

CATERPILLAR INC  
Form 3  
December 03, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â RAPP EDWARD J		(Month/Day/Year)	CATERPILLAR INC [CAT]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/01/2007		
100 N.E. ADAMS STREET			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
PEORIA,Â ILÂ 61629			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	Group President	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common	33,665 <sup>(1)</sup>	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Option (ISO)	06/09/1998	06/09/2008	Common	3,590	\$ 27.8438	D	Â
Option (ISO)	06/08/1999	06/08/2009	Common	3,208	\$ 31.1719	D	Â
Option (ISO)	06/12/2000	06/12/2010	Common	5,202	\$ 19.2032	D	Â
Option (NQ)	06/12/2000	06/12/2010	Common	11,798	\$ 19.2032	D	Â
Option (NQ)	06/12/2001	06/12/2011	Common	48,000	\$ 26.765	D	Â
Option (NQ)	06/11/2002	06/11/2012	Common	54,000	\$ 25.3575	D	Â
Option (NQ)	06/10/2003	06/10/2013	Common	54,000	\$ 27.1425	D	Â
Option (NQ)	06/08/2004	06/08/2014	Common	60,000	\$ 38.6275	D	Â
Option (NQ)	02/18/2005	02/18/2015	Common	60,000	\$ 45.6425	D	Â
Option (NSAR)	02/17/2006	02/17/2016	Common	48,000	\$ 72.05	D	Â
Option (NSAR)	03/02/2007	03/02/2017	Common	47,044	\$ 63.04	D	Â
Option (RSU)	03/02/2007	03/02/2017	Common	2,594	\$ 63.04	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAPP EDWARD J 100 N.E. ADAMS STREET PEORIA, IL 61629	Â	Â	Â Group President	Â

## Signatures

E. J. Rapp; L.J.  
Huxtable, POA

12/03/2007

Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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 12,273 shares in 401K and 11 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.