Edgar Filing: CLARIOND EUGENIO - Form 4

CLARIOND	EUGENIO									
Form 4										
January 04, 2	010									
FORM	4								OMB A	PPROVAL
	UNITE	D STATES		ITIES Al hington, l			GE (COMMISSION	OMB Number:	3235-0287
Check this if no longe	ər								Expires:	January 31,
subject to Section 16	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated				
Form 4 or			,						response	
Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940										
(Print or Type R	esponses)									
CLARIOND EUGENIO Sym NA			Symbol	-				5. Relationship of Reporting Person(s) to Issuer		
			NAVISTAR INTERNATIONAL CORP [NAV]					(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of (Month/Da	Earliest Tra ay/Year)	nsaction			X Director Officer (give	e title Oth	% Owner her (specify
	INTERNATI TION, 4201 W		12/31/20	009				below)	below)	
	(Street)	· · · · · · · · · · · · · · · · · · ·			ndment, Date Original th/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)		
WARRENV	ILLE, IL 6055	55						_X_ Form filed by Form filed by I Person	One Reporting Porting Portion of the Report	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuriti	es Acq	uired, Disposed o	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, any (Month/Day/Year)		on Date, if	CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5))	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock								2,258	D	
Reminder: Repo	ort on a separate l	ine for each c	lass of secur	ities benefic	cially owne	d direc	tlv or i	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. 5. Number of TransactionDerivative		6. Date Exercisable and Expiration Date	7. Title and Amo Underlying Secu	
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable Expiration Date	An Title Nu Sha	
Phantom Stock Units	\$ 0 <u>(1)</u>	12/31/2009		А	192.604	12/31/2009 ⁽²⁾ 12/31/2009 ⁽²⁾	Common 19 Stock 19	

Reporting Owners

Reporting Owner Name / Address			Relationships					
FB	Director	10% Owner	Officer	Other				
CLARIOND EUGENIO NAVISTAR INTERNATIONAL CO 4201 WINFIELD ROAD WARRENVILLE, IL 60555	ORPORATION	Х						
Signatures								
Curt A. Kramer, Attorney in fact	01/04/2010							
**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) Conversion is on a 1 for 1 basis.
- (2) The phantom stock units were accrued under the Navistar International Corporation directors deferred compensation plan and are to be settled in Navistar Common Stock per the reporting person's election made at the time of the election to defer compensation.

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.