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): September 5, 2019

CATERPILLAR INC.

(Exact name of registrant as specified in its charter) 1-768

Delaware		1-768	37-0602744 (I.R.S Employer Identification No.)		
(State or other jurisdiction of incorporation)		(Commission File Number)			
510	Lake Cook Road, Suite	100, Deerfield,	Illinois	60015	
	(Address of principal exec	utive offices)		(Zip Code)	
Registran	t's telephone number, includin	g area code: (224)	551-4000		
Form	er name or former address, if	changed since last report:	N/A		
□ Writt	☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)				
☐ Solid	iting material pursuant to Rule 14	la-12 under the Exchange Ac	t (17 CFR 2	240.14a-12)	
☐ Pre-	commencement communications	pursuant to Rule 140-2(b) un	der the Ex	change Act (17 GFR 240.140-2(b))	
□ Pre-	commencement communications	pursuant to Rule 13e-4(c) un	der the Exc	change Act (17 CFR 240.13e-4(c))	
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Securities reg	istered pursuant to Section 12(b)				
	Title of each class	Trading Symbol(s)		of each exchange which registered	
	k (\$1.00 par value)	CAT		The New York Stock Exchange	
9 3/8% Debentures due March 15, 2021		CAT21	The New York Stock Exchange		
	es due February 15, 2023	CAT23		The New York Stock Exchange	
5.3% Debentu	ires due September 15, 2035	CAT35	•	The New York Stock Exchange	
Check the app	propriate box below if the Form 8-	K filing is intended to simultar	neously sat	isfy the filing obligation of the	
registrant und	er any of the following provisions	:			
Indicate by ch	eck mark whether the registrant i	s an emerging growth compa	ny as defin	ed by Rule 405 of the Securities Act of	
	R §230.405 of this chapter) or Ru	ule 12b-2 of the Securities Ex	change Ac	t of 1934 (17 CFR §240.12b-2 of this	
chapter).				Emerging growth company	
If an emerging	growth company, indicate by ch	eck mark if the registrant has	elected no	to use the extended transition period	
•		•		t to Section 13(a) of the Exchange ☐	

Item 1.01 Entry into a Material Definitive Agreement

Creation of Revolving Credit Facilities

On September 5, 2019, Caterpillar Inc. ("Caterpillar") entered into a Credit Agreement (the "364-Day Facility") among Caterpillar, Caterpillar Financial Services Corporation ("Cat Financial"), Caterpillar International Finance Designated Activity Company ("CIF") and Caterpillar Finance Kabushiki Kaisha ("CFKK" and, together with Caterpillar, Cat Financial and CIF, the "Borrowers"), certain financial institutions named therein (the "Banks"), Citibank, N.A. (the "Agent"), Citibank Europe PLC, UK Branch (the "Local Currency Agent"), and MUFG Bank, Ltd. (the "Japan Local Currency Agent"), which provides an unsecured revolving credit facility to the Borrowers in an aggregate amount of up to \$3.15 billion (the "364-Day Aggregate Commitment") that expires on September 3, 2020. In addition, on September 5, 2019, Cat Financial, CIF, Local Currency Banks (as defined in the 364-Day Facility), the Agent and the Local Currency Agent, entered into a Local Currency Addendum that enables CIF to borrow in certain approved currencies including Pounds Sterling and Euros in an aggregate amount up to the equivalent of \$100 million, and Cat Financial, CFKK, the Japan Local Currency Banks (as defined in the 364-Day Facility), the Agent and the Japan Local Currency Agent entered into a Japan Local Currency Addendum that enables CFKK to borrow Japanese Yen in an aggregate amount up to the equivalent of \$100 million, as part of the 364-Day Aggregate Commitment. The 364-Day Facility replaces Caterpillar's prior 364-Day Facility, which was entered into on September 6, 2018.

Amendments to and Extensions of Existing Credit Agreements

On September 5, 2019, Caterpillar entered into (i) a Second Amended and Restated Credit Agreement (Three Year Facility), Local Currency Addendum and Japan Local Currency Addendum, each dated September 5, 2019 (collectively, the "Three-Year Facility Agreement"), which amended and restated the Amended and Restated Credit Agreement (Three-Year Facility) dated September 10, 2015 and the related Local Currency Addendum and Japan Local Currency Addendum (collectively, the "2015 Three-Year Facility") and (ii) a Second Amended and Restated Credit Agreement (Five-Year Facility), Local Currency Addendum and Japan Local Currency Addendum, each dated September 5, 2019 (collectively, the "Five-Year Facility Agreement", and together with the Three-Year Facility Agreement and the 364-Day Facility, the "Credit Facilities"), which amended and restated the Amended and Restated Five-Year Credit Agreement (Five-Year Facility) dated September 10, 2015 and the related Local Currency Addendum and Japan Local Currency Addendum (collectively, the "2015 Five-Year Facility").

The Three-Year Facility Agreement, among other things, extends the expiration date of the 2015 Three-Year Facility to September 5, 2022, and the Five-Year Facility Agreement, among other things, extends the expiration date of the 2015 Five-Year Facility to September 5, 2024.

The Credit Facilities are available for general corporate purposes. As of the date hereof, the Borrowers have not drawn on the Credit Facilities.

The Credit Facilities contain certain representations and warranties, covenants and events of default, including financial covenants. Under the Credit Facilities, Caterpillar is required to maintain consolidated net worth not less than \$9 billion at all times. Caterpillar's consolidated net worth is defined as the consolidated stockholder's equity including preferred stock but excluding the pension and other post-retirement benefits balance within Accumulated other comprehensive income (loss). Cat Financial is required to maintain an interest coverage ratio above 1.15 to 1, where the interest coverage ratio is defined as the ratio of (1) profit excluding income taxes, interest expense and net gain/(loss) from interest rate derivatives to (2) interest expense, calculated at the end of each calendar quarter for the rolling four quarter period then most recently ended. Cat Financial is also required to maintain a leverage ratio (consolidated debt to consolidated net worth) not greater than 10.0 to 1, calculated (1) on a monthly basis as the average of the leverage ratios determined on the last day of each of the six preceding calendar months and (2) on each December 31. Drawings under the Credit Facilities are also subject to conditions precedent and the payment of certain facility fees.

Certain of the lenders and agents party to the Credit Facilities, as well as certain of their respective affiliates, have performed, and may in the future perform, for Caterpillar and its subsidiaries, various commercial banking, investment banking, underwriting and other financial advisory services, for which they have received and may in the future receive customary fees and expenses.

The foregoing description is qualified in its entirety by the terms and provisions of the (i) 364-Day Facility and the Local Currency Addendum and Japan Local Currency Addendum thereto; (ii) the Three-Year Facility Agreement and the Local Currency Addendum and Japan Local Currency Addendum thereto; and (iii) the Five-Year Facility Agreement and the Local Currency Addendum and Japan Local Currency Addendum thereto, which are filed as exhibits to this report, and incorporated herein by reference.

Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Item 2.03 Arrangement of a Registrant

The information set forth under Item 1.01 of this report is hereby incorporated into this Item 2.03 by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits:

Exhibit No.	Description		
10.1	364-Day Credit Agreement		
10.2	Local Currency Addendum to the 364-Day Credit Agreement		
10.3	Japan Local Currency Addendum to the 364-Day Credit Agreement		
10.4	Second Amended and Restated Three-Year Credit Agreement		
10.5	Local Currency Addendum to the Second Amended and Restated Three-Year Credit Agreement		
10.6	Japan Local Currency Addendum to the Second Amended and Restated Three-Year Credit Agreement		
10.7	Second Amended and Restated Five-Year Credit Agreement		
10.8	Local Currency Addendum to the Second Amended and Restated Five-Year Credit Agreement		
10.9	Japan Local Currency Addendum to the Second Amended and Restated Five-Year Credit Agreement		
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.		

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.

September 10, 2019

By: /s/ Suzette M. Long

Suzette M. Long General Counsel & Corporate Secretary