CATERPILLAR INC

Form 4

January 13, 2003

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

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and AcGales Thomas			ne and Tick	ker or T	Trading (6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) 701 Waterford	of Reporting Person,					atement for th/Day/Year 3/03	109 X (Director 10% Owner X Officer (give title below) Other (specify below)				
			39	3-52-7032				<u>Vic</u> Pre	<u>ce</u> esident			
Miami, FL 331						Amendment, of Original oth/Day/Year)	(Cł	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting				
								_ I	Person _ Form filed by More than One Reporting Person			
(City	Table I Non-Derivative					Securities Acquired, Disposed of, or Beneficially Own						
1. Title of 2. Trans- 2A. Deemed Security action Execution (Instr. 3) Date Date,			3. Transaction Co. (Instr. 8	Code	4. Securitie (A) or Disp (Instr. 3, 4	osed o	of (D)	5. Amount of Securities Beneficially		ship Form:	7. Nature of Indirect Beneficial	
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common	01/13/03		F	V	180	D	46.76		13,410 <u>(1)</u>	D		
Common 01/13/03									10,948	I	Owned by Wife(2)	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

		,	0/1			<u> </u>					
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(Meanth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Instr. 3)	(Month/ Day/	`	(Instr. 8)		Secu Acq (A) Disp of (Instant)	uire or oose D) tr.		(Instr. 3 & 4)		Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)		
			Code	V	(A)		Exer-cisable	-		Amount or Number of Shares				

Explanation of Responses:

(1) This amount includes 5411 shares in EIP-1, 236 shares in 401K, 22 shares in SEIP and 1275 shares in dividend reinvestment.

(2) Reporting person disclaims beneficial ownership.

By: /s/ T. A. Gales
L.J. Huxtable, Power of Attorney

**Signature of Reporting Person

Date

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