

CATERPILLAR INC  
Form 4  
May 01, 2014

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**BUDA JAMES B**

(Last) (First) (Middle)  
100 N.E. ADAMS STREET  
(Street)

PEORIA, IL 61629

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
04/29/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive Vice President

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

**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) | (A) or (D) | 5. Amount or Price | 6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|------------|--------------------|-----------------------------------------------------------------------------------------------|-----------------------------------------------------------------|
| Common Stock                    | 04/29/2014                           |                                                    | M                              | 48,000                                                            | A          | \$ 72.05           | 84,787                                                                                        | D                                                               |
| Common Stock                    | 04/29/2014                           |                                                    | D                              | 33,170                                                            | D          | \$ 104.26          | 51,617                                                                                        | D                                                               |
| Common Stock                    | 04/29/2014                           |                                                    | S                              | 14,830                                                            | D          | \$ 105             | 36,787                                                                                        | D                                                               |
| Common Stock                    | 04/29/2014                           |                                                    | M                              | 47,342                                                            | A          | \$ 63.04           | 84,129                                                                                        | D                                                               |
| Common Stock                    | 04/29/2014                           |                                                    | D                              | 28,624                                                            | D          | \$ 104.26          | 55,505                                                                                        | D                                                               |

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Common Stock 04/29/2014 S 18,718 D \$ 105 36,787 D

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

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(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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|----------------------------|
| Stock Appreciation Right                   | \$ 72.05                                               | 04/29/2014                           |                                                    | M                              | 48,000                                                                                  | 02/17/2009 02/17/2016                                    | Common Stock                                                | 48,000                     |
| Stock Appreciation Right                   | \$ 63.04                                               | 04/29/2014                           |                                                    | M                              | 47,342                                                                                  | 03/02/2010 03/02/2017                                    | Common Stock                                                | 47,342                     |
| Phantom Stock Units                        | (1)                                                    | 04/30/2014                           |                                                    | A                              | 41 (2)                                                                                  | (3) (3)                                                  | Common Stock                                                | 41                         |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                          |       |
|-----------------------------------------------------------|---------------|-----------|--------------------------|-------|
|                                                           | Director      | 10% Owner | Officer                  | Other |
| BUDA JAMES B<br>100 N.E. ADAMS STREET<br>PEORIA, IL 61629 |               |           | Executive Vice President |       |

## Signatures

James B. Buda; S.R. 05/01/2014  
Underwood, 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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Each phantom stock unit is the economic equivalent of one share of Caterpillar Inc. common stock.

This total includes 27 shares which were credited to the reporting person's account under the Supplemental Deferred Compensation Plan

(2) (the "Plan") at a price per share of \$105.40 and 14 shares that were contributed to the reporting person's account pursuant to the terms of the Plan for no consideration.

(3) The phantom stock units are to be settled 100% in cash 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.

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