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NAVISTAR INTERNATIONAL CORP

Form 8-K

November 08, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): November 8, 2002

N A V I S T A R I N T E R N A T I O N A L C O R P O R A T I O N

(Exact name of registrant as specified in its charter)

Delaware

1-9618

36

(State or other jurisdiction of
incorporation or organization)

(Commission File No.)

(I.R.S.
Identif

4201 Winfield Road, P.O. Box 1488, Warrenville, Illinois

(Address of principal executive offices)

(Z

Registrant's telephone number, including area code: (630) 753-5000

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ITEM 5. OTHER EVENTS

Navistar International Corporation (the "Registrant") today completed the sale of a total of 7,75
its Common Stock, par value \$.10 per share, at a price of \$22.566 per share and an aggregate purc
\$175,000,000, to the following three employee benefit plan trusts of International Truck and Engi

Trust

Number

International Truck and Engine Corporation

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Non-Contributory Retirement Plan Trust	4,6
International Truck and Engine Corporation Retirement Plan for Salaried Employees Trust	1,5
International Truck and Engine Corporation Retiree Health Benefit Trust	1,5

The securities were offered and sold in reliance upon the exemption from securities registration Section 4(2) of the Securities Act of 1933 and Rule 506 under Regulation D.

The securities offered have not yet been registered under the Securities Act of 1933 and may not be sold in the United States absent registration or an applicable exemption from registration requirements.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NAVISTAR INTERNATIONAL CORPORATION

Registrant

Date: November 8, 2002

/s/ Mark T. Schwetschenau

Mark T. Schwetschenau
Vice President and Controller
(Principal Accounting Officer)

