

Long Suzette M
Form 4
August 07, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
Long Suzette M

2. Issuer Name and Ticker or Trading Symbol
CATERPILLAR INC [CAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
100 NE ADAMS STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/04/2017

___ Director ___ 10% Owner
 Officer (give title below) Other (specify below)
Int. Executive Vice President / Corporate Secretary

PEORIA, IL 61629

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	08/04/2017		M		3,025	A	\$ 110.09 18,188	D
Common Stock	08/04/2017		S		2,838	D	\$ 114.3 (1) 15,350	D
Common Stock	08/04/2017		M		4,052	A	\$ 89.75 19,402	D
Common Stock	08/04/2017		S		3,497	D	\$ 114.3 (1) 15,905	D
Common Stock	08/04/2017		M		1,756	A	\$ 96.31 17,661	D

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Common Stock	08/04/2017	S	1,585	D	\$ 114.3 (1)	16,076	D	
Common Stock	08/04/2017	M	4,438	A	\$ 83	20,514	D	
Common Stock	08/04/2017	S	3,650	D	\$ 114.3 (1)	16,864	D	
Common Stock	08/04/2017	M	2,961	A	\$ 74.77	19,825	D	
Common Stock	08/04/2017	S	2,289	D	\$ 114.3 (1)	17,536	D	
Common Stock						444 (2)	I	Held by 401(k) Plan

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

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SEC 1474
(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 110.09	08/04/2017		M	3,025	03/05/2015	03/05/2022	Common Stock	3,025
Employee Stock Option	\$ 89.75	08/04/2017		M	4,052	03/04/2016	03/04/2023	Common Stock	4,052
Employee Stock Option	\$ 96.31	08/04/2017		M	1,756	03/03/2017	03/03/2024	Common Stock	1,756
Employee Stock	\$ 83	08/04/2017		M	4,438	(3)	03/02/2025	Common Stock	4,438

