#### RUST EDWARD B JR

Form 4

March 22, 2006

# FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \*\* RUST EDWARD B JR

(First)

(Street)

Symbol

(Middle)

CATERPILLAR INC [CAT]

3. Date of Earliest Transaction (Month/Day/Year) 12/03/2003

ONE STATE FARM PLAZA

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

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)
\_X\_ Form filed by One Reporting Person
\_\_\_ Form filed by More than One Reporting

Person

### **BLOOMINGTON, IL 61710**

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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 ion(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A) or		Reported Transaction(s) (Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(msir. 5 and 1)		
Common	12/03/2003		P(1)	316	A	\$ 38.11	4,316	D	
Common	12/17/2003		P(1)	20	A	\$ 40.3	4,336	D	
Common	12/22/2003		P(1)	14	A	\$ 42	4,350	D	
Common	12/23/2003		P(1)	30	A	\$ 42	4,380	D	
Common	04/16/2004		P(1)	42	A	\$ 40.57	4,422	D	
Common	05/03/2004		P(1)	38	A	\$ 39.63	4,460	D	
Common	05/17/2004		P(1)	58	A	\$ 36.76	4,518	D	

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Common	05/27/2004	S <u>(1)</u>	52	D	\$ 37.62	4,466	D
Common	06/02/2004	P(1)	36	A	\$ 38.11	4,502	D
Common	06/08/2004	S <u>(1)</u>	46	D	\$ 38.48	4,456	D
Common	06/16/2004	P(1)	48	A	\$ 37.08	4,504	D
Common	06/30/2004	P(1)	28	A	\$ 39.75	4,532	D
Common	02/03/2005	P(1)	188	A	\$ 45.55	4,720	D
Common	03/03/2005	S <u>(1)</u>	96	D	\$ 48.39	4,624	D
Common	04/11/2005	S(1)	76	D	\$ 45.31	4,548	D
Common	05/16/2005	P(1)	60	A	\$ 44.7	4,608	D
Common	06/09/2005	P(1)	66	A	\$ 48.67	4,674	D
Common	07/08/2005	P(1)	6	A	\$ 49.67	4,680	D
Common	07/12/2005	P(1)	58	A	\$ 49.64	4,738	D
Common	07/13/2005	P(1)	206	A	\$ 49.7	4,944	D
Common	08/17/2005	P(1)	86	A	\$ 53.52	5,030	D
Common	09/15/2005	P(1)	85	A	\$ 57.74	5,115	D
Common	10/21/2005	S <u>(1)</u>	182	D	\$ 48.84	4,933	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.

SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of Derivative		3. Transaction Date (Month/Day/Year)			5. orNumber	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	
Security (Instr. 3)	or Exercise Price of	, ,	any (Month/Day/Year)	Code (Instr. 8)	of Derivative	(Month/Day/Year) e	Underlying Securities	Security (Instr. 5)	Secur Bene

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Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RUST EDWARD B JR
ONE STATE FARM PLAZA
BLOOMINGTON, IL 61710

## **Signatures**

Edward B. Rust Jr.; L.J. Huxtable, 03/22/2006

\*\*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) Transactions executed by third-party money manager in Mr. Rust's financial portfolio without Mr. Rust's knowledge. All shares and prices are post-split from company's 2-for-1 stock split effective 7/13/05.

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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