Edgar Filing: OBERHELMAN DOUGLAS R - Form 4

| OBERHELMAN DOUGLAS R Form 4 March 08, 2005 | | | | | | | |
|--|---|---|--|--|--|--|--|
| Match 06, 2003 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL 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 MB 3235-0 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 17(a) of the Investment Company Act of 1940 State 1000 months and the securities is the function of the fu | | | | | | | |
| (Print or Type Responses) 1. Name and Address of Reporting Person <u>*</u> OBERHELMAN DOUGLAS R | 2. Issuer Name and Ticker or Trading Symbol CATERPILLAR INC [CAT] | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
| (Last) (First) (Middle) 100 N.E. ADAMS STREET | 3. Date of Earliest Transaction (Month/Day/Year) 03/04/2005 | (Check all applicable) Director 10% Owner X_ Officer (give title Other (specify below) Group President | | | | | |
| (Street) PEORIA, IL 61629-7220 | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | Table I - Non-Derivative Securities Ac | uired, Disposed of, or Beneficially Owned | | | | | |
| 1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Do Execu any (Month) | tion Date, if TransactionAcquired (A) or Code Disposed of (D) h/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or | 5. Amount of Securities6. Ownership Form: Direct7. Nature of IndirectBeneficially Owned(D) or Indirect (I)BeneficialOwned Following Transaction(s) (Instr. 3 and 4)(Instr. 4) | | | | | |
| Common | Code V Amount (D) Price | 32,846 (1) D | | | | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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) | 4. Transactic Code (Instr. 8) | 5. Number Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration D (Month/Day | ate | 7. Title and A Underlying S (Instr. 3 and | Securities | 8. Price o Derivativ Security (Instr. 5) |
|---|---|---|--|--|----------------------------|--------------------|---|--|---|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock Units | \$ 0 <u>(2)</u> | 03/04/2005 | А | 871 | (3) | (3) | Common | 871 | \$ 0 |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--|---------------|-----------|-----------------|-------|--|
| | Director | 10% Owner | Officer | Other | |
| OBERHELMAN DOUGLAS R 100 N.E. ADAMS STREET PEORIA, IL 61629-7220 | | | Group President | | |
| Signatures | | | | | |
| D. R. Oberhelman; L.J. Huxtable, POA | | 03/08/200 |)5 | | |
| ** Signature of Reporting Person | | Date | | | |

**Signature of Reporting Person

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 10,431 shares in 401K, 3903 shares in SEIP and 605 shares in dividend reinvestment.
- (2) Security converts to common stock on a one-for-one basis.
- (3) 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 other termination of 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.