#### CATERPILLAR INC

Form 4 March 04, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Smith Joshua I

(First)

(Street)

2. Issuer Name and Ticker or Trading

Issuer

below)

Symbol CATERPILLAR INC [CAT]

(Last)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

03/03/2008

(Check all applicable)

5. Relationship of Reporting Person(s) to

10% Owner Officer (give title Other (specify

8401 COLESVILLE RD., SUITE 604

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

6. Individual or Joint/Group Filing(Check

Applicable Line)

X\_ Director

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SILVER SPRING, MD 20910

(City) (State) (Zip)

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

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following Reported

(Instr. 4) Transaction(s)

Ownership (Instr. 4)

Indirect

Beneficial

or Code V Amount (D) Price

(A)

4. Securities

16,205 (1) D

(Instr. 3 and 4)

Common

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

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

4.

3. Transaction Date 3A. Deemed 1. Title of Derivative Conversion (Month/Day/Year) Execution Date, if

5. Number 6. Date Exercisable and Transaction of Derivative Expiration Date

7. Title and Amount of 8. Pr **Underlying Securities** 

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#### Edgar Filing: CATERPILLAR INC - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)  Code V	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	of	(Month/Day/Year)		(Instr. 3 and 4)	
					(A) (	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock	<u>(2)</u>	03/03/2008		A	1,606	<u>(3)</u>	(3)	Common	1,606	\$

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Smith Joshua I 8401 COLESVILLE RD.

Units

SUITE 604

SILVER SPRING, MD 20910

**Signatures** 

Joshua I. Smith; L.J. Huxtable, POA

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

X

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 50 dividend reinvestment shares.
- (2) Each restricted stock unit represents a contingent right to receive one share of Caterpillar common stock.
- (3) The restricted stock units vest on March 3, 2011.

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.

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