

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On February 25, 2021, the Board of Directors (the “Board”) of Caterpillar Inc. (the “Company”) elected Gerald Johnson. as a member of the Board, effective March 1, 2021. Mr. Johnson will serve as a member of the Public Policy and Governance Committee. Mr. Johnson’s compensation will be consistent with the standard compensatory arrangement for non-employee directors described in the Company’s most recent proxy statement filed with the Securities and Exchange Commission on April 29, 2020, under the heading “Director Compensation.”

A copy of the Company’s press release announcing the election of Mr. Johnson is attached as Exhibit 99.1 to this Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit Number	Description
99.1	Caterpillar Inc. press release dated February 25, 2021
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.

March 3, 2021

By: /s/ Suzette M. Long

Suzette M. Long

Chief Legal Officer & General Counsel