

Pellette Thomas A  
 Form 4  
 May 09, 2018

**FORM 4**

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

OMB APPROVAL

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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**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Pellette Thomas A

2. Issuer Name and Ticker or Trading Symbol  
 CATERPILLAR INC [CAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 510 LAKE COOK ROAD, SUITE 100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/07/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Group President

DEERFIELD, IL 60015

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (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 Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/07/2018		M		3,842 A \$ 102.13	4,911 <sup>(1)</sup>	D
Common Stock	05/07/2018		D		2,606 D \$ 150.54	2,305	D
Common Stock	05/07/2018		S		1,236 D \$ 150.56	1,069	D
Common Stock	05/07/2018		M		4,456 A \$ 110.09	5,525	D
Common Stock	05/07/2018		M		20,569 A \$ 89.75	26,094	D

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Common Stock	05/07/2018	M	28,220	A	\$ 96.31	54,314	D	
Common Stock	05/07/2018	S	<u>53,245</u> (2)	D	\$ 150.16	1,069	D	
Common Stock						20,321	I	Held by Pellette Family Trust
Common Stock						12,234 <u>(3)</u>	I	Held by 401(k) Plan

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.**

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(9-02)

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Appreciation Right	\$ 102.13	05/07/2018		M	3,842	03/07/2014	03/07/2021	Common Stock	3,842
Employee Stock Option	\$ 110.09	05/07/2018		M	4,456	03/04/2015	03/04/2022	Common Stock	4,456
Employee Stock Option	\$ 89.75	05/07/2018		M	20,569	03/04/2016	03/04/2023	Common Stock	20,569
Employee Stock Option	\$ 96.31	05/07/2018		M	28,220	03/03/2017	03/03/2024	Common Stock	28,220

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Pellette Thomas A  
510 LAKE COOK ROAD, SUITE 100  
DEERFIELD, IL 60015

Group  
President

## Signatures

/s/ Barbara Thomas, POA for Thomas A.  
Pellette

05/09/2018

\_\_Signature of Reporting Person

Date

## 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 reflects 7,521 shares that were transferred to Pellette Family Trust.

The sale price reported in Column 4 is a weighted average sale price. The corresponding shares were sold in multiple transactions at prices ranging from \$150.00 to \$150.43, inclusive. The reporting person undertakes to provide Caterpillar Inc., and any security holder of Caterpillar Inc., or the staff of the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each price within the range.

(3) The information in this report is based on a 401(k) Plan statement dated as of 4/30/2018.

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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