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 Ad			me and Tic	cker or	Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	of Repo	rting tity (ntification I g Person, voluntary)		Mo	tatement for nth/Day/Year 13/03	10 X O	Director			
Peoria, IL 6162					Dat	5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City 1. Title of Security (Instr. 3)	2. Trans- action Date	Zip) 2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code (Instr. 8		4. Securition (A) or Disposition (Instr. 3, 4) Amount	es Acqı posed c	uired	5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		ed of, or Bend 6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
Common	01/13/03		F	V	141	D	46.76	6	8758 (1)	D	
Common	01/13/03								1	I	Owned by Daughter ⁽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)

		(,	orgr, pures,	,	*** ****	200, op 110110, com	er undre beeter	111100)			
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	(NeIonth/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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` ,	(Month/ Day/	`	(Instr. 8)		Securitie (Sear) Acquired (A) or Disposed of (D) (Instr. 3, 4 &				(Instr	: 3 & 4)	Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I)	(Instr. 4)	
			Code	V	5) (A)		Exer-cisable	-		Amount or Number of Shares		(Instr. 4)		

Explanation of Responses:

(1) This amount includes 1401 shares in EIP-1, 1233 shares in 401K, 847 shares in SEIP and 99 shares in dividend reinvestment.

(2) Custodial Account

By: /s/ <u>R. P. Lavin</u>
L.J. Huxtable, Power of Attorney

**Signature of Reporting Person

01/13/03

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).