Edgar Filing: OWENS JAMES W - Form 4

OWENIG LANGER W

Form 4	AMES W											
September FORM Check ti if no low subject Section Form 4 Form 5 obligati may cou <i>See</i> Inst 1(b).	M 4 UNITED his box nger to 16. or Section 170	MENT OF rsuant to S (a) of the F	Wa F CHA Section Public U	ashington NGES IN SECU 16(a) of t Utility Ho	h, D.C. 2 N BENE RITIES he Secur	0 549 FICIAL O	E COMMISS WNERSHIP ange Act of 19 t of 1935 or S 1940	OF 034,	OMB Numb Expire Estim burde respo	oer:	3235 Janua /erage	-0287
(Print or Type	Responses)											
1. Name and OWENS J.	2. Issuer Name and Ticker or Trading Symbol CATERPILLAR INC [CAT]				5. Relationship of Reporting Person(s) to Issuer							
(Last) 100 N.E. A	(First) (3. Date of Earliest Transaction (Month/Day/Year) 08/31/2010				(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Director below) Other (specify below)						
PEORIA, I	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							
(City)	(State)	(Zip)	Tal	ble I - Non-	-Derivativ	e Securities	Person Acquired, Dispo	sed of,	or Ben	neficially	v Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemo (Month/Day/Year) Execution any (Month/Da		2d 3. 4. Securit Date, if TransactionAcquired Code Disposed			ties (A) or of (D)	5. Amount of 6. Securities Owne Beneficially Form Owned Direc Following or Inc Reported (I) Transaction(s) (Instr (Instr, 3 and 4)		7. Nature of Indirect rship Beneficial Ownership (D) (Instr. 4) irect			
Common				code v	7 thount	(D) Thee	216,371 <u>(1)</u>	D				
Common							173,277	Ι		Held Revo	in cable 7	Frust
Common							7,200	Ι		Grand Trust	lchildr	en's
Common							700	Ι		Grand Trust	lchild'	S

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 formSEC 1474
(9-02)

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price o Derivativ Security (Instr. 5)
			Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(2)</u>	08/31/2010	А	118		(3)	(3)	Common	118	\$ 0

Reporting Owners

Reporting Owner Name / AddressRelationshipsDirector10% OwnerOfficerOtherOWENS JAMES WXYesYesYes100 N.E. ADAMS STREETXYesYesYesPEORIA, IL 61629-7230YesYesYesYes

Signatures

James W. Owens; L.J. Huxtable, POA

**Signature of Reporting Person

Date

09/01/2010

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 32,729 shares in 401K.
- (2) Security converts to common stock on a one-for-one basis.
- (3) 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.