Halverson Bradley M Form 4 October 01, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

(Print or Type Responses)

1. Name and Address of Reporting Person * Halverson Bradley M		Symbol	2. Issuer Name and Ticker or Trading Symbol CATERPILLAR INC [CAT]				5. Relationship of Reporting Person(s) to Issuer			
(Last) 100 N.E. Al	(First) (M	3. Date of (Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2010			(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify below)				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				Vice President 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PEORIA, II		Zip) Table	· I - Non-D	erivative S	ecurities Ac		More than One Re	eporting		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3.	4. Securit onAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 16,146 (1)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Owned by		

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

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SEC 1474

(9-02)

I

4,238

Wife's Trust (2)

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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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. 5. TransactionNumber		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8. Price of Derivative
Security	or Exercise	(any	Code of		(Month/Day/Year)		(Instr. 3 and 4)		Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative					(Instr. 5)
	Derivative Security				Securities Acquired					
	Security				(A) or					
					Disposed					
					of (D)					
					(Instr. 3, 4, and 5)					
									Amount	
					(A) (D)	Date Exercisable	Expiration Date	Title	or Number of	
				Code V	(A) (D)				Shares	
Phantom Stock	<u>(3)</u>	09/30/2010		A	27	<u>(4)</u>	<u>(4)</u>	Common	27	\$ 0
Units										

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Halverson Bradley M 100 N.E. ADAMS STREET PEORIA, IL 61629

Vice President

Signatures

Bradley M. Halverson; L.J. Huxtable,

POA 10/01/2010

**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 11,709 shares in 401K and 4 shares in dividend reinvestment.
- (2) Beneficial ownership denied.
- (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.

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