Edgar Filing: WUNNING STEVEN H - Form 4

WUNNING S	STEVEN H											
Form 4	2000											
September 01	Л									PPROVAL		
	UNITED S	TATES		ITIES AN hington, l			IGE (COMMISSION	OMB Number:	3235-0287		
Section 16. Form 4 or Form 5 obligations may continue. Filed pursuant to Section 17(a) of the			OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section) of the Investment Company Act of 1940						burden hou response	Estimated average burden hours per response 0.5		
(Print or Type Re	esponses)											
1. Name and Address of Reporting Person <u>*</u> WUNNING STEVEN H			2. Issuer Name and Ticker or Trading Symbol CATERPILLAR INC [CAT]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Mi	iddle)	3. Date of Earliest Transaction					(Check all applicable)				
100 N.E. ADAMS STREET			(Month/Day/Year) 08/31/2009					Director 10% Owner X Officer (give title Other (specify below) below) Group President				
			4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
PEORIA, IL	61629-7220							Person	More than One Re	eporting		
(City)	(State) (Z	Zip)	Table	e I - Non-De	erivative S	ecuriti	ies Aco	quired, Disposed o	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	med m Date, if Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5 (A) or		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				Code v	Amount	(D)	Flice	71,187 <u>(1)</u>	D			
Common								476	Ι	Owned by Wife (2)		
Common								875	Ι	Owned by Son (2)		

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(3)</u>	08/31/2009	А	80	(4)	(4)	Common	80	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
WUNNING STEVEN H 100 N.E. ADAMS STREET PEORIA, IL 61629-7220			Group President				
Signatures							
S. H. Wunning; L.J. Huxtable, POA		09/01/2009					
<u>**</u> 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) This amount includes 23,722 shares in 401K.
- (2) Reporting person disclaims beneficial ownership.
- (3) Security converts to common stock on a one-for-one basis.
- (4) The reported phantom stock units were acquired under Caterpillar Inc.'s deferred employee investment plan and will be settled upon the reporting person's retirement or separation from service.

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.