CATERPILLAR INC

Form 4

January 13, 2003

FORM 4

_ Check this box if no

longer subject to Section

obligations may continue.

16. Form 4 or Form 5

See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Ao Bussell Rodney	_			ne and Ticl	ker or T	Per to 1	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle) P. O. Box 1430			of Repor	ting ty (v	voluntary)	Number		atement for th/Day/Year 3/03	10° X (Director 10% Owner X Officer (give title below) Other (specify below)				
		355-42-2298							<u>Vice</u> <u>President</u>					
(Street) Decatur, IL 62525-1819								5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One				
(C:t-	(State)	Table I Non-Derivative							Reporting Person					
(City 1. Title of	4						Dispose	isposed of, or Beneficially Owned 6. Owner- 7. Nature of						
Security	2. Trans- action	2A. Deemed Execution	3. Trans		4. Securition (A) or Disp			5. Amount of Securities			/. Nature of Indirect			
(Instr. 3)	Date	Date.	(Instr. 8		(A) or Disp (Instr. 3, 4		n (D)	Beneficially			Beneficial			
(Ilisti. <i>3)</i>		if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)				
Common	01/13/03		F	V	211	D	46.76		6885 (1)	D				
Common 01/13/03								5193	I	Owned by Wife(2)				

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

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

		,	0/1			<u> </u>					
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(Meanth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Instr. 3)	(Month/ Day/	`	(Instr. 8)		Secu Acq (A) Disp of (Instant)	uire or oose D) tr.		(Instr. 3 & 4)]	Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I)	(Instr. 4)		
			Code	V	(A)		Exer-cisable	-		Amount or Number of Shares			(Instr. 4)		

Explanation of Responses:

- (1) This amount includes 1631 shares in EIP-1 and 702 shares in dividend reinvestment.
- (2) Reporting person disclaims beneficial ownership.

By: /s/ R. L. Bussell
L.J. Huxtable, Power of Attorney

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).