Edgar Filing: NAVISTAR INTERNATIONAL CORP - Form 4

NAVISTAR INTERNATIONAL CORP

Form 4

September 22, 2008

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FORM	ЛД								OMB AI	PPROVAL	
	UNITED								OMB Number:	3235-0287	
Check t								Expires:	January 31,		
if no longer subject to Section 16. Form 4 or			F CHAN	NGES IN SECUE		ICIA	L OWN	ERSHIP OF	Estimated average burden hours per response 0.9		
Form 5 obligation may con See Inst 1(b).	ons ntinue. Section 17	(a) of the	Public U		ding Cor	npan	y Act of	Act of 1934, 1935 or Section	·	0.0	
(Print or Type	Responses)										
Covey Steven K Sym NA			Symbol	er Name and				5. Relationship of Reporting Person(s) to Issuer			
			CORP	STAR INT [NAV]	TERNAT	ION	AL	(Check all applicable)			
(Last) (First) (Middle)				of Earliest T Day/Year)	ransaction			Director 10% Owner X Officer (give title Other (specify			
	R INTERNATIO ATION, 4201 WII		09/18/2	-				below) SVP, GC &	below) Chief Ethics (Officer	
	(Street) 4. If Amo Filed(Mo				ate Origina	.1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
WARREN	VILLE, IL 60555							Person	ore man One Re	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	rities Acqu	ired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ansaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securit for Dispos (Instr. 3, 4	ed of ((D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	09/18/2008			A	10,300	A	\$0	18,967	D		
Common Stock	09/18/2008			F	150	D	\$ 55.365	18,817	D		
Common Stock								2,445.1338 (1)	I	By Navistar 401(k) Plan	
Premium								2,401	D		

Share Units

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title Amour		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)				(Instr		
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Exercisable	Expiration Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Covey Steven K NAVISTAR INTERNATIONAL CORPORATION 4201 WINFIELD ROAD WARRENVILLE, IL 60555

SVP, GC & Chief Ethics Officer

Signatures

Curt A. Kramer, Attorney

in fact 09/22/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person acquired 0.0413 shares on August 4, 2005 as part of a cash reconciliation done between the Company's 401(k) recordkeeping system and the Company's 401(k) trust account.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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