

NAVISTAR INTERNATIONAL CORP  
 Form 4  
 September 20, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>KAPUR DEEPAK TIGGHS</b>			2. Issuer Name and Ticker or Trading Symbol <b>NAVISTAR INTERNATIONAL CORP [NAV]</b>	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) President, Truck Group Subsid
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>09/18/2011</b>	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4201 WINFIELD ROAD  (Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	<b>WARRENVILLE, IL 60555</b>	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	09/18/2011		F	4,887 D \$ 38.9864	64,978	D	
Premium Share Units <sup>(1)</sup>					5,879	D	

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

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