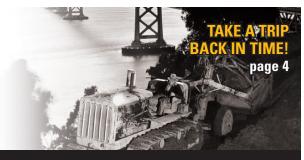


CONNECTING OUR GLOBAL CATERPILLAR FAMILY TODAY

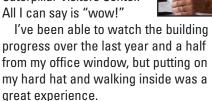


FALL 2012

MESSAGE FROM DOUG

MAKING HISTORY EVERY DAY

There are very few things I like to see more than a construction site. Seeing Cat® machines working hard to build what the world needs makes me proud. Recently I had the pleasure of touring our new Caterpillar Visitors Center. All I can say is "wow!"



The first thing I saw when I walked in was a 797 that has actually been made into a theater complete with 70 "rumble seats" that move and shake with the videos that will be shown. I was also impressed by the Heritage Gallery which has the entire timeline of Caterpillar history and our acquisitions' histories and includes a



restored Model Twenty Tractor and an interactive 1930s D8 "operator's station." And of course I liked the Voice of Customer wall that features photos and in-language comments from our customers all over the world. They are at the heart of everything we do, so having a prominent place in our Visitors Center is only appropriate.

I often talk about the importance of leaving a legacy—all of us have the chance

to make this company better and stronger every single day. This new building is a tribute to all of those who came before us

to build the Caterpillar we are today. And, it's a tribute to all of you who are making history each and every day. It's also a great opportunity to show our customers and visitors what we make possible.

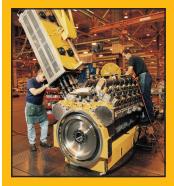
The Caterpillar Visitors Center is a wonderful showcase of Caterpillar products, people and history. But so is every factory and office around the world, and so are the products and services you provide every day. Anything you can do to help our customers have a positive Caterpillar experience is valuable. A smile and a wave as groups tour our factories can go a long way, so can a pleasant greeting on the phone and a prompt follow-up to a question or a concern. And the best way to show

value to our customers is delivering a quality product each and every day.

Not everyone will have an opportunity to see the Caterpillar Visitors Center in person, but

every one of us has an opportunity to deliver for our customers every day. And I promise we will have plenty of pictures and information about the Caterpillar Visitors Center!

Caterpillar Lafayette Engine Center Celebrates 30th Anniversary



On December 2, 1982, the first production 3500 engine rolled off the assembly line at a brand new facility in Lafayette, Indiana. Today, the Lafayette Engine Center is Caterpillar's main source for medium-speed diesel engines for marine, petroleum, electric power, locomotive and industrial applications.

"This plant opened so we could

better serve our global customers with faster, more powerful gas and diesel options for the 3500 and 3600 series engines," says Group President Gerard Vittecoq, who has responsibility for Caterpillar's Energy and Power Systems. "Since 1982, our engine designs have become even more efficient, and today we

build three different models in this facility."

"Anything you can do to

a positive Caterpillar

help our customers have

experience is valuable."

To commemorate its 30th anniversary, the Lafayette facility welcomed state and local dignitaries as well as past and current Caterpillar leaders to a special event on June 6, 2012. A second celebration for Lafayette employees, retirees and their families took place June 10, 2012, and featured facility tours and robotic demonstrations.

"It has been a tremendous 30 years of increased creativity, production and successful integrations," says Tim Zaspal, general manager of the Lafayette facility. "We could not have achieved this level of success without the dedication and contributions of our workforce. Today our workforce stands at nearly 2,700, but thousands more have come before them. We appreciate the hard work, loyalty and continued commitment to Caterpillar from all of our people, past and present."

SUSTAINABILITY IS GROWING



In 2011, Caterpillar China celebrated World Earth Day by launching a special tree-planting project entitled Caterpillar Forest. The original campaign saw more than 45,000 trees planted on 43 hectares of land just north of Beijing.

One year later, the Caterpillar Forest project is still going, and growing, strong.

In April of 2012, Caterpillar Suzhou Co. Ltd. (CSCL), Caterpillar Wuxi

and Asia Power Systems (APS) joined Caterpillar China to support environmental sustainability initiatives throughout the region.

More than 350 employees and guests attended CSCL and Caterpillar Wuxi events and planted 2,800 trees around Taihu Lake. The APS team worked with 40 volunteers from Jinnan Middle School to plant 1,000 trees in Tianjin.

Employees from Caterpillar



"We are all committed to playing a constructive role in promoting China's sustainable growth."

- Country Manager Kevin Thieneman

China kicked off their 2012 planting program with 1,600 new trees in Yanqing County. Representatives from Caterpillar Beijing and the China Environmental Protection Foundation assisted Country Manager Kevin Thieneman and his team.

"We are all committed to playing a constructive role in promoting China's sustainable growth," Thieneman says.

The Caterpillar Forest project is supported by the Caterpillar Foundation. Founded in 1952, the Caterpillar Foundation has contributed more than \$500 million to help make sustainable progress possible around the world by providing program support in the areas of environmental sustainability, access to education and basic human needs.

Proud To Be Part Of The Tour Team



Corporate Customer Service (CCS) Representative Kim Arnett (pictured top left) has been conducting Caterpillar facility tours since 1994, but one experience stands out in his mind.

"My very first international tour group was a family from Australia, and they happened to bring their son," he remembers. "The family's next stop was Disneyland, but for this boy, Caterpillar was Disneyland. He couldn't have been more excited by the equipment he saw that day. For many of our visitors, Caterpillar is like a theme park."

Arnett and his CCS co-workers are the "theme park" guides. Five full-time tour professionals and nine rehired retirees welcome thousands of visitors to Peoria-area facilities every year. While most visits are from customers and dealers, tours also include executive officers, suppliers, investors, employees, potential employees, elected officials and students.

The diversity of Caterpillar customers and visitors is a source of pride for Arnett. His typical day can include as many as three tours, and each one is completely different.

"We customize our tours to fit the needs of the customers and visitors," Arnett explains. "This is their day at Caterpillar, so we want to make sure we exceed every expectation."

A tour highlight for many visitors is interacting with the busy production workers at each facility. According to Arnett, the workers' warm smiles and friendly greetings show the human side of Caterpillar. He calls their enthusiasm "contagious."

Now in his 35th year at Caterpillar, Arnett still approaches every day with a fresh sense of excitement and appreciation. He loves the work he does and thinks his job is the best in the company.

Contact Us

Cat Folks is published quarterly by Corporate Public Affairs. Please send comments, questions and story ideas to cat_folks@cat.com. You can visit us online at caterpillar.com/company/employees-and-retirees. We always appreciate your feedback!

Sanford Team Launches Welding Apprenticeship Program

On June 5, 2012, 17 high school students from Southern Lee and Lee County High Schools in North Carolina were inducted into the first class of the Caterpillar Youth Apprenticeship Program.

The two-year training program for welders leads into a second apprenticeship upon graduation from high school. Students will prepare for employment at the Caterpillar facility in Sanford. North Carolina, part of the Building Co.



in Sanford, North Carolina, part of the Building Construction Products (BCP) Division.

The program includes:

- A certificate from the North Carolina Department of Labor indicating successful completion of the apprenticeship
- A welding certificate from Central Carolina Community College
- Successful completion of the 80-hour Caterpillar Accelerated Training Program
- Successful completion of necessary hours to be credited toward a second apprenticeship
- Two years' experience as a part-time Caterpillar employee

For more information about BCP and the Sanford-based apprenticeship, please visit **bcpd.cat.com**.



CAT CREW COMES THROUGH

Shelley Gregg is always looking for ways to get her Caterpillar Decatur co-workers involved in healthy activities that focus on team building. This year she found the perfect fit with the JPMorgan

Chase Corporate Challenge.
On May 24, 2012, Gregg and 11
of her Decatur colleagues joined
260 Caterpillar employees (known as the Cat Crew) for the 3.5-mile

road race in Chicago, Illinois.

The annual Chicago event attracts
running and walking teams from more

than 600 companies.

"This was my first year, and I'm really excited to be part of the Cat Crew," says Gregg, who serves as race coordinator for Caterpillar Decatur. "I've made lots of friends already. I can't wait to see how much larger we can grow this event each year while we actively promote health-and-fitness opportunities to our employees."

The Corporate Challenge includes races in 13 cities around the world with approximately 250,000 runners and walkers from more than 8,000 companies. Caterpillar has participated in the Chicago race since 1985.

"It was another great year for the Cat Crew," says Team Captain Karen Scheffler. "This event brings together employees from numerous locations and all walks of life."

The Cat Crew's top male and female finishers for 2012 were Bryan McVey (20:38) and Kathleen Dudaryk (26:08).

Representatives from the Healthy

Balance® program were on

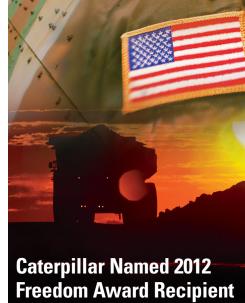
hand to provide helpful tips
and much-needed water.

"Healthy Balance was honored to be part of the Cat Crew again this year," says Foodservice Manager

Jill Eisenbarth. "Our goal is to promote a healthy and active lifestyle, and we commend the Cat Crew participants for walking and running at this exciting event."

Established in 1977, the Corporate Challenge is referred to as "the world's most popular sporting event for the full-time business community." The 2012 event helped raise funds for various not-for-profit organizations, including the American Red Cross.

For more information please visit socialactivities.cat.com.



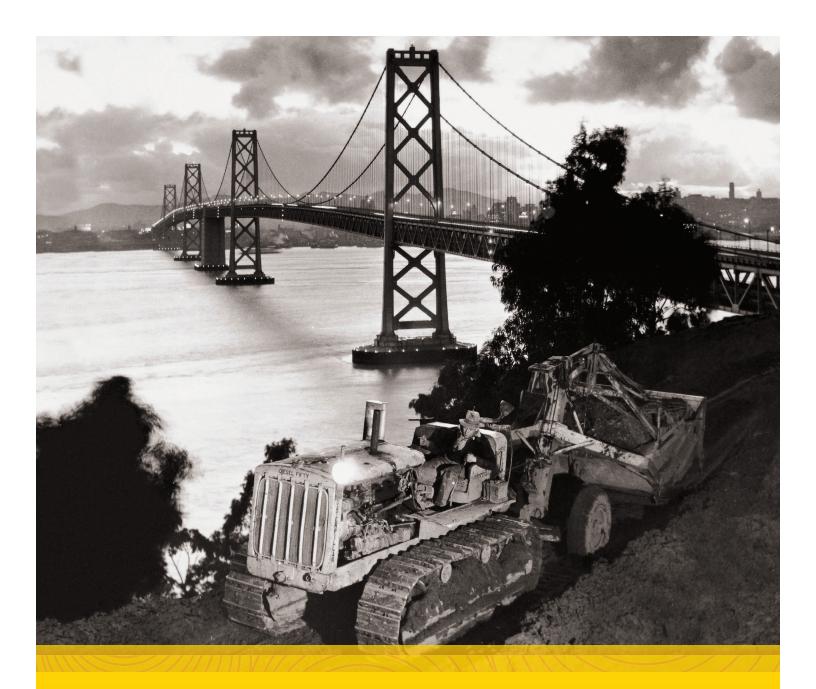
On July 19, 2012, the United States
Department of Defense announced
Caterpillar as one of 15 employers to
receive this year's Secretary of Defense
Employer Support Freedom Award. More
than 3,200 nominations were submitted
for the Department of Defense's highest
recognition given for exceptional support
of Guard and Reserve employees.

Caterpillar was nominated by a member of the Marine Corps Reserve, who noted:

- Caterpillar employs more than 100 Guard and Reserve members.
- Caterpillar recruits military personnel through programs such as the Illinois Warriors career fair.
- Caterpillar's Armed Forces Support Network (CAFSN) affinity group supports employees who are called to active duty and their families.
 With more than 350 members, CAFSN assists with recruiting and career development of veterans.
- When the nominator was called to serve, Caterpillar organized a send-off event to show its support.

"On behalf of the Secretary of Defense, I thank the 2012 Freedom Award recipients for taking such exceptional care of the Guard and Reserve members they employ," says Assistant Secretary of Defense for Reserve Affairs Jessica L. Wright.

The Freedom Award was instituted in 1996 to recognize exceptional support from the employer community. To learn more about the award and the 2012 honorees, please visit **freedomaward.mil**.



REFLECT ON THE PAST.

Caterpillar Visitors Center | Peoria, Illinois

caterpillar.com/visitors-center



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