CATERPILLAR INC

Form 4

September 15, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WUNNING STEVEN H			2. Issuer Name a Symbol CATERPILLA	nd Ticker or Trading R INC [CAT]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest		(Check all applicable)				
100 N.E. ADAMS STREET			(Month/Day/Year) 09/15/2006		Director 10% Owner X Officer (give title Other (specify below) Group President				
(Street)			4. If Amendment,	Date Original	6. Individual or Joint/Group Filing(Check				
PEORIA, IL	61629-7220		Filed(Month/Day/Yo	ear)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non	-Derivative Securities Acc	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction	Date 2A. Dee	emed 3.	4. Securities	5. Amount of	6. Ownership	7. Nature o		

								•		•	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if any		4. Securities on Acquired (A) or			5. Amount of Securities	Form: Direct	Indirect Beneficial	
				Code	Disposed of (D)		Beneficially	(D) or			
			(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)				5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						(A) or		Reported Transaction(s) (Instr. 3 and 4)	(IIIsu. 4)	(IIIsti. 4)	
				Code V	Amount	(D)	Price	(mstr. 5 and 1)			
	Common	09/15/2006		G	375	D	\$0	59,863 (1)	D		
	Common	09/15/2006		G	125	A	\$ 0	325	I	Owned by Son (2)	
	Common							74	I	Owned by Wife (2)	

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

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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		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title 1	Number		
						LACICISADIC Date	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

WUNNING STEVEN H 100 N.E. ADAMS STREET PEORIA, IL 61629-7220

Group President

Signatures

S. H. Wunning; L.J. Huxtable, POA

09/15/2006

**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) This amount includes 21,717 shares in 401K, and 5129 shares in SEIP.
- (2) Reporting person disclaims beneficial ownership.

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.

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