

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): April 7, 2026

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
(I.R.S. Employer
Identification No.)

5205 N. O'Connor Blvd., Suite 100
Irving, Texas
(Address of principal executive offices)

75039
(Zip Code)

Registrant's telephone number, including area code: **(972) 891-7700**

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:

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

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol (s)	Name of each exchange which registered
Common Stock (\$1.00 par value)	CAT	The New York Stock Exchange
5.3% Debentures due September 15, 2035	CAT35	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined by Rule 405 of the Securities Act of 1933 (17 CFR §230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2 of this chapter).

Emerging growth company

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.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Appointment of New Chief Financial Officer

On April 8, 2026, Caterpillar Inc. (the “Company”) announced that, on April 7, 2026, the Board of Directors (the “Board”) of the Company appointed Kyle Epley as the Company’s Chief Financial Officer, effective May 1, 2026, succeeding Andrew R.J. Bonfield. Mr. Bonfield will continue to serve as Chief Financial Officer until May 1, 2026, at which point he will remain an employee through his retirement from the Company on October 1, 2026. A copy of the Company’s press release announcing these changes is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Mr. Epley, 53, currently serves as a senior vice president of the Company, responsible for the Global Finance Services Division, a position he has held since 2019. Mr. Epley joined Caterpillar in 1996 and progressed through various positions of increasing responsibility across the global enterprise, including financial planning and analysis manager, corporate forecasting business manager, and cost and business analysis manager. He also served as division chief financial officer for both the Electronics & Machine Systems Division and the Industrial Power Systems Division, as well as the group chief financial officer for the Customer & Dealer Support segment. He became corporate controller in 2017 and assumed leadership of the Global Finance Services Division in 2019.

In connection with Mr. Epley’s elevation, the Compensation and Human Resources Committee of the Board also approved certain changes to Mr. Epley’s compensation:

- An increase in Mr. Epley’s annual salary to \$930,500, effective May 1, 2026;
- An increase in Mr. Epley’s target award under the Company’s Annual Incentive Plan was set at 115% of his base salary; and
- A long-term incentive grant with a grant date fair value of \$1.8 million, one-half of which was comprised of performance-based restricted stock units, one-quarter of which was comprised of non-qualified stock options and one-quarter of which was comprised of time-based restricted stock units.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

The following is furnished as an exhibit to this report:

99.1 [Caterpillar Inc. press release dated April 8, 2026](#)

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.

April 10, 2026

By: /s/ Derek Owens

Derek Owens

Chief Legal Officer and General Counsel



FOR IMMEDIATE RELEASE

Caterpillar Elects New Chief Financial Officer

IRVING, Texas, April 8, 2026 – Caterpillar Inc. (NYSE: CAT) announced today that Chief Financial Officer (CFO) Andrew Bonfield has elected to retire effective Oct. 1, 2026, following eight years with the company. Caterpillar veteran Kyle Epley has been appointed CFO effective May 1, 2026, at which time Bonfield will assume an advisory role for the remainder of the transition.

Bonfield was named 2025 CFO of the Year by the CFO Leadership Council and Chief Executive Group. His planned retirement follows a period of record financial performance and transformation for the company. During Bonfield's tenure, Caterpillar strengthened its robust operating and execution model and delivered consistently strong returns for shareholders, including the highest full-year sales and revenues in Caterpillar's history and a single-quarter record of \$19.1 billion for the fourth quarter of 2025.

"Andrew's leadership has been instrumental to Caterpillar's success," said Joe Creed, Caterpillar chairman and CEO. "He brought exceptional financial expertise, a relentless focus on disciplined decision-making and a deep commitment to our customers and shareholders. With Andrew at the forefront, our global finance organization became a strategic advantage for the enterprise, and his impact will be felt long after his retirement."

As part of a seamless transition, Bonfield will serve in an advisory role through Oct. 1, 2026.

Epley brings nearly three decades of Caterpillar experience to the role. Currently serving as senior vice president of Global Finance Services, he leads a global team managing enterprise-wide finance operations, strategy, planning, treasury, pricing, real estate and facilities. Throughout his career, Epley has held several senior finance leadership roles across the company, including division CFO and corporate controller, giving him extensive operational and financial insight across Caterpillar's diverse businesses.

(more)

“Kyle is an outstanding leader with deep institutional knowledge and a proven track record of working with the business to drive results,” Creed said. “He understands our strategy, our culture and our mission of solving our customers’ toughest challenges. I have great confidence in Kyle’s ability to build on our strong foundation to lead Caterpillar’s finance organization into the future.”

Bonfield shares strong support for his successor and optimism about the company’s direction.

“It has been a privilege to serve as Caterpillar’s CFO and to work alongside such a talented team,” said Bonfield. “Kyle is the right leader for this next chapter. He brings the experience, judgment and customer-focused mindset needed to help Caterpillar continue to deliver profitable growth and create long-term value. I look forward to supporting him during the transition and watching Caterpillar continue to thrive.”

Media Contact: Tiffany Heikkila, tiffany.heikkila@cat.com, 832-573-0958

About Caterpillar

For more than a century, Caterpillar has built a better, more sustainable world. With 2025 sales and revenues of \$67.6 billion, Caterpillar Inc. is shaping the future as the world’s leading manufacturer of construction and mining equipment, off-highway diesel and natural gas engines, industrial gas turbines and diesel-electric locomotives. Backed by one of the largest independent global dealer networks and financing services through Cat Financial, the company’s primary business segments: Power & Energy, Construction Industries and Resource Industries are solving customers’ toughest challenges through commercial excellence and advanced technology, driven by a highly skilled, dedicated global team.

###
