CATERPILLAR INC
Form 8-K
December 13, 2018

UNITED STATES
SECURITIES AND EXCHANGE
COMMISSION
Washington, D.C. 20549
FORM 8-K
Current Report

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event
reported): December 12, 2018

CATERPILLAR INC.
(Exact name of registrant as specified
in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-768
(Commission
File
Number)

37-0602744
(IRS Employer Identification No.)

510
Lake
Cook
Road,
Suite
100,
Deerfield,
Illinois
(Address
of
principal
executive
offices)

60015
(Zip Code)

Registrant's telephone number,
including area code: (224) 551-4000

Former name or former address, if
changed since last report: N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined by Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company o

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Item 8.01. Other Events.
On December 12, 2018, the Board of Directors (the "Board") of Caterpillar Inc. (the "Company") elected D. James Umpleby, III, the Company's Chief Executive Officer, to the additional position of Chairman of the Board, effective immediately. Mr. Umpleby has been a member of the Board and Chief Executive Officer since January 1, 2017.

Also on December 12, 2018, the independent members of the Board designated David L. Calhoun as the Presiding Director, effective immediately. Mr. Calhoun had served as the non-executive Chairman of the Board since April 1, 2017.

A copy of the Company's press release issued December 13, 2018 regarding the matters described in Item 8.01 of this Current Report on Form 8-K is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

The following is included as an exhibit to this report:

99.1 Caterpillar Inc. press release dated December 13, 2018

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CATERPILLAR INC.

December 13, 2018 By: /s/ Suzette M. Long
Suzette M. Long
General Counsel & Corporate Secretary