Edgar Filing: DICKINSON DANIEL M - Form 4

DICKINSON	DANIEL M											
Form 4												
March 07, 201												
FORM	4 UNITED S'	TATES SE	CURITIES A	ND FX(пл	IGE	COMMISSION					
			S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549				OMB Number:	3235-0287				
Check this if no longe subject to Section 16 Form 4 or	statem	ENT OF CH	IANGES IN I SECUR		CIAI	LOW	NERSHIP OF	Expires: Estimated a burden hou	irs per			
Form 5 obligations may contin <i>See</i> Instruct 1(b).	Section $17(a)$	of the Publ		ing Com	pany	Act of	ge Act of 1934, of 1935 or Sectio 40	response	0.5			
(Print or Type Re	esponses)											
1. Name and Address of Reporting Person <u>*</u> DICKINSON DANIEL 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) (Mi	ddle) 3. D	ate of Earliest Tra	ansaction			(Check an applicable)					
100 N.E. ADAMS STREET			(Month/Day/Year) 03/05/2012			X_ Director 10% Owner Officer (give title Other (specify below) below)						
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person						
PEORIA, IL	61629						Form filed by M Person	More than One Ro	eporting			
(City)	(State) (Z	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 Da any (Month/Day/Y	on Date, if Transaction Code		ties (A) o of (D 4 and (A))	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)					
Common	03/05/2012		$A^{(3)}$	909	A A	\$ 0	7,315	D				
Reminder: Repo	rt on a separate line f	or each class of	f securities benefi	cially own	ed dire	ectly or	indirectly.					
				informa require	ation ed to i vs a c	conta respo	oond to the collect ined in this form nd unless the for tly valid OMB cor	are not m	EC 1474 (9-02)			

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber	Expiration Date	Underlying Securities	Derivative

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		/Year)	(Instr. 3 and 4)		Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	(1)				(2)	(2)	Common	0	

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner Office		Other		
DICKINSON DANIEL M 100 N.E. ADAMS STREET PEORIA, IL 61629	Х					
Signatures						
Daniel M. Dickinson; L.J. Huxtable, POA		03/07	7/2012			
**Signature of Reporting Person		D	ate			

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.
- (2) The phantom stock units were accrued under the Caterpillar Inc. director's deferred compensation plan and are to be settled 100% in cash upon the reporting person's retirement.
- (3) Restricted stock awarded pursuant to Caterpillar Inc. 2006 Long-Term Incentive Plan.

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.