#### **CATERPILLAR INC**

Form 4 March 10, 2003

### FORM 4

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

**OMB APPROVAL** 

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

> Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and A  FOSLER GA	Address of Repor			ne and Tic		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 845 THIRD A	) (First) (M	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  547-72-1355					atement for th/Day/Year <b>7/03</b>	<u>X</u> 10	X Director 10% Owner Officer (give title below) Other (specify below)			
NEW YORK,	(Street)	9					Date	Amendment, of Original nth/Day/Year)	(C <u><b>X</b></u> Pe	theck Applicat Form filed by erson	One Reporting  More than One	
(Cit	ty) (State) (	Zip)	T	able	I Non-D	erivati	ve Secu	rities Acquired, I	Dispose	d of, or Benef	icially Owned	
1. Title of Security (Instr. 3)	2. Trans- action Date	2A. Deemed Execution Date,	3. Transaction C	Code	4. Securitie (A) or Disp (Instr. 3, 4	es Acqu posed o	iired f (D)	5. Amount of Securities Beneficially		6. Owner- 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	03/07/03		P		1000	Α	43.75		1000	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

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

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

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 s	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security I	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(NeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securiti	<b>X</b> ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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			О	of (I	<b>)</b> )					` /	(D)	
											or	
			(.	Inst	r.						Indirect	
			3	3, 4	&						(I)	
			5	5)							(Instr. 4)	
		Code	V (	A)				Title	Amount			
						Exer-cisable	tion		or			
							Date		Number			
									of			
									Shares			

Explanation of Responses:

By: /s/ Gail D. Fosler
L.J. Huxtable, Power of Attorney

03/10/03

Date

\*\*Signature of Reporting Person

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