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CATERPILLAR I Form 4	NC									
January 05, 2016										
									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549								N OMB Number:	3235-0287	
Check this box if no longer	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								January 31, 2005	
subject to Section 16. Form 4 or Form 5			SECUI	burden hou response	average urs per					
abligations	-	a) of the l	Public U	tility Hol		pany Act	nge Act of 1934, of 1935 or Secti 940			
(Print or Type Respon	ses)									
1. Name and Address of Reporting Person <u>*</u> Bozeman David P			Symbol		d Ticker or ' R INC [CA	-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (F	First) (1	Middle)	3. Date of Earliest Transaction					eek an applicabl	6)	
100 N.E. ADAMS STREET			(Month/Day/Year) 12/31/2015				Director 10% Owner X_ Officer (give title Other (specify below) Senior Vice President			
(Street)			4. If Amendment, Date Original Filed(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 				
PEORIA, IL 6162	29						Person		epotting	
(City) (S	state)	(Zip)	Tab	le I - Non-	Derivative S	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	nsaction Date h/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	Code (Instr. 8)		A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a	a separate line	for each cl	ass of sec			. ,	or indirectly.			
					Persor inform require	as who res ation cont ed to resp /s a curre	spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	()	Month/Day/Year)	(Instr. 8	8)	Securi Acqui (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4,					(Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	12/31/2015		А		102 (2)		(3)	(3)	Common Stock	102	\$ 67.9

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Bozeman David P 100 N.E. ADAMS STREET PEORIA, IL 61629			Senior Vice President						
Signatures									
David P. Bozeman; G. Acker, POA		01/05/2016							
**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) Each phatom stock unit is the economic equivalent of one share of Caterpillar Inc. common stock.

This total includes 51 shares that were credited to the reporting person's account under the Caterpillar Inc. Supplemental Deferred(2) Compensation Plan (the "Plan") at a price per share of \$67.96 and 51 shares that were contributed to the reporting person's account pursuant to the terms of the Plan for no consideration.

(3) The phantom stock units were acquired under the Plan and are to be settled 100% in cash upon the reporting person's retirement or separation from service.

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.