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CATERPILLAR INC Form 10-Q/A July 08, 2003

FORM 10-Q/A

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2003

OR

[] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from to
Commission File Number: 1-768

CATERPILLAR INC.

(Exact name of registrant as specified in its charter)

(Address of principal executive offices)

Delaware 37-0602744
(State or other jurisdiction of incorporation) (IRS Employer I.D. No.)

100 NE Adams Street, Peoria, Illinois 61629

Registrant's telephone number, including area code: (309) 675-1000

(Zip Code)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [].

Indicate by check mark whether the Registrant is an accelerated filer (as defined in Rule 12b-2 of the Act). Yes [X] No []

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At March 31, 2003, 344,452,814 shares of common stock of the Registrant were outstanding.

Explanatory Note:

(a)

The registrant hereby amends its' Form 10-Q filed with the Securities and Exchange Commission for the quarter ended March 31, 2003 to include the signature of the Company's Controller and Chief Accounting Officer.

Part II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

Exhibits:	
99.1	Certifications of Glen A. Barton, Chairman and Chief Executive Officer of Caterpillar Inc. and F. Lynn McPheeters, Chief Financial Officer of Caterpillar Inc., as required pursuant to Section 302 of the Sarbanes-Oxley Act of 2003.
99.2	Certification of Glen A. Barton, Chairman and Chief Executive Officer of Caterpillar Inc. and F. Lynn McPheeters, Chief Financial Officer of Caterpillar Inc., as required pursuant to Section 906 of the Sarbanes-Oxley Act of 2003.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CATERPILLAR INC.

July 7, 2003	/s/ Glen A. Barton (Glen A. Barton)	Chairman of the Board and Chief Executive Officer
July 7, 2003	/s/ F. Lynn McPheeters (F. Lynn McPheeters)	Vice President and Chief Financial Officer
July 7, 2003	/s/ David B. Burritt (David B. Burritt)	Controller and Chief Accounting Officer
July 7, 2003	/s/ James B. Buda (James B. Buda)	Secretary