

DICKINSON DANIEL M  
Form 4  
February 06, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
DICKINSON DANIEL M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1455 PENNSYLVANIA AVENUE,  
NW, SUITE 350

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/06/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. 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

WASHINGTON, DC 20004

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
Common	02/06/2009		P	V A	3,037 \$ 33,820	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.**

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 Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction Number	5. Price	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Security (Instr. 5)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units						(2)	(2)	Common 242

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICKINSON DANIEL M 1455 PENNSYLVANIA AVENUE, NW SUITE 350 WASHINGTON, DC 20004	X			

## Signatures

Daniel M. Dickinson; L.J.  
Huxtable, POA

02/06/2009

\*\*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) Security converts to common stock on a one-for-one basis.
- (2) The phantom stock units were accrued under the Caterpillar Inc. director's deferred compensation plan and are to be settled 100% in cash upon the reporting person's retirement. The stock was acquired in January 2009 at a price of \$30.90 per share.

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. :0in 0in .0001pt;">

Total Expense & Other (Income)

7,988

)	(91
)	(106
)	7,791

**Pre-Tax Income**

4,144

182

262

4,588

**Pre-Tax Income Margin**

	16.6
%	
	0.7
Pts	
	1.1
Pts	
	18.4
%	

**Provision for Income Taxes\*\*\***

918

9

82

1,009

**Effective Tax Rate**

22.1

%

-0.7

Pts

0.6

Explanation of Responses:

5

Pts

22.0

%

**Net Income**

3,226

173

180

3,579

**Net Income Margin**

	12.9
%	
	0.7
Pts	
	0.7
Pts	
	14.4
%	

**Diluted Earnings Per Share**

\$

Explanation of Responses:

2.91

\$

0.15

\$

0.16

\$

3.22

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\* Includes amortization of acquired intangible assets and other acquisition-related charges.

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\*\* Includes retirement-related items driven by changes to plan assets and liabilities primarily related to market performance.

\*\*\* Tax impact on operating (non-GAAP) pre-tax income is calculated under the same accounting principles applied to the GAAP pre-tax income which employs an annual effective tax rate method to the results.

**INTERNATIONAL BUSINESS MACHINES CORPORATION**

**U.S. GAAP TO OPERATING RESULTS RECONCILIATION**

(Unaudited; Dollars in millions except per share amounts)

	SIX-MONTHS 2014			
	GAAP	Acquisition-Related Adjustments*	Retirement-Related Adjustments**	Operating (Non-GAAP)
<b>Gross Profit</b>	\$ 22,518	\$ 209	\$ 98	\$ 22,825
<b>Gross Profit Margin</b>	48.1%	0.4Pts	0.2Pts	48.7%
<b>S,G&amp;A</b>	11,892	(196)	(114)	11,583
<b>R,D&amp;E</b>	2,958	0	37	2,995
<b>Other (Income) &amp; Expense</b>	(326)	0	0	(326)
<b>Total Expense &amp; Other (Income)</b>	14,367	(196)	(77)	14,094
<b>Pre-Tax Income</b>	8,151	405	175	8,731
<b>Pre-Tax Income Margin</b>	17.4%	0.9Pts	0.4Pts	18.6%
<b>Provision for Income Taxes***</b>	1,630	81	35	1,746
<b>Effective Tax Rate</b>	20.0%	0.0Pts	0.0Pts	20.0%
<b>Net Income</b>	6,521	324	140	6,985
<b>Net Income Margin</b>	13.9%	0.7Pts	0.3Pts	14.9%
<b>Diluted Earnings Per Share</b>	\$ 6.37	\$ 0.31	\$ 0.14	\$ 6.82

	SIX-MONTHS 2013			
	GAAP	Acquisition-Related Adjustments*	Retirement-Related Adjustments**	Operating (Non-GAAP)
<b>Gross Profit</b>	\$ 22,810	\$ 186	\$ 320	\$ 23,316
<b>Gross Profit Margin</b>	47.2%	0.4Pts	0.7Pts	48.2%
<b>S,G&amp;A</b>	12,257	(183)	(197)	11,878
<b>R,D&amp;E</b>	3,193	0	(29)	3,163

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<b>Other (Income) &amp; Expense</b>	(151)	(7)	0	(158)
<b>Total Expense &amp; Other (Income)</b>	15,060	(190)	(226)	14,644
<b>Pre-Tax Income</b>	7,750	376	546	8,672
<b>Pre-Tax Income Margin</b>	16.0%	0.8Pts	1.1Pts	17.9%
<b>Provision for Income Taxes***</b>	1,492	63	162	1,717
<b>Effective Tax Rate</b>	19.2%	-0.1Pts	0.7Pts	19.8%
<b>Net Income</b>	6,258	313	384	6,955
<b>Net Income Margin</b>	12.9%	0.6Pts	0.8Pts	14.4%
<b>Diluted Earnings Per Share</b>	\$ 5.60	\$ 0.28	\$ 0.35	\$ 6.23

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\* Includes amortization of acquired intangible assets and other acquisition-related charges.

\*\* Includes retirement-related items driven by changes to plan assets and liabilities primarily related to market performance.

\*\*\* Tax impact on operating (non-GAAP) pre-tax income is calculated under the same accounting principles applied to the GAAP pre-tax income which employs an annual effective tax rate method to the results.

Contact: IBM

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mikefay@us.ibm.com

John Bukovinsky, 732-618-3531

jbuko@us.ibm.com

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ATTACHMENT II

2Q 20  
Earnings  
Present  
July 1  
2014

2 Forward Looking Statement  
Information Certain commercial  
may be characterized as forward  
Private Securities Litigation  
Forward-looking statements  
current assumptions regarding  
financial performance. These  
address matters that are uncertain  
Those statements involve a number  
cause actual results to differ  
information concerning the  
Company's filings with the SEC,  
from the SEC, from the IBM  
Investor Relations. Any forward  
during this presentation speak  
which it is made. The company  
update or revise any forward  
charts and the associated reports  
integrally related, and are intended  
understood together. In an effort  
and useful information regarding  
results and other financial information  
generally accepted accounting  
company also discusses, in its  
earnings presentation materials,  
information including "operating"  
"operating" financial measures  
management's use of this non-GAAP  
reconciliation of that information  
related information are included  
materials entitled "Non-GAAP  
that are posted on the Company  
site at  
<http://www.ibm.com/investor>  
The Non-GAAP Supplemental  
included as Attachment II to the  
dated July 17, 2014.

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In an effort to provide investors with information about the company's non-GAAP determined and accepted accounting principles (GAAP) the company also provides information in its earnings release and presentation of the following Non-GAAP information which management believes provides information about Operating (Non-GAAP) Earnings Per Share (EPS) and Related Income Statement Items. Management uses certain financial measures excluding the effects of certain acquisition-related charges, non-recurring charges, and any related impacts. Management uses the term "Adjusted Earnings" to describe the company's results and certain financial information. For acquisition-related measures excluding amortization of intangible assets and acquisition-related charges such as in-process research and development costs, application of restructuring expenses, and costs related to acquisition and integration, management characterizes the company's items as operating items as opposed to others as non-operating. The company's service cost, the cost of debt, contribution margin, operating results, Non-operating retirement-related charges, expected retirement assets, amortization of actuarial gains and curtailments

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