Fisher Steven L Form 3 December 02, 2005

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

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement CATERPILLAR INC [CAT] Fisher Steven L (Month/Day/Year) 12/01/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 501 S.W. JEFFERSON AVE. (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person PEORIA, ÂILÂ 61629 (give title below) (specify below) Form filed by More than One Vice President Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common 11,677 (5) Common 680 I Owned by Sons Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
			Derivative	Security:	

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (ISO) (1)	06/09/1998(2)	06/09/2008	Common	3,590	\$ 27.8438	D	Â
Option (ISO) (1)	06/08/1999(2)	06/08/2009	Common	3,208	\$ 31.1719	D	Â
Option (NQ) (1)	06/10/2003(2)	06/10/2013	Common	5,240	\$ 27.1425	D	Â
Option (NQ) (1)	06/08/2004(3)	06/08/2014	Common	16,720	\$ 38.6275	D	Â
Option (NQ) (1)	02/18/2005(4)	02/18/2015	Common	11,600	\$ 45.6425	D	Â
Phantom Stock Units	(6)	(6)	Common	2,588	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer	Othe	
Fisher Steven L 501 S.W. JEFFERSON AVE. PEORIA, IL 61629	Â	Â	Vice President	Â	

Signatures

Steven L. Fisher; L.J. Huxtable, POA

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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- (1) Stock Option (right to buy) granted under company's 1996 Stock Option Plan.
- (2) Exercisable in thirds 1/3 after 1 yr.; 1/3 after 2 yrs.; 1/3 after 3 yrs.
- (3) The option became exercisable December 31, 2004.
- (4) The option became exercisable immediately.
- (5) Included in this amount are 6439 shares in 401K, 274 shares in SEIP and 28 shares in dividend reinvestment.
- (6) 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.
- (7) Security converts to common stock on a one-for-one basis.

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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