</u>	<u>\$ 3,373.0</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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<i>Business Segment Data</i>	2017	2016	2015
Net sales and revenues:			
Truck	\$ 15,543.7	\$ 13,652.7	\$ 15,568.6
Less intersegment	(768.9)	(885.4)	(786.1)
External customers	14,774.8	12,767.3	14,782.5
Parts	3,380.2	3,052.9	3,104.7
Less intersegment	(53.2)	(47.2)	(44.6)
External customers	3,327.0	3,005.7	3,060.1
Other	85.7	73.6	100.2
	18,187.5	15,846.6	17,942.8
Financial Services	1,268.9	1,186.7	1,172.3
	\$ 19,456.4	\$ 17,033.3	\$ 19,115.1
Income before income taxes:			
Truck	\$ 1,296.9	\$ 1,125.8	\$ 1,440.3
Parts	614.2	543.8	555.6
Other*	(37.1)	(873.3)	(43.2)
	1,874.0	796.3	1,952.7
Financial Services	264.0	306.5	362.6
Investment income	35.3	27.6	21.8
	\$ 2,173.3	\$ 1,130.4	\$ 2,337.1
Depreciation and amortization:			
Truck	\$ 468.2	\$ 432.8	\$ 399.8
Parts	8.1	7.3	6.2
Other	18.1	15.8	14.9
	494.4	455.9	420.9
Financial Services	613.1	537.2	486.2
	\$ 1,107.5	\$ 993.1	\$ 907.1
Expenditures for long-lived assets:			
Truck	\$ 769.7	\$ 735.6	\$ 660.0
Parts	23.4	16.9	24.9
Other	54.0	25.5	17.7
	847.1	778.0	702.6
Financial Services	1,008.0	1,214.4	1,044.4
	\$ 1,855.1	\$ 1,992.4	\$ 1,747.0
Segment assets:			
Truck	\$ 5,159.7	\$ 4,429.4	\$ 4,472.3
Parts	950.7	805.1	793.3
Other	505.6	287.0	211.6
Cash and marketable securities	3,621.9	2,922.6	3,378.0
	10,237.9	8,444.1	8,855.2
Financial Services	13,202.3	12,194.8	12,254.6
	\$ 23,440.2	\$ 20,638.9	\$ 21,109.8

* Other includes the \$833.0 European Commission charge in 2016.

**MANAGEMENT’S REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING**

The management of PACCAR Inc (the Company) is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

Internal control over financial reporting may not prevent or detect misstatements because of its inherent limitations. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies and procedures may deteriorate.

Management assessed the Company’s internal control over financial reporting as of December 31, 2017, based on criteria for effective internal control over financial reporting described in Internal Control–Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework). Based on this assessment, management concluded that the Company maintained effective internal control over financial reporting as of December 31, 2017.

Ernst & Young LLP, the Independent Registered Public Accounting Firm that audited the financial statements included in this Annual Report, has issued an attestation report on the Company’s internal control over financial reporting. The attestation report is included on page 78.

Ronald E. Armstrong
Chief Executive Officer

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON
THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS**

The Board of Directors and Stockholders of PACCAR Inc

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of PACCAR Inc (the "Company") as of December 31, 2017 and 2016, the related consolidated statements of income, comprehensive income, stockholders' equity, and cash flows for each of the three years in the period ended December 31, 2017, and the related notes (collectively referred to as the "financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2017 and 2016, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2017, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2017, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) and our report dated February 21, 2018, expressed an unqualified opinion thereon.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/s/ Ernst & Young LLP

We have served as the Company's auditor since 1945
Seattle, Washington
February 21, 2018

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING
FIRM ON THE COMPANY'S INTERNAL CONTROL OVER
FINANCIAL REPORTING**

The Board of Directors and Stockholders of PACCAR Inc

Opinion on Internal Control over Financial Reporting

We have audited PACCAR Inc's internal control over financial reporting as of December 31, 2017, based on criteria established in Internal Control–Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, PACCAR Inc (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2017, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the accompanying consolidated balance sheets of PACCAR Inc as of December 31, 2017 and 2016, the related consolidated statements of income, comprehensive income, stockholders' equity, and cash flows for each of the three years in the period ended December 31, 2017, and the related notes and our report dated February 21, 2018, expressed an unqualified opinion thereon.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.

Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Seattle, Washington
February 21, 2018

/s/ Ernst & Young LLP

QUARTERLY RESULTS (UNAUDITED)

	QUARTER			
	FIRST	SECOND	THIRD	FOURTH
<i>(millions except per share data)</i>				
2017				
Truck, Parts and Other:				
Net sales and revenues	\$ 3,935.7	\$ 4,397.9	\$ 4,731.5	\$ 5,122.4
Cost of sales and revenues	3,382.2	3,755.2	4,046.8	4,409.5
Research and development	61.0	66.1	67.0	70.6
Financial Services:				
Revenues	302.2	306.3	328.2	332.2
Interest and other borrowing expenses	34.1	37.4	38.3	39.8
Depreciation and other expenses	179.7	172.8	186.2	188.8
Net Income	310.3	373.0	402.7	589.2
Adjusted Net Income *				415.8
Net Income Per Share: **				
Basic	\$.88	\$ 1.06	\$ 1.14	\$ 1.67
Diluted	.88	1.06	1.14	1.67
Adjusted Diluted *				1.18
2016				
Truck, Parts and Other:				
Net sales and revenues	\$ 4,010.6	\$ 4,115.8	\$ 3,953.2	\$ 3,767.0
Cost of sales and revenues	3,413.6	3,489.4	3,371.5	3,243.2
Research and development	59.6	60.8	59.2	67.6
European Commission charge	942.6	(109.6)		
Financial Services:				
Revenues	289.4	297.4	296.2	303.7
Interest and other borrowing expenses	30.3	32.6	32.2	32.1
Depreciation and other expenses	150.9	156.4	162.6	165.3
Net (Loss) Income	(594.6)	481.3	346.2	288.8
Adjusted Net Income *	348.0	371.7		
Net (Loss) Income Per Share:				
Basic	\$ (1.69)	\$ 1.37	\$.99	\$.82
Diluted	(1.69)	1.37	.98	.82
Adjusted Diluted *	.99	1.06		

* See Reconciliation of GAAP to Non-GAAP Financial Measures for 2017 and 2016 on page 33.

** The sum of quarterly per share amounts may not equal per share amounts reported for year-to-date periods. This is due to changes in the number of weighted shares outstanding and the effects of rounding for each period.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

The registrant has not had any disagreements with its independent auditors on accounting or financial disclosure matters.

ITEM 9A. CONTROLS AND PROCEDURES.

Disclosure Controls and Procedures.

The Company's management, with the participation of the Principal Executive Officer and Principal Financial Officer, conducted an evaluation of the effectiveness of the Company's disclosure controls and procedures (as defined in Exchange Act Rule 13a-15(e)) as of the end of the period covered by this report. Based on that evaluation, the Principal Executive Officer and Principal Financial Officer concluded that the Company's disclosure controls and procedures were effective as of the end of the period covered by this report.

Management's Report on Internal Control over Financial Reporting.

Management's Report on Internal Control over Financial Reporting on page 76 and Report of Independent Registered Public Accounting Firm on the Company's Internal Control over Financial Reporting on page 78 for the year ended December 31, 2017, are included in this Form 10-K.

There have been no changes in the Company's internal controls over financial reporting during the fourth quarter of 2017 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

ITEM 9B. OTHER INFORMATION.

Not applicable.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE.

Item 401(a), (d), and (e) of Regulation S-K:

The following information is included in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference:

Identification of directors, family relationships, and business experience is included under the caption “ITEM 1: ELECTION OF DIRECTORS.”

Item 401(b) of Regulation S-K:

Executive Officers of the registrant as of February 21, 2018:

Name and Age	Present Position and Other Position(s) Held During Last Five Years
Mark C. Pigott (64)	Executive Chairman of the Board of Directors since April 2014; Chairman and Chief Executive Officer from 1997 to April 2014. Mr. Pigott is the brother of John M. Pigott, a director of the Company.
Ronald E. Armstrong (62)	Chief Executive Officer since April 2014; President from January 2011 to April 2014.
Harrie C.A.M. Schippers (55)	President and Chief Financial Officer since January 2018; Executive Vice President and Chief Financial Officer from February 2017 to December 2017; Senior Vice President from April 2016 to February 2017; Vice President of PACCAR and President of DAF Trucks N.V. from April 2010 to April 2016.
Gary L. Moore (62)	Executive Vice President since January 2016; Senior Vice President from January 2015 to December 2015; Vice President and General Manager, Kenworth Truck Company (KW) from January 2012 to December 2014.
Michael T. Barkley (62)	Senior Vice President and Controller since January 2016; Vice President and Controller from January 2007 to December 2015.
Robert A. Bengston (62)	Senior Vice President, Financial Services since January 2014; Vice President, Financial Services from March 2009 to December 2013.
T. Kyle Quinn (56)	Senior Vice President and General Manager, Peterbilt since January 2017; Senior Vice President from January 2016 to January 2017; Senior Vice President and Chief Information Officer from January 2014 to December 2015; Vice President and Chief Information Officer from January 2010 to December 2013.
Darrin C. Siver (51)	Senior Vice President since January 2017; Vice President and General Manager, Peterbilt from June 2013 to January 2017; Vice President and General Manager, PACCAR Parts from May 2010 to May 2013.
Marco A. Davila (59)	Vice President since March 2015; General Manager, DAF Caminhões Brasil Indústria Ltda. from June 2011 to February 2015.
C. Michael Dozier (52)	Vice President and General Manager, KW since April 2016; Managing Director, PACCAR Australia from April 2013 to March 2016; Assistant General Manager - Operations, Peterbilt from June 2009 to March 2013.
R. Preston Feight (50)	Vice President of PACCAR and President of DAF Trucks N.V. since April 2016; Vice President and General Manager, KW from January 2015 to April 2016; Assistant General Manager, Sales and Marketing, KW from April 2012 to December 2014; Chief Engineer, KW from August 2008 to March 2012.
Douglas S. Grandstaff (57)	Vice President and General Counsel since November 2017; Vice President and General Counsel , Professional Instrumentation at Fortive Corporation from July 2016 to October 2017; Vice President and General Counsel, Test and Measurement at Danaher Corporation from November 2011 to June 2016.
Jack K. LeVier (58)	Vice President, Human Resources since June 2007.
A. Lily Ley (52)	Vice President and Chief Information Officer since January 2017; General Manager and Chief Information Officer from January 2016 to December 2016; Assistant General Manager - Global Applications, Information Technology Division (ITD) from January 2015 to December 2015; Senior Director - Global Applications, ITD from May 2010 to December 2014.

Officers are elected annually but may be appointed or removed on interim dates.

Item 405 of Regulation S-K:

The information required by this item is included in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference.

Item 406 of Regulation S-K:

The Company has adopted a Code of Ethics applicable to the registrant's senior financial officers including the Chief Executive Officer and Chief Financial Officer. The Company, in accordance with Item 406 of Regulation S-K, has posted this Code of Ethics on its website at www.paccar.com. The Company intends to disclose on its website any amendments to, or waivers from, its Code of Ethics that are required to be publicly disclosed pursuant to the rules of the Securities and Exchange Commission. The information on the Company's website is not incorporated by reference into this report.

Item 407(d)(4) and 407(d)(5) of Regulation S-K:

The following information is included in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference:

- Identification of the audit committee is included under the caption "THE AUDIT COMMITTEE."
- Identification of audit committee financial experts is included under the caption "AUDIT COMMITTEE REPORT."

ITEM 11. EXECUTIVE COMPENSATION.

The following information is included in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference:

- Compensation of Directors is included under the caption "COMPENSATION OF DIRECTORS."
- Compensation of Executive Officers and Related Matters is included under the caption "COMPENSATION OF EXECUTIVE OFFICERS."
- Compensation Committee Report is under the caption "COMPENSATION COMMITTEE REPORT."

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS.

Stock ownership information is included under the captions "STOCK OWNERSHIP OF CERTAIN BENEFICIAL OWNERS" and "STOCK OWNERSHIP OF OFFICERS AND DIRECTORS" in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference.

Information regarding equity compensation plans required by Regulation S-K Item 201(d) is provided in Item 5 of this Form 10-K.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE.

No transactions with management and others as defined by Item 404 of Regulation S-K occurred in 2017.

Information concerning director independence is included under the caption "BOARD GOVERNANCE" in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference.

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES.

Principal accounting fees and services information is included under the caption "INDEPENDENT AUDITORS" in the proxy statement for the annual stockholders meeting of May 1, 2018 and is incorporated herein by reference.

PART IV

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES.

(a) (1) Listing of financial statements

The following consolidated financial statements of PACCAR Inc are included in Item 8:

Consolidated Statements of Income
— Years Ended December 31, 2017, 2016 and 2015

Consolidated Statements of Comprehensive Income
— Years Ended December 31, 2017, 2016 and 2015

Consolidated Balance Sheets
— December 31, 2017 and 2016

Consolidated Statements of Cash Flows
— Years Ended December 31, 2017, 2016 and 2015

Consolidated Statements of Stockholders' Equity
— Years Ended December 31, 2017, 2016 and 2015

Notes to Consolidated Financial Statements
— December 31, 2017, 2016 and 2015

(2) Listing of financial statement schedules

All schedules are omitted because the required matter or conditions are not present or because the information required by the schedules is submitted as part of the consolidated financial statements and notes thereto.

(3) Listing of Exhibits (in order of assigned index numbers):

Exhibit Number	Exhibit Description	Form	Date of First Filing	Exhibit Number	File Number
(3) (i)	Articles of Incorporation:				
	Amended Restated Certificate of Incorporation of PACCAR Inc	10-Q	May 4, 2016	3(i)	001-14817
(3) (ii)	Bylaws:				
	Fifth Amended and Restated Bylaws of PACCAR Inc*				
(4)	Instruments defining the rights of security holders, including indentures**:				
(a)	Indenture for Senior Debt Securities dated as of November 20, 2009 between PACCAR Financial Corp. and The Bank of New York Mellon Trust Company, N.A.	S-3	November 20, 2009	4.1	333-163273
(b)	Forms of Medium-Term Note, Series N (PACCAR Financial Corp.)	S-3	November 7, 2012	4.2 and 4.3	333-184808
(c)	Forms of Medium-Term Note, Series O (PACCAR Financial Corp.)	S-3	November 5, 2015	4.2 and 4.3	333-207838
(d)	Form of InterNotes, Series C (PACCAR Financial Corp.)	S-3	November 5, 2015	4.4	333-207838
(e)	Terms and Conditions of the Notes applicable to the €1,500,000,000 Medium Term Note Programme of PACCAR Financial Europe B.V. prior to May 9, 2014	10-Q	November 6, 2014	4(h)	001-14817

Exhibit Number	Exhibit Description	Form	Date of First Filing	Exhibit Number	File Number
(f)	Terms and Conditions of the Notes applicable to the €1,500,000,000 Medium Term Note Programme of PACCAR Financial Europe B.V. set forth in the Listing Particulars dated May 11, 2015	10-Q	August 6, 2015	4(g)	001-14817
(g)	Terms and Conditions of the Notes applicable to the €2,500,000,000 Medium Term Note Programme of PACCAR Financial Europe B.V. set forth in the Listing Particulars dated May 9, 2016	10-K	February 21, 2017	4(i)	001-14817
(h)	Terms and Conditions of the Notes applicable to the €2,500,000,000 Medium Term Note Programme of PACCAR Financial Europe B.V. set forth in the Listing Particulars dated May 10, 2017	10-Q	August 4, 2017	4(h)	001-14817
**	Pursuant to the Instructions to Exhibits, certain instruments defining the rights of holders of long-term debt securities of the Company and its wholly owned subsidiaries are not filed because the total amount of securities authorized under any such instrument does not exceed 10 percent of the Company's total assets. The Company will file copies of such instruments upon request of the Commission.				
(10)	Material Contracts:				
(a)	PACCAR Inc Amended and Restated Supplemental Retirement Plan	10-K	February 27, 2009	10(a)	001-14817
(b)	Amended and Restated Deferred Compensation Plan	10-Q	May 5, 2012	10(b)	001-14817
(c)	Deferred Incentive Compensation Plan (Amended and Restated as of December 31, 2004)	10-K	February 27, 2006	10(b)	001-14817
(d)	Second Amended and Restated PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors	DEF14A	March 14, 2014	Appendix A	001-14817
(e)	PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors, Form of Restricted Stock Agreement for Non-Employee Directors	10-K	February 27, 2009	10(e)	001-14817
(f)	PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors, Form of Deferred Restricted Stock Unit Agreement for Non-Employee Directors	8-K	December 10, 2007	99.3	001-14817
(g)	Amendment to Compensatory Arrangement with Non-Employee Directors	10-K	February 26, 2015	10(g)	001-14817
(h)	PACCAR Inc Senior Executive Yearly Incentive Compensation Plan (effective 01/01/16)	10-Q	August 6, 2015	10(i)	001-14817
(i)	PACCAR Inc Long Term Incentive Plan	8-K	September 19, 2016	10(j)	001-14817
(j)	PACCAR Inc Long Term Incentive Plan, Nonstatutory Stock Option Agreement and Form of Option Grant Agreement	8-K	January 25, 2005	99.1	001-14817
(k)	Amendment One to PACCAR Inc Long Term Incentive Plan, Nonstatutory Stock Option Agreement and Form of Option Grant Agreement	10-Q	August 7, 2013	10(k)	001-14817
(l)	PACCAR Inc Long Term Incentive Plan, 2014 Form of Nonstatutory Stock Option Agreement	10-Q	August 7, 2013	10(l)	001-14817
(m)	PACCAR Inc Long Term Incentive Plan, Form of Restricted Stock Award Agreement	8-K	February 5, 2007	99.1	001-14817

Exhibit Number	Exhibit Description	Form	Date of First Filing	Exhibit Number	File Number
(n)	PACCAR Inc Long Term Incentive Plan, 2010 Form of Restricted Stock Award Agreement	10-K	February 26, 2010	10(m)	001-14817
(o)	PACCAR Inc Long Term Incentive Plan, Alternate Form of Restricted Stock Award Agreement	10-K	March 1, 2011	10(n)	001-14817
(p)	PACCAR Inc Long Term Incentive Plan, 2016 Restricted Stock Award Agreement	10-Q	August 6, 2015	10(q)	001-14817
(q)	PACCAR Inc Savings Investment Plan, Amendment and Restatement effective September 1, 2016	10-Q	November 4, 2016	10(q)	001-14817
(r)	Memorandum of Understanding, dated as of May 11, 2007, by and among PACCAR Engine Company, the State of Mississippi and certain state and local supporting governmental entities	8-K	May 16, 2007	10.1	001-14817
(s)	Letter Waiver Dated as of July 22, 2008 amending the Memorandum of Understanding, dated as of May 11, 2007, by and among PACCAR Engine Company, the State of Mississippi and certain state and local supporting governmental entities	10-Q	October 27, 2008	10(o)	001-14817
(t)	Second Amendment to Memorandum of Understanding dated as of September 26, 2013, by and among PACCAR Engine Company, the Mississippi Development Authority and the Mississippi Major Economic Impact Authority	10-Q	November 7, 2013	10(u)	001-14817
(u)	Second Amended and Restated PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors, Form of Amended Deferred Restricted Stock Unit Grant Agreement	10-K	February 26, 2015	10(t)	001-14817
(v)	Second Amended and Restated PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors, Form of Amended Restricted Stock Grant Agreement	10-K	February 26, 2015	10(u)	001-14817
(21)	Subsidiaries of the registrant*				
(23)	Consent of the independent registered public accounting firm*				
(24)	Power of attorney – Powers of attorney of certain directors*				
(31)	Rule 13a-14(a)/15d-14(a) Certifications:				
(a)	Certification of Principal Executive Officer*				
(b)	Certification of Principal Financial Officer*				
(32)	Section 1350 Certifications:				
	Certification pursuant to rule 13a-14(b) and section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. section 1350)*				
(101.INS)	XBRL Instance Document*				
(101.SCH)	XBRL Taxonomy Extension Schema Document*				
(101.CAL)	XBRL Taxonomy Extension Calculation Linkbase Document*				
(101.DEF)	XBRL Taxonomy Extension Definition Linkbase Document*				
(101.LAB)	XBRL Taxonomy Extension Label Linkbase Document*				
(101.PRE)	XBRL Taxonomy Extension Presentation Linkbase Document*				

* filed herewith

- (b) Exhibits (Exhibits filed with the Securities and Exchange Commission are not included herein. Copies of exhibits will be furnished to stockholders at a cost of 25¢ per page upon written request addressed to Corporate Secretary, PACCAR Inc, P.O. Box 1518, Bellevue, Washington 98009).
- (c) Financial Statement Schedules – All schedules are omitted because the required matter or conditions are not present or because the information required by the schedules is submitted as part of the consolidated financial statements and notes thereto.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PACCAR Inc
Registrant

Date: February 21, 2018

/s/ Ronald E. Armstrong
Ronald E. Armstrong
Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities indicated.

<u>Signature</u>	<u>Title</u>
<u>/s/ R. E. Armstrong</u> R. E. Armstrong	Chief Executive Officer and Director (Principal Executive Officer)
<u>/s/ H. C. A. M. Schippers</u> H. C. A. M. Schippers	President and Chief Financial Officer (Principal Financial Officer)
<u>/s/ M. T. Barkley</u> M. T. Barkley	Senior Vice President and Controller (Principal Accounting Officer)
<u>/s/ M. C. Pigott</u> M. C. Pigott	Executive Chairman and Director
<u>*/s/ A. J. Carnwath</u> A. J. Carnwath	Director
<u>*/s/ B. E. Ford</u> B. E. Ford	Director
<u>*/s/ K. S. Hachigian</u> K. S. Hachigian	Director
<u>*/s/ L. Kaufmann</u> L. Kaufmann	Director
<u>*/s/ R. C. McGeary</u> R. C. McGeary	Director
<u>*/s/ J. M. Pigott</u> J. M. Pigott	Director
<u>*/s/ M. A. Schulz</u> M. A. Schulz	Director
<u>*/s/ G. M. E. Spierkel</u> G. M. E. Spierkel	Director
<u>*/s/ C. R. Williamson</u> C. R. Williamson	Director
<u>*By /s/ M. C. Pigott</u> M. C. Pigott Attorney-in-Fact	

**FIFTH AMENDED AND RESTATED
BYLAWS OF
PACCAR Inc**

ARTICLE I

Directors

Sec. 1. The affairs of the Company shall be managed by a Board of Directors. The number of Directors shall be determined by the Board of Directors. The Board of Directors shall be divided into three classes as nearly equal in number as possible.

At each annual meeting of stockholders, Directors chosen to succeed those whose terms expire at such annual meeting shall be elected for a term of office expiring at the next annual meeting of stockholders after their election. Newly created directorships resulting from an increase in the number of Directors and any vacancies on the Board of Directors resulting from death, resignation, disqualification, removal or other cause shall be filled by the affirmative vote of a majority of the remaining Directors then in office, even though less than a quorum of the Board of Directors. Any Director elected in accordance with the preceding sentence shall hold office until the next annual meeting of stockholders and until the Director's successor shall have been elected and qualified.

No decrease in the number of Directors constituting the Board of Directors shall shorten the term of any incumbent Director.

No person who is seventy two (72) years of age or older shall be eligible for election as a Director. The term of any person serving as a Director shall expire automatically on the day preceding the first annual meeting of stockholders following the Director's seventy second (72nd) birth date.

ARTICLE II

Meetings of Directors

Sec. 1. The Board of Directors shall hold a meeting for organization and all other business in connection with the annual meeting of the stockholders.

Sec. 2. Meetings of the Board of Directors may be called by the Chairman at any time on five days' notice if such notice thereof is given electronically or personally or on seven days' notice if such notice is given by mail to each member of the Board. Meetings of the Board of Directors shall also be called upon like notice by the Secretary of the Company at any time upon written request therefor signed by a majority of the Directors filed therewith. Calls for meetings shall be deemed given when deposited in the United States mail postage prepaid or delivered electronically as the case may be, and addressed to a member of the Board at his last known delivery address.

Sec. 3. Meetings of the Board of Directors shall be held at the place, either within the State of Delaware or elsewhere, and on the date and at the hour designated in the call therefor.

Sec. 4. Any irregularity in calling or holding meetings may be cured by ratification of the proceedings signed by all the Directors and entered upon the minute book. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if a written consent thereto is signed by all the Directors and filed with the minutes of the Board.

Sec. 5. At Directors' meetings, half or more of the Board shall constitute a quorum for the transaction of business, and the concurring vote of a majority of the Directors present shall be sufficient to pass any measure. If less than a quorum be present at any meeting, the chairman of the meeting may adjourn it from time to time until a quorum be present.

ARTICLE III

Stockholders' Meetings

Sec. 1. The annual meeting of the stockholders shall be held at such place on such day during the first half of each calendar year and at such hour as may be designated by the Board of Directors.

Sec. 2. The Secretary shall give written notice of the annual meeting to all stockholders of record by any means authorized by the Board of Directors and Delaware law not less than ten (10) days nor more than sixty (60) days before the date of the meeting.

Sec. 3. At all stockholders' meetings a majority of all the stock issued and outstanding and having voting power shall constitute a quorum for the transaction of business. If a lesser amount of stock be present or represented, the chairman of the meeting shall adjourn it from time to time until a quorum be present - but no such adjournment shall be longer than for one week at a time. This quorum requirement shall have no effect upon the affirmative vote required for approval of the actions stated in Article SEVENTH of the Company's Certificate of Incorporation or as provided in Article EIGHTH for amendment of that Article.

Sec. 4. Special meetings of stockholders may be called from time to time by a majority of the Board of Directors or upon the delivery of a written demand of the holders of record of at least twenty-five percent of the Company's outstanding stock to the Secretary of the Company. A stockholder request for a special meeting must be accompanied by a notice that contains the information that would be required to be included with a stockholder's notice of business proposed to be brought before a

meeting pursuant to Article III, Section 5 of these Bylaws and, if applicable, a stockholder's notice of a nomination pursuant to Article III, Section 6 of these Bylaws. Special meetings shall be held solely for the purpose or purposes specified in the notice of meeting.

Sec. 5. At an annual meeting of the stockholders only such business shall be conducted as shall have been brought before the meeting (a) by or at the direction of the Board of Directors, or (b) by any stockholder of the Company who complies with Rule 14a-8 of the Securities Exchange Act of 1934, or any successor thereof, or (c) by any stockholder of the Company entitled to vote at the meeting who complies with the notice procedures set forth in this Section 5. For business to be properly brought before an annual meeting by a stockholder, the stockholder must have given timely notice thereof in writing to the Secretary of the Company, the business must otherwise be a proper matter for stockholder action and the stockholder must be a stockholder of record at the time notice is given. To be timely, a stockholder's notice must be received at the principal executive offices of the Company, not less than 90 days nor more than 120 days prior to the first anniversary of the prior year's annual meeting. A stockholder's notice to the Secretary shall set forth as to each matter the stockholder proposes to bring

before the annual meeting, a brief description of the business desired to be brought before the annual meeting, and the reasons for conducting such business at the annual meeting; (b) the name and address, as they appear on the Company's books, of the stockholder proposing such business; (c) the class and number of shares of the Company which are beneficially owned by the stockholder, and (d) any material interest of the stockholder in such business. Notwithstanding anything in the Bylaws to the contrary, no business shall be conducted at an annual meeting except in accordance with the procedures set forth in this Section 5. The chairman of an annual meeting shall, if the facts warrant, determine and declare to the meeting that business was not a proper matter for stockholder action or not properly brought before the meeting in accordance with the provisions of this Section 5. If he should so determine and declare, any such business shall not be transacted.

Sec. 6. Only persons who are nominated in accordance with the procedures set forth in this Section 6 shall be eligible for election as Directors. Nominations of persons for election to the Board of Directors of the Company may be made at a meeting of stockholders (a) by or at the direction of the Board of Directors, (b) by any stockholder of the Company who is a stockholder of record at the time the nomination is made, who is entitled to vote for the election of Directors at the meeting

and who complies with the notice procedures set forth in this Section 6, or (c) by any Nominating Stockholder (as defined in Section 7) who meets the requirements of and complies with the notice procedures and representations and documentation requirements set forth in Section 7. Nominations by stockholders pursuant to Section 6(b) shall be made pursuant to timely notice in writing to the Secretary of the Company. To be timely, a stockholder's notice must be received at the principal executive offices of the Company not less than 90 days nor more than 120 days prior to the first anniversary of the prior year's annual meeting. Such stockholder's notice shall set forth (a) as to each person whom the stockholder proposes to nominate for election or re-election as a Director, all information relating to such person that is required to be disclosed in solicitations of proxies for election of Directors, or is otherwise required, in each case pursuant to Regulation 14A under the Securities Exchange Act of 1934, as amended (including such person's written consent to being named in the proxy statement as a nominee and to serving as a Director if elected; and (b) as to the stockholder giving the notice (i) the name and address, as they appear on the Company's books, of such stockholder and (ii) the class and number of shares of the Company which are beneficially owned by such stockholder. At the request of the Board of Directors, any person nominated by the Board of

Directors for election as a Director shall furnish to the Secretary of the Company that information required to be set forth in the stockholder's notice of nomination which pertains to the nominee. No person shall be eligible for election as a Director of the Company unless nominated in accordance with the procedures set forth in this Bylaw. The chairman of the meeting shall, if the facts warrant, determine and declare to the meeting that a nomination was not made in accordance with the procedures prescribed by the Bylaws. If he should so determine and declare, the defective nomination shall be disregarded.

Sec. 7. (A) Subject to the provisions of this Section 7, the Company shall include in its proxy statement and on its form of proxy for any annual meeting of stockholders: (i) the name of any person nominated for election to the Board of Directors (a "Stockholder Nominee") by any Eligible Holder (as defined below) or group of up to 20 Eligible Holders that has satisfied all conditions and complied with all procedures set forth in this Section 7, as determined by the Board of Directors (such Eligible Holder or group of Eligible Holders being a "Nominating Stockholder"); (ii) disclosure about each Stockholder Nominee and the Nominating Stockholder required under the rules of the Securities and Exchange Commission (the "SEC") or other applicable law to be included in the proxy statement; (iii) a statement, not to exceed 500 words, included

by the Nominating Stockholder in support of its Stockholder Nominee in the Nomination Notice (as defined in Section 7(D)) for inclusion in the proxy statement (the "Supporting Statement"); and (iv) any other information that the Company or the Board of Directors determines to include in the proxy statement relating to the nomination of each Stockholder Nominee, including, without limitation, any statement in opposition to the nomination, any information provided pursuant to this Section 7 and any solicitation materials or related information with respect to a Stockholder Nominee. For purposes of this Section 7, any determination to be made by the Board of Directors may be made by the Board of Directors or a committee of the Board of Directors, and any such determination shall be final and binding on the Company and all persons. The Executive Chairman shall have the power to determine whether a Stockholder Nominee has been nominated in accordance with the requirements of this Section 7 and, if not so nominated, shall direct and declare at the meeting that such Stockholder Nominee shall not be considered.

(B) (i) The Company shall not be required to include in the proxy statement for the annual meeting of stockholders more Stockholder Nominees than that number of directors constituting the greater of (a) two or (b) 20% of the total number of directors of the Company on the last day on which a Nomination

Notice may be submitted pursuant to this Section 7 (rounded down to the nearest whole number) (the "Maximum Number"). (ii) The Maximum Number for a particular annual meeting shall be reduced by (a) Stockholder Nominees whom the Board of Directors itself decides to nominate for election at such annual meeting; (b) Stockholder Nominees who cease to satisfy, or Stockholder Nominees of Nominating Stockholders that cease to satisfy, the eligibility requirements in this Section 7, as determined by the Board of Directors; (c) Stockholder Nominees whose nomination is withdrawn by the Nominating Stockholder or who become unwilling or unable to serve on the Board of Directors; and (d) the number of incumbent directors who had been Stockholder Nominees in any of the preceding three annual meetings of stockholders and whose reelection at the upcoming annual meeting is being recommended by the Board of Directors. (iii) If the number of Stockholder Nominees exceeds the Maximum Number, then, promptly upon notice from the Company, each Nominating Stockholder will select one Stockholder Nominee for inclusion in the proxy statement until the Maximum Number is reached, going in order of largest to smallest ownership position as disclosed in each Nominating Stockholder's Nomination Notice, with the process repeated if the Maximum Number is not reached after each Nominating Stockholder has selected one Stockholder Nominee. If, after the deadline for submitting a Nomination Notice as set forth in

Section 7(D), the nomination of a Stockholder Nominee is withdrawn, whether before or after the mailing or other distribution of the definitive proxy statement, then the nomination shall be disregarded, and the Company (a) shall not be required to include in its proxy statement or on any form of proxy the disregarded Stockholder Nominee or any successor or replacement nominee proposed by a Nominating Stockholder and (b) may otherwise communicate to its stockholders, including by amending or supplementing its proxy statement or form of proxy, that a Stockholder Nominee will not be included as a nominee at the annual meeting.

(C) (i) An "Eligible Holder" is a person who has either (a) been a record holder of the shares used to satisfy the eligibility requirements in this Section 7(C) continuously for the three-year period specified in subsection (ii) below or (b) provides to the Secretary of the Company, within the time period referred to in Section 7(D), evidence of continuous ownership of such shares for such three-year period from one or more securities intermediaries in a form that the Board of Directors determines would be deemed acceptable for purposes of a stockholder proposal under Rule 14a-8(b)(2) under the Exchange Act. (ii) An Eligible Holder or group of up to 20 Eligible Holders may submit a nomination in accordance with this Section 7 only if the person or group (in the aggregate) has

continuously owned at least the Minimum Number (as defined below) of shares of the Company's outstanding common stock throughout the three-year period preceding and including the date of submission of the Nomination Notice, and continues to own at least the Minimum Number through the date of the annual meeting. Two or more funds that are under common management and investment control shall be treated as one Eligible Holder if such Eligible Holder provides documentation satisfactory to the Company that demonstrates that the funds meet the criteria set forth in this Section 7(c)(ii). In the event of a nomination by a group of Eligible Holders, all requirements and obligations for an individual Eligible Holder set forth in this Section 7 shall apply to each member of such group; provided, however, that the Minimum Number shall apply to the ownership of the group in the aggregate. Should any stockholder cease to satisfy the eligibility requirements in this Section 7, as determined by the Board of Directors, or withdraw from a group of Eligible Holders prior to the annual meeting, the group of Eligible Holders shall be deemed to own only the shares held by the remaining members of the group. (iii) The "Minimum Number" means 3% of the number of outstanding shares of the Company's common stock as of the most recent date for which such amount is given in any filing by the Company with the SEC prior to the submission of the Nomination Notice. (iv) For purposes of this

Section 7, an Eligible Holder "owns" only those outstanding shares of the Company as to which the Eligible Holder possesses both: (a) the full voting and investment rights pertaining to the shares; and (b) the full economic interest in (including the opportunity for profit and risk of loss on) such shares; provided that the number of shares calculated in accordance with clauses (a) and (b) shall not include any shares (1) purchased or sold by such Eligible Holder or any of its affiliates in any transaction that has not been settled or closed, (2) sold short by such Eligible Holder, (3) borrowed by such Eligible Holder or any of its affiliates for any purpose or purchased by such Eligible Holder or any of its affiliates pursuant to an agreement or obligation to resell, or (4) subject to any option, warrant, forward contract, swap, contract of sale, other derivative or similar agreement entered into by such Eligible Holder or any of its affiliates, whether any such instrument or agreement is to be settled with shares or with cash based on the notional amount or value of outstanding shares of the Company, in any such case which instrument or agreement has, or is intended to have, the purpose or effect of (x) reducing in any manner, to any extent or at any time in the future, such Eligible Holder's or any of its affiliates' full right to vote or direct the voting of any such shares, and/or (y) hedging, offsetting, or altering to any degree, gain or loss arising from

the full economic ownership of such shares by such Eligible Holder or any of its affiliates. An Eligible Holder "owns" shares held in the name of a nominee or other intermediary so long as the Eligible Holder retains the right to instruct how the shares are voted and possesses the full economic interest in the shares. An Eligible Holder's ownership of shares shall be deemed to continue during any period in which (a) the Eligible Holder has loaned such shares, provided that the Eligible Holder has the power to recall such loaned shares on five business days' notice and continues to hold such shares through the date of the annual meeting, or (b) the Eligible Holder has delegated any voting power by means of a proxy, power of attorney, or other instrument or arrangement that is revocable at any time by the Eligible Holder. Whether outstanding shares of the Company are "owned" for these purposes shall be determined by the Board of Directors. (v) No Eligible Holder shall be permitted to be in more than one group constituting a Nominating Stockholder.

(D) To nominate a Stockholder Nominee, the Nominating Stockholder must deliver to the Secretary at the principal executive offices of the Company not less than 120 or more than 150 days before the first anniversary of the date that the Company first sent its proxy statement for the prior year's annual meeting, all of the following information and documents (collectively, the "Nomination Notice"); provided, however, that

if the date of the annual meeting is advanced more than 30 days before or delayed by more than 30 days after such anniversary date, the Nomination Notice shall be given in the manner provided herein not earlier than the 150th day and not later than the close of business on the later of the 120th day before such annual meeting or the 10th day following the day on which public announcement of the date of such meeting is first made:

(i) A copy of the Schedule 14N relating to each Stockholder Nominee, completed and filed with the SEC by the Nominating Stockholder in accordance with SEC rules; (ii) A written notice, in a form deemed satisfactory by the Board of Directors, of the nomination of each Stockholder Nominee that includes the following additional information, agreements, representations and warranties by the Nominating Stockholder (including each group member): (a) the information required with respect to the nomination of directors pursuant to Article III, Section 6(b); (b) the details of any relationship that existed within the past three years and that would have been described pursuant to Item 6(e) of Schedule 14N (or any successor item) if it existed on the date of submission of the Schedule 14N; (c) a representation and warranty that the Nominating Stockholder (1) acquired the securities of the Company in the ordinary course of business and did not acquire, and is not holding, any securities of the Company with the intent of influencing or changing control of

the Company, (2) will not engage in or aid or abet a "solicitation" within the meaning of Rule 14a-1(1) of the Exchange Act with respect to the annual meeting, other than with respect to a Stockholder Nominee or any nominee of the Board of Directors, and (3) will not use any proxy card other than the Company's proxy card in soliciting stockholders in connection with the annual meeting; (d) a representation and warranty that the Nominating Stockholder satisfies the eligibility requirements set forth in Section 7(C) and has provided evidence of ownership to the extent required by Section 7(C)(i); (e) a representation and warranty that the Nominating Stockholder intends to continue to satisfy the eligibility requirements described in Section 7(C) through the date of the annual meeting and a statement regarding the Nominating Stockholder's intent or lack thereof with respect to continued ownership of the Minimum Number of shares for one year following the annual meeting; (f) details of any position of a Stockholder Nominee related to any competitor (that is, any entity that produces products or provides services that compete with or are alternatives to the products produced or services provided by the Company or its affiliates) within the three years preceding the submission of the Nomination Notice; (g) if desired, a Supporting Statement; and (h) in the case of a nomination by a group, the designation of one group member that is authorized to

act on behalf of all group members with respect to the nomination, including withdrawal of the nomination; (iii) An executed agreement, in a form deemed satisfactory by the Board of Directors, pursuant to which the Nominating Stockholder (including each group member) agrees: (a) to comply with all applicable laws, rules and regulations in connection with the nomination, solicitation and election; (b) to file with the SEC any written solicitation or other communication with the Company's stockholders relating to one or more of the Company's directors or director nominees or any Stockholder Nominee, regardless of whether any such filing is required under rule or regulation or whether any exemption from filing is available for such materials under any rule or regulation; (c) to assume all liability (which shall be joint and several with respect to other group members, if any) stemming from any actual or alleged legal or regulatory violation arising out of any communication by the Nominating Stockholder or any of its Stockholder Nominees with the Company or its stockholders; and (d) to indemnify and hold harmless (which shall be joint and several with respect to other group members, if any) the Company and each of its current and former directors, officers and employees individually against any liability, loss, damages or other costs (including attorneys' fees) incurred in connection with any threatened or pending action, suit or proceeding, whether legal,

administrative or investigative, against the Company or any of its current and former directors, officers or employees arising out of or relating to any breach or alleged breach by the Nominating Stockholder or any of its Stockholder Nominees of its obligations, agreements or representations under this Section 7; and (iv) An executed agreement, in a form deemed satisfactory by the Board of Directors, by each Stockholder Nominee: (a) to provide to the Company the information required with respect to the nomination of directors pursuant to Article III, Section 6(b), including but not limited to a completed and signed questionnaire, representation and agreement required by Section 8; (b) to provide to the Company such other information and certifications, including completion of the Company's director questionnaire, as the Company may reasonably request; and (c) to meet with the Nominating and Governance Committee upon reasonable request to discuss matters relating to the nomination of such Stockholder Nominee to the Board of Directors. The information and documents required by this Section 7(D) shall be provided with respect to the persons specified in Instruction 1 to Items 6(c) and (d) of Schedule 14N (or any successor item) in the case of a Nominating Stockholder or group member that is an entity. The Nomination Notice shall be deemed submitted on the date on which all the information and documents referred to in this Section 7(D) (other than such

information and documents contemplated to be provided after the date the Nomination Notice is provided) have been delivered to or, if sent by mail, received by the Secretary of the Company.

(E) (i) Notwithstanding anything to the contrary contained in this Section 7, the Company may omit from its proxy statement any Stockholder Nominee and any information concerning such Stockholder Nominee and no vote on such Stockholder Nominee will occur (notwithstanding that proxies in respect of such vote may have been received by the Company), and the Nominating Stockholder may not, after the last day on which a Nomination Notice would be timely, cure any defect preventing the nomination of such Stockholder Nominee, if: (a) the Company receives a notice pursuant to Article III, Section 6(b) that a stockholder intends to nominate a candidate for director at the annual meeting, whether or not such notice is subsequently withdrawn; (b) the Nominating Stockholder does not appear at the annual meeting or withdraws its nomination or the Executive Chairman declares that such nomination was not made in accordance with the procedures prescribed by this Section 7; (c) the Board of Directors determines that such Stockholder Nominee's nomination or election to the Board of Directors would result in the Company to be in violation of its Certificate of Incorporation or Bylaws or any applicable law, rule or regulation, including any rules or regulations of the primary

stock exchange on which the Company's common stock is traded;

(d) such Stockholder Nominee was nominated for election to the Board of Directors pursuant to this Section 7 at one of the Company's three preceding annual meetings and either withdrew or became ineligible or received a vote of less than 25% of the shares entitled to vote for such Stockholder Nominee; (e) such Stockholder Nominee is not independent under applicable independence standards, as determined by the Board of Directors;

(f) such Stockholder Nominee is a named subject of a pending criminal proceeding (excluding traffic violations and other minor offenses) or has been convicted in such a criminal proceeding within the past ten years or is subject to any order of the type specified in Rule 506(d) of Regulation D promulgated under the Securities Act of 1933, as amended; (g) such Stockholder Nominee has been, within the past three years, an officer or director of a competitor, as defined for purposes of Section 8 of the Clayton Antitrust Act of 1914, as amended; or

(h) the Company is notified, or the Board of Directors determines, that the Nominating Stockholder or the Stockholder Nominee has failed to continue to satisfy the eligibility requirements described in Section 7(C), any of the representations and warranties made in the Nomination Notice ceases to be true and accurate in all material respects (or omits a material fact necessary to make the statements made not

misleading), such Stockholder Nominee becomes unwilling or unable to serve on the Board of Directors or any material violation or breach occurs of the agreements, representations or warranties of the Nominating Stockholder or such Stockholder Nominee under this Section 7. (ii) Notwithstanding anything to the contrary contained in this Section 7, the Company may omit from its proxy statement or may supplement or correct any information, including all or any portion of the Supporting Statement, if the Board of Directors determines that (a) such information is not true in all material respects or omits a material statement necessary to make the statements made not misleading; or (b) the inclusion of such information in the proxy statement would violate any applicable law, regulation or listing standard. The Company may solicit against, and include in the proxy statement its own statement relating to, any Stockholder Nominee.

Sec. 8. To be eligible to be a nominee for election or reelection as a director of the Company by a stockholder under Article III, Section 6(b) or a Nominating Stockholder under Section 7, a person must complete and deliver (in accordance with the time periods prescribed for delivery of notice under Section 6(b) or 7, whichever is applicable) to the Secretary at the principal executive offices of the Company a written questionnaire providing the information requested about the

background and qualifications of such person and the background of any other person or entity on whose behalf the nomination is being made and a written representation and agreement (the questionnaire, representation, and agreement to be in the form provided by the Secretary upon written request) that such person: (a) is not and will not become a party to (i) any compensatory, payment or other financial agreement, arrangement or understanding with any person or entity in connection with his or her nomination, service or action as a director of the Company that has not been disclosed to the Company, (ii) any agreement, arrangement or understanding with any person or entity as to how such person would vote or act on any issue or question as a director (a "Voting Commitment") that has not been disclosed to the Company, or (iii) any Voting Commitment that could limit or interfere with the person's ability to comply with a director's fiduciary duties under applicable law; and (b) would be in compliance, if elected as a director of the Company, and will comply with the Company's Bylaws, Corporate Governance Guidelines, Code of Ethics and any other Company policies applicable to directors.

Sec. 9. (A) Except as provided in this Bylaw, and subject to the rights of holders of any series of Preferred Stock to elect Directors under specified circumstances, each Director nominee in an uncontested director election shall be

elected by the affirmative vote of the majority of the votes cast with respect to that Director's election at any meeting for the election of directors at which a quorum is present. For purposes of this Bylaw, a majority of votes cast shall mean that the number of shares voted "for" a director's election exceeds 50 percent of the number of votes cast with respect to that Director's election. Votes cast shall include direction to withhold authority in each case, but exclude "abstentions" and "broker nonvotes" with respect to that director's election. If the number of nominees for election as Directors exceeds the number of Directors to be elected (a "Contested Election"), the Directors shall be elected by the affirmative vote of a plurality of the votes cast at any meeting at which a quorum is present. The determination of whether an election is a "Contested Election" shall be made by the Secretary as of the close of the applicable notice of nomination period set forth in Article III Section 6 of the Bylaws or under applicable law based on whether notice of nomination was timely filed. If one or more director notices of nomination are withdrawn at least ten days prior to the date the Company first mails its notice of meeting and proxy statement in connection with such election of Directors, such that the number of candidates for election as Director no longer exceeds the number of Directors to be elected, the election shall not be considered a Contested

Election. In all other cases, once an election is determined to be a Contested Election, Directors shall be elected by a vote of a plurality of the votes cast.

(B) If one or more incumbent nominees for Director fails to receive a majority of the votes cast in an uncontested director election, each such Director shall promptly tender his or her resignation to the Board of Directors, subject to acceptance by the Board of Directors. The Nominating and Governance Committee will make a recommendation to the Board of Directors as to whether to accept or reject the tendered resignation. The Board of Directors will review the tendered resignation, taking into account the Nominating and Governance Committee's recommendation, and publicly disclose its decision regarding the tendered resignation within ninety (90) days from the date of the certification of the election results. If the Board of Directors accepts a director's resignation pursuant to this Bylaw, or if a nominee for Director is not elected and the nominee is not an incumbent Director, then the Board of Directors may fill any resulting vacancy or may adjust the size of the Board of Directors pursuant to the provisions of Article I, Section 1 of the Bylaws.

Sec. 10. At all stockholders' meetings, stockholders may vote in person or by proxy.

Sec. 11. The deposit in any general or branch post office of a notice of any general or special meeting of stockholders enclosed in a sealed and fully postpaid envelope and addressed to a stockholder at his post office address shown on the books of the Company shall be, as to the stockholder so addressed, sufficient notice of such meeting. Notice by electronic transmission as authorized by Delaware law is also sufficient notice of such meeting.

ARTICLE IV

Inspectors of Election

Sec. 1. Prior to each meeting of stockholders, the Chairman shall appoint two or more Inspectors of Election who shall verify all proxies, report the number of shares represented by proxy and by actual attendance at the meeting, count all votes cast, and report in writing the result of all voting.

All questions raised by the stockholders regarding the qualification of votes, the validation of proxies and the acceptance or rejection of votes shall be decided by the Chairman of the meeting.

ARTICLE V

Officers

Sec. 1. The officers of the Company shall be the Executive Chairman of the Board of Directors, the Chief Executive Officer, the President, one or more Vice Presidents (any of whom may be designated Executive or Senior Vice President by the Board of Directors or the Executive Chairman by a writing filed with the Secretary), a Treasurer, a Secretary, and such other officers as may be provided for from time to time by resolution of the Board of Directors. Such officers shall have the powers and perform the duties prescribed by these Bylaws or as may from time to time be prescribed by the Board of Directors or by the Executive Chairman. Each officer shall hold office until his successor is elected and qualified or until his earlier resignation, retirement or removal.

Sec. 2. The Executive Chairman shall preside at all meetings of the stockholders and at all meetings of the Board of Directors. The Chief Executive Officer shall have the responsibility for the general management and control of the affairs and business of the Company and shall have all powers which are commonly incident to the office of chief executive or which are delegated to him by the Board of Directors. He shall have general supervision and direction of all of the officers and agents of the Company and by a writing filed with the

Secretary may from time to time designate titles for employees and agents as may be appropriate in the conduct of the affairs of the Company, and in the same manner, may terminate such titles. In the absence of the Executive Chairman or at his request, the Chief Executive Officer shall preside at meetings of the stockholders.

Sec. 3. The President shall have such powers as may be conferred upon him from time to time by the Chief Executive Officer or by the Board of Directors.

Sec. 4. A Vice President or Vice Presidents shall have such powers and perform such duties as the Board of Directors, Executive Committee or the Chief Executive Officer may from time to time direct or prescribe.

Sec. 5. The Secretary shall coordinate the Company's contacts and communications with its stockholders and with those Government agencies having cognizance over such matters, shall attend to the giving of the necessary notice of all meetings of stockholders and of Directors, shall keep a record of all transactions, proceedings and voting at all meetings, shall have charge of and general supervision over the stock and transfer books of the Company, shall prepare and keep open for inspection all lists of stockholders and other lists and records required by statute. The Secretary shall have charge of and safeguard those records of the Company which are caused to be entered in

the Corporate Documents Ledger. The Secretary shall have custody of the Corporate Seal of the Company and shall have the authority to affix the same to any instrument and when so affixed, it may be attested by his/her signature. The Secretary shall perform such other duties as may be required by the Board of Directors or Executive Committee.

Sec. 6. The Chief Executive Officer and such other officers, employees, or agents of the Company as may be specifically authorized and to the extent authorized by the Executive Chairman in writing so to do, shall have the right to enter into such agreements and to execute such documents as are or become necessary in the ordinary course of the Company's business.

ARTICLE VI

Corporate Stock

Sec. 1. Shares of the Company's stock may be certificated or uncertificated, as provided under Delaware law. Certificates of stock shall be signed by the Executive Chairman and by the Secretary. Facsimiles of the signatures of any one or all of the officers designated to sign certificates of stock of this Company may be used in lieu of manual signatures, provided each certificate bearing facsimile signatures of the officers is

countersigned by a transfer agent appointed by the Board of Directors or the Executive Committee.

Sec. 2. Transfers of stock shall be recorded on the books of the Company either in person or by legal representative and, in the case of stock represented by a certificate, upon surrender of the certificate. In case any certificate be lost, stolen or destroyed, the Board of Directors may order a new certificate or uncertificated shares be issued in its place upon receiving satisfactory proof of its loss and such security as it deems proper. On surrender of any outstanding certificate, it shall be at once cancelled.

Sec. 3. For the purpose of determining stockholders entitled to notice of or to vote at any meeting of stockholders or any adjournment thereof, or for the purpose of determining the stockholders entitled to receive payment of any dividend or the allotment of any rights, or for the purpose of any other action, the Board of Directors may fix, in advance, a date as the record date for any such determination of stockholders not more than sixty (60) nor less than ten (10) days before the date of such action and may cause the stock transfer books to be closed for a stated period but not to exceed, in any case, sixty (60) days.

ARTICLE VII

Place of Keeping Corporate Books

Sec. 1. The Board of Directors shall designate at what place the books of the Company shall be kept.

ARTICLE VIII

Executive Committee

Sec. 1. The Board of Directors may appoint from among their number, but only by vote of a majority of their entire number, an Executive Committee of not less than three nor more than five members which shall have all the power of the Board of Directors when the Board of Directors shall not be in session; except the Executive Committee shall not have the power or authority in reference to amending the Certificate of Incorporation, adopting an agreement of merger or consolidation; recommending to the stockholders the sale, lease or exchange of all or substantially all of the Corporation's property and assets, recommending to the stockholders a dissolution of the Corporation or revocation of a dissolution, amending the Bylaws of the Corporation, or, unless authorized by resolution of the Board of Directors, declaring a dividend or authorizing the issuance of stock. The Board of Directors shall fill vacancies in the Executive Committee from the Directors. All action by the Executive Committee shall be reported to the Board of Directors at its

meeting next succeeding such action. The Executive Committee shall determine its manner of proceeding. It may act without being formally convened and the affirmative vote of a majority of all members of the Executive Committee present when three or more are present or a unanimous vote of two when two are present shall be necessary to its adoption of any resolution or approval of any action.

ARTICLE IX

Fiscal Year

Sec. 1. For purposes of accounting and for all other purposes, the fiscal and tax year of this Company shall run from January 1st to December 31st in each year.

SUBSIDIARIES OF THE REGISTRANT (a)

Name	State or Country of Incorporation	Names Under Which Company Or Subsidiaries Do Business
PACCAR of Canada Ltd.	Canada	PACCAR of Canada Ltd. Canadian Kenworth Co. Peterbilt of Canada PACCAR Parts of Canada
PACCAR Australia Pty. Ltd.	Australia	PACCAR Australia Pty. Ltd. Kenworth Trucks PACCAR Parts DAF Trucks Australia
PACCAR Financial Pty. Ltd. (b)	Australia	PACCAR Financial Pty. Ltd.
PACCAR Mexico, S.A. de C.V.	Mexico	PACCAR Mexico, S.A. de C.V.
Kenworth Mexicana, S.A. de C.V. (c)	Mexico	Kenworth Mexicana, S.A. de C.V. Kenmex
PACCAR Capital Mexico, S.A. de C.V. (c)	Mexico	PACCAR Capital Mexico, S.A. de C.V.
PACCAR Parts Mexico, S.A. de C.V. (c)	Mexico	PACCAR Parts Mexico, S.A. de C.V.
PacLease Mexicana, S.A. de C.V. (c)	Mexico	PacLease Mexicana, S.A. de C.V. PacLease
PACCAR Financial Mexico, S.A. de C.V. (d)	Mexico	PACCAR Financial Mexico, S.A. de C.V.
DAF Caminhões Brasil Indústria Ltda. (e)	Brasil	DAF Brasil
DAF Trucks N.V. (e)	Netherlands	DAF Trucks N.V. PACCAR Parts Europe
DAF Trucks Vlaanderen N.V. (f)	Belgium	DAF Trucks Vlaanderen N.V.
DAF Trucks Limited (U.K.) (f)	United Kingdom	DAF Trucks Limited (U.K.)
DAF Trucks Deutschland GmbH (f)	Germany	DAF Trucks Deutschland GmbH
DAF Trucks France, S.A.R.L. (f)	France	DAF Trucks France, S.A.R.L.
DAF Trucks Norge AS (f)	Norway	DAF Trucks Norge AS
DAF Vehiculos Industriales S.A.U. (f)	Spain	DAF Vehiculos Industriales S.A.U.
DAF Veicoli Industriali S.P.A. (f)	Italy	DAF Veicoli Industriali S.P.A.
DAF Trucks Polska SP.Z.O.O. (f)	Poland	DAF Trucks Polska SP.Z.O.O.
PACCAR Trucks U.K. Ltd. (e)	England and Wales	PACCAR Trucks U.K. Ltd.
PACCAR Parts U.K. Limited (g)	England and Wales	PACCAR Parts U.K. Limited
Leyland Trucks Limited (h)	England and Wales	Leyland Trucks Limited
PACCAR Engine Company	Mississippi	PACCAR Engine Company
PACCAR Machinery Corporation	Delaware	PACCAR Machinery Corporation
PACCAR Winch Inc.	Delaware	PACCAR Winch
PACCAR Financial Corp.	Washington	PACCAR Financial Corp. PACCAR Leasing Company

SUBSIDIARIES OF THE REGISTRANT (a)

Name	State or Country of Incorporation	Names Under Which Company Or Subsidiaries Do Business
PACCAR Financial Services Ltd. (i)	Canada	PACCAR Financial Services Ltd. PACCAR Leasing of Canada a division of PACCAR Financial Services Ltd.
PACCAR Financial Ltd. (j)	Canada	PACCAR Financial Ltd.
PACCAR Sales North America, Inc.	Delaware	PACCAR Sales North America, Inc.
PACCAR Holding B.V. (k)	Netherlands	PACCAR Holding B.V.
PACCAR Financial Europe B.V. (e)	Netherlands	PACCAR Financial Europe B.V.
PACCAR Financial Holdings Europe B.V. (l)	Netherlands	PACCAR Financial Holdings Europe B.V.
PACCAR Financial Belux BVBA (m)	Belgium	PACCAR Financial Belux BVBA
PACCAR Financial Deutschland GmbH (m)	Germany	PACCAR Financial Deutschland GmbH
PACCAR Leasing GmbH (m)	Germany	PACCAR Leasing Europe
PACCAR Financial Espana S.L.U. (m)	Spain	PACCAR Financial Espana S.L.U.
PACCAR Financial France S.A.S. (m)	France	PACCAR Financial France S.A.S.
PACCAR Financial Italia S.r.l. (m)	Italy	PACCAR Financial Italia S.r.l.
PACCAR Financial PLC (m)	United Kingdom	PACCAR Financial PLC
PACCAR Financial Nederland B.V. (m)	Netherlands	PACCAR Financial Nederland B.V.
PACCAR Financial Services Europe B.V. (m)	Netherlands	PACCAR Financial Services Europe B.V.
PACCAR Participações Ltda. (l)	Brasil	PACCAR Participações Ltda.
PACCAR Representações S.A. (n)	Brasil	PACCAR Representações S.A.
PACCAR Holdings Panamá, S.A. (k)	Panama	PACCAR Holdings Panamá, S.A.
PACCAR Colombia S.A.S. (k)	Columbia	PACCAR Colombia S.A.S.

- (a) The names of some subsidiaries have been omitted. Considered in the aggregate, omitted subsidiaries would not constitute a significant subsidiary
- (b) A wholly owned subsidiary of PACCAR Australia Pty. Ltd.
- (c) A wholly owned subsidiary of PACCAR Mexico, S.A. de C.V.
- (d) A wholly owned subsidiary of Truck Acceptance LLC, which is a wholly owned subsidiary of PACCAR Capital Mexico, S.A. de C.V.
- (e) A wholly owned subsidiary of PACCAR Holding B.V.
- (f) A wholly owned subsidiary of DAF Trucks N.V.
- (g) A wholly owned subsidiary of PACCAR Trucks U.K. Ltd.
- (h) A wholly owned subsidiary of PACCAR Parts U.K. Limited
- (i) A wholly owned subsidiary of PACCAR of Canada Ltd.
- (j) A wholly owned subsidiary of PACCAR Financial Services Ltd.
- (k) A wholly owned subsidiary of PACCAR Sales North America, Inc.
- (l) A wholly owned subsidiary of PACCAR Financial Europe B.V.
- (m) A wholly owned subsidiary of PACCAR Financial Holdings Europe B.V.
- (n) A wholly owned subsidiary of PACCAR Participações Ltda.

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in the following Registration Statements:

- A. the Registration Statement (Form S-8 No. 333-190467) pertaining to the PACCAR Inc Savings Investment Plan,
- B. the Registration Statement (Form S-8 No. 33-47763) pertaining to the 1991 Long Term Incentive Plan of PACCAR Inc,
- C. the Registration Statement (Form S-8 No. 333-39161) pertaining to the 1991 Long Term Incentive Plan of PACCAR Inc,
- D. the Registration Statement (Form S-8 No. 333-103706) pertaining to the Long Term Incentive Plan of PACCAR Inc,
- E. the Registration Statement (Form S-8 No. 333-36712) pertaining to the PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors,
- F. the Registration Statement (Form S-8 No. 333-120238) pertaining to the PACCAR Inc Restricted Stock and Deferred Compensation Plan for Non-Employee Directors,
- G. the Registration Statement (Form S-8 No. 333-52230) pertaining to the PACCAR Inc Savings Investment Plan, and
- H. the Registration Statement (Form S-8 No. 333-139544) pertaining to the PACCAR Inc Savings Investment Plan;

of our reports dated February 21, 2018, with respect to the consolidated financial statements of PACCAR Inc, and the effectiveness of internal control over financial reporting of PACCAR Inc included in this Annual Report (Form 10-K) of PACCAR Inc for the year ended December 31, 2017.

/s/ Ernst & Young LLP

Seattle, Washington
February 21, 2018

POWER OF ATTORNEY

We, the undersigned directors of PACCAR Inc (the “Company”), a Delaware corporation, hereby severally constitute and appoint M. C. Pigott our true and lawful attorney-in-fact, to sign for us, in our names and in our capacity as directors, an Annual Report on Form 10-K on behalf of the Company for the year ending December 31, 2017 and any amendments thereto, and to file the same with the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended.

IN WITNESS WHEREOF, each of the undersigned has executed this power of attorney as of this 5th day of December, 2017.

/s/ R. E. Armstrong

R. E. Armstrong
Director, PACCAR Inc

/s/ R. C. McGeary

R. C. McGeary
Director, PACCAR Inc

/s/ A. J. Carnwath

A. J. Carnwath
Director, PACCAR Inc

/s/ J. M. Pigott

J. M. Pigott
Director, PACCAR Inc

/s/ B. E. Ford

B. E. Ford
Director, PACCAR Inc

/s/ M. A. Schulz

M. A. Schulz
Director, PACCAR Inc

/s/ K. S. Hachigian

K. S. Hachigian
Director, PACCAR Inc

/s/ G. M. E. Spierkel

G. M. E. Spierkel
Director, PACCAR Inc

/s/ L. Kaufmann

L. Kaufmann
Director, PACCAR Inc

/s/ C. R. Williamson

C. R. Williamson
Director, PACCAR Inc

CERTIFICATION

I, Ronald E. Armstrong, certify that:

1. I have reviewed this annual report on Form 10-K of PACCAR Inc;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls over financial reporting.

Date February 21, 2018

/s/ Ronald E. Armstrong
Ronald E. Armstrong
Chief Executive Officer
(Principal Executive Officer)

CERTIFICATION

I, Harrie C.A.M. Schippers, certify that:

1. I have reviewed this annual report on Form 10-K of PACCAR Inc;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls over financial reporting.

Date February 21, 2018

/s/ Harrie C.A.M. Schippers
Harrie C.A.M. Schippers
President and Chief Financial Officer
(Principal Financial Officer)

**CERTIFICATION PURSUANT TO SECTION 906
OF THE SARBANES-OXLEY ACT OF 2002 (18 U.S.C. SECTION 1350)**

In connection with the Annual Report of PACCAR Inc (the “Company”) on Form 10-K for the year ended December 31, 2017 as filed with the Securities and Exchange Commission on the date hereof (the “Report”), the undersigned certify, pursuant to section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. section 1350), that to the best of our knowledge and belief:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date February 21, 2018

By /s/ Ronald E. Armstrong
Ronald E. Armstrong
Chief Executive Officer
PACCAR Inc
(Principal Executive Officer)

By /s/ Harrie C.A.M. Schippers
Harrie C.A.M. Schippers
President and Chief Financial Officer
PACCAR Inc
(Principal Financial Officer)

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.