Rohner William J Form 3 December 02, 2004

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] A Rohner William J (Month/Day/Year) 12/01/2004 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 100 N.E. ADAMS STREET (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 $5,379 \frac{(3)}{}$ Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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

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				Shares		(I) (Instr. 5)	
Option (ISO) (1)	06/10/1997(2)	06/10/2007	Common	1,934	\$ 51.6562	D	Â
Option (NQ) (1)	06/10/1997(2)	06/10/2007	Common	4,366	\$ 51.6562	D	Â
Option (ISO) (1)	06/09/1998(2)	06/09/2008	Common	1,795	\$ 55.6875	D	Â
Option (NQ) $\underline{^{(1)}}$	06/09/1998(2)	06/09/2008	Common	4,505	\$ 55.6875	D	Â
Option (ISO) (1)	06/08/1999(2)	06/08/2009	Common	1,604	\$ 62.3438	D	Â
Option (NQ) $\underline{^{(1)}}$	06/08/1999(2)	06/08/2009	Common	4,696	\$ 62.3438	D	Â
Option (ISO) (1)	06/12/2000(2)	06/12/2010	Common	2,601	\$ 38.4063	D	Â
Option (NQ) $\underline{^{(1)}}$	06/12/2001(2)	06/12/2011	Common	9,300	\$ 53.53	D	Â
Option (NQ) $\underline{^{(1)}}$	06/11/2002(2)	06/11/2012	Common	10,000	\$ 50.715	D	Â
Option (NQ) (1)	06/10/2003(2)	06/10/2013	Common	9,570	\$ 54.285	D	Â
Option (NQ) $\underline{^{(1)}}$	06/08/2004(2)	06/08/2014	Common	9,870	\$ 77.255	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	Director 10% Owner Officer		Other		
Rohner William J 100 N.E. ADAMS STREET PEORIA, IL 61629	Â	Â	Vice President	Â		

Signatures

William J. Rohner; 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).
- (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) This amount includes 261 shares in dividend reinvestment.

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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