

CATERPILLAR INC  
Form S-8 POS  
November 19, 2004

**As filed with the Securities and Exchange Commission on November 19, 2004**

**Registration No. 333-111355**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO**

**FORM S-8**

**REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933**

**CATERPILLAR INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State of Incorporation)

**37-0602744**  
(IRS Employer Identification No.)

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**100 NE Adams Street**  
**Peoria, Illinois 61629**  
**(309) 675-1000**  
(Address of Principal Executive Offices)

**Caterpillar 401(k) Plan**  
(Full Title of the Plan)

**JAMES B. BUDA**  
**Vice President, Secretary and General Counsel**  
**Caterpillar, Inc.**  
**100 NE Adams Street**  
**Peoria, IL 61629-7310**  
**(309) 675-4429**  
(Name, Address and Telephone Number, Including Area Code, of Agent for Service)



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November 18, 2004	<i>/s/ Gerald L. Shaheen</i> (Gerald L. Shaheen)	Group President
November 18, 2004	<i>/s/ Gerard R. Vittecoq</i> (Gerard R. Vittecoq)	Group President
November 18, 2004	<i>/s/ Steven H. Wunning</i> (Steven H. Wunning)	Group President
November 18, 2004	<i>/s/ F. Lynn McPheeters</i> (F. Lynn McPheeters)	Vice President and Chief Financial Officer
November 18, 2004	<i>/s/ David B. Burritt</i> (David B. Burritt)	Controller and Chief Accounting Officer

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November 18, 2004	<i>/s/ W. Frank Blount</i> (W. Frank Blount)	Director
November 18, 2004	<i>/s/ John R. Brazil</i> (John R. Brazil)	Director
November 18, 2004	<i>/s/ John T. Dillon</i> (John T. Dillon)	Director
November 18, 2004	<i>/s/ Eugene V. Fife</i> (Eugene V. Fife)	Director
November 18, 2004	<i>/s/ Gail D. Fosler</i> (Gail D. Fosler)	Director
November 18, 2004	<i>/s/ Juan Gallardo</i> (Juan Gallardo)	Director
November 18, 2004	<i>/s/ David R. Goode</i> (David R. Goode)	Director
November 18, 2004	<i>/s/ Peter A. Magowan</i> (Peter A. Magowan)	Director
November 18, 2004	<i>/s/ William A. Osborn</i> (William A. Osborn)	Director
November 18, 2004	<i>/s/ Gordon R. Parker</i> (Gordon R. Parker)	Director

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November 18, 2004	<i>/s/ Charles D. Powell</i> (Charles D. Powell)	Director
November 18, 2004	<i>/s/ Edward B. Rust, Jr.</i> (Edward B. Rust, Jr.)	Director
November 18, 2004	<i>/s/ Joshua I. Smith</i> (Joshua I Smith)	Director

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**Exhibit Index**

Exhibit No. Description

4.1 Amendment to Caterpillar 401(k) Plan

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