Edgar Filing: STROUP GARY A - Form 4

| Form 4 | | | | | | | | | | | |
|--|--|-------|--|---|---|--------|------------|--|---|----------|--|
| November 03, 2004 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue | | | | | ITIES AND EXCHANGE COMM hington, D.C. 20549 GES IN BENEFICIAL OWNERSH SECURITIES 6(a) of the Securities Exchange Act o lity Holding Company Act of 1935 of restment Company Act of 1940 | | | | OMB Number: Expires: Estimated a burden hou response | • | |
| (Print or Type Re | esponses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> STROUP GARY A | | | 2. Issuer Name and Ticker or Trading Symbol CATERPILLAR INC [CAT] | | | | g | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) (First) (Middle) P. O. BOX 610 | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/02/2004 | | | | | (Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> X Officer (give title <u></u> Other (specify below) <u>below</u>) Vice President | | | |
| | | | | Amendment, Date Original Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| (City) | (State) | (Zip) | Table | e I - Non-D | erivative S | Securi | ties Acc | Person juired, Disposed of | f, or Beneficial | ly Owned | |
| | of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if | | 3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price | | | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of | | |
| Common | 11/02/2004 | | | S | 2,510 | D | \$ 82.5 | 60,713 <u>(1)</u> | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactic Code (Instr. 8) | 5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|-------|--|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|------------|----------------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| STROUP GARY A P. O. BOX 610 MOSSVILLE, IL 61552-0610 | | | Vice President | | | | | |
| Signatures | | | | | | | | |
| Gary A. Stroup; L.J. Huxtable, POA | | 11/03/2004 | 1 | | | | | |
| <u>**Signature of Reporting Person</u> | | 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 includes 9483 shares in 401K, 491 shares in SEIP and 2 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.