

Creed Joseph E
Form 3
May 14, 2018

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 *

Â Creed Joseph E

(Last) (First) (Middle)

510 LAKE COOK
ROAD,Â SUITE 100

(Street)

DEERFIELD,Â ILÂ 60015

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/04/2018

3. Issuer Name **and** Ticker or Trading Symbol
CATERPILLAR INC [CAT]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner

☒ Officer ☐ Other

(give title below) (specify below)

Interim CFO

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

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 Stock

172

D

Â

Common Stock

8,134 ⁽¹⁾

I

Held by 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Phantom Stock Units	Â (2)	Â (2)	Common Stock	2,687	\$ (3)	D	Â
Employee Stock Options	03/05/2015	03/05/2022	Common Stock	2,382	\$ 110.09	D	Â
Employee Stock Options	03/04/2016	03/04/2023	Common Stock	4,360	\$ 89.75	D	Â
Employee Stock Options	03/03/2017	03/03/2024	Common Stock	5,152	\$ 96.31	D	Â
Employee Stock Options	Â (4)	03/02/2025	Common Stock	9,949	\$ 83	D	Â
Employee Stock Options	Â (5)	03/07/2026	Common Stock	11,379	\$ 74.77	D	Â
Employee Stock Options	Â (6)	03/06/2027	Common Stock	18,480	\$ 95.66	D	Â
Employee Stock Options	Â (7)	03/05/2028	Common Stock	18,294	\$ 115.12	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Creed Joseph E 510 LAKE COOK ROAD SUITE 100 DEERFIELD, IL 60015	Â	Â	Â Interim CFO	Â

Signatures

Barbara Thomas, POA for Joseph E.
Creed 05/14/2018

__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) The information in this report is based on a 401(k) Plan statement dated as of 4/30/2018.
- (2) The phantom stock units were acquired under the Caterpillar Inc. Supplemental Deferred Compensation Plan (the "Plan") and are to be settled 100% in cash upon the reporting person's retirement or separation from service.
- (3) Each Phantom Stock unit is the economic equivalent of one share of Caterpillar Inc. common stock.
- (4) The stock options were granted pursuant to the Caterpillar Inc. 2014 Long-Term Incentive Plan on March 2, 2015 and vest equally in 1/3 increments on each of the first, second and third anniversaries of the grant date.

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- (5) The stock options were granted pursuant to the Caterpillar Inc. 2014 Long-Term Incentive Plan on March 7, 2016 and vest equally in 1/3 increments on each of the first, second and third anniversaries of the grant date.
- (6) The stock options were granted pursuant to the Caterpillar Inc. 2014 Long-Term Incentive Plan on March 6, 2017 and vest equally in 1/3 increments on each of the first, second and third anniversaries of the grant date.
- (7) The stock options were granted pursuant to the Caterpillar Inc. 2014 Long-Term Incentive Plan on March 5, 2018 and vest equally in 1/3 increments on each of the first, second and third anniversaries of the grant 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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