

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): March 27, 2026

CATERPILLAR FINANCIAL SERVICES CORPORATION

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Delaware
(STATE OR OTHER JURISDICTION OF
INCORPORATION)

001-11241
(COMMISSION FILE
NUMBER)

37-1105865
(IRS EMPLOYER IDENTIFICATION
NUMBER)

**2120 West End Avenue, Nashville,
Tennessee**
(ADDRESS OF PRINCIPAL EXECUTIVE
OFFICES)

37203-0001
(ZIP CODE)

Registrant's telephone number, including area code: **(615) 341-1000**

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 on which registered
Medium-Term Notes, Series K, 4.850% Notes Due 2029	CAT/29	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§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 8.01. Other Events.

On March 27, 2026, Caterpillar Financial Services Corporation (the “Company”) commenced its program for the issuance from time to time of the Company’s Medium-Term Notes, Series L (the “Medium-Term Notes”). Any such issuance will be under the Company’s previously filed Registration Statement on Form S-3 (Registration No. 333-294677) (the “Registration Statement”) and the related Prospectus dated March 27, 2026 and Prospectus Supplement dated March 27, 2026 relating to the Medium-Term Notes, as each may be amended from time to time.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following are filed as part of this Report and as Exhibits to the Registration Statement:

<u>Exhibit Number</u>	<u>Description</u>
5.1	Opinion of Sidley Austin LLP, as to the legality of the Medium-Term Notes.
8.1	Opinion of Sidley Austin LLP, as to certain federal tax matters concerning the Medium-Term Notes.
23.1	Consent of Sidley Austin LLP (included as part of Exhibit 5.1).
23.3	Consent of Sidley Austin LLP (included as part of Exhibit 8.1).
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

SIGNATURE

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 FINANCIAL SERVICES CORPORATION

Date: March 27, 2026

By: /s/ James M. Rooney

James M. Rooney

Secretary

SIDLEY

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March 27, 2026

Caterpillar Financial Services Corporation
2120 West End Avenue
Nashville, Tennessee 37203-0001

Re: Caterpillar Financial Services Corporation
Registration Statement on Form S-3

Ladies and Gentlemen:

This opinion is furnished in connection with the issuance and sale from time to time by Caterpillar Financial Services Corporation, a Delaware corporation (the “Company”), of the Company’s Medium-Term Notes, Series L, with maturities of nine months or more from the date of issue (the “Notes”) pursuant to the Company’s Registration Statement on Form S-3, Registration No. 333-294677 (the “Registration Statement”), the Prospectus constituting a part thereof, dated March 27, 2026, relating to the offering from time to time of debt securities of the Company pursuant to Rule 415 promulgated under the Securities Act of 1933, as amended (the “Act”), the Prospectus Supplement, dated March 27, 2026, to the above-mentioned Prospectus relating to the Notes and filed with the Securities and Exchange Commission (the “Commission”) pursuant to Rule 424 promulgated under the Act (the Prospectus dated March 27, 2026 and the Prospectus Supplement dated March 27, 2026 relating to the Notes being hereinafter together referred to as the “Prospectus”), and the Indenture, dated as of March 29, 2023 (the “Indenture”), between the Company and U.S. Bank Trust National Association, as trustee. The Notes are to be issued in substantially the forms filed as exhibits to the Registration Statement (with the maturities, interest rates or interest rate bases, as applicable, and other terms of the Notes appropriately filled in).

We have examined the Registration Statement, the Indenture, the Prospectus and such other instruments, documents, and records which we deemed relevant and necessary for the basis of our opinion hereinafter expressed. In such examination, we have assumed the following: (a) the authenticity of original documents and the genuineness of all signatures; (b) the conformity to the originals of all documents submitted to us as copies; and (c) the truth, accuracy, and completeness of the information, representations, and warranties contained in the records, documents, instruments, and certificates we have reviewed.

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Based on such examination, we are of the opinion that the issuance of up to \$60,000,000,000 in aggregate initial offering price of the Notes or its equivalent in the currency of countries other than the United States or a composite currency has been duly authorized by all necessary action by the Board of Directors and the authorized officers of the Company and, when the variable terms of such Notes have been established by any of the authorized officers to whom such authority has been delegated and such Notes have been duly completed, executed, authenticated and delivered in accordance with the Indenture and sold as contemplated by the Registration Statement and the Prospectus and the agreed consideration therefor has been received by the Company, the Notes will constitute valid and binding obligations of the Company, enforceable in accordance with their terms, subject to bankruptcy, insolvency, reorganization, moratorium, fraudulent conveyance, fraudulent transfer and other similar laws relating to or affecting creditors' rights generally and to general equitable principles (regardless of whether considered in a proceeding in equity or at law), including concepts of reasonableness, good faith and fair dealing and the possible unavailability of specific performance or injunctive relief, and further to the extent that enforcement, any Notes denominated in other than United States dollars may be limited by requirements that a claim (or foreign currency judgment in respect of such claim) be converted into United States dollars at a rate of exchange prevailing on a date determined pursuant to applicable law.

The foregoing opinion is given as of the date hereof and is limited to matters arising under the laws of the State of New York and the General Corporation Law of the State of Delaware as in effect on the date hereof. We hereby consent to the filing of this opinion as an exhibit to the above-referenced Registration Statement and to the use of our name wherever it appears in the Registration Statement. In giving such consent, we do not thereby admit that we are within the category of persons whose consent is required by Section 7 of the Act or the related rules and regulations of the Commission issued thereunder with respect to any part of the Registration Statement, including this opinion as an exhibit or otherwise.

Very truly yours,

/s/ Sidley Austin LLP

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March 27, 2026

Caterpillar Financial Services Corporation
2120 West End Avenue
Nashville, TN 37203-0001

Re: Caterpillar Financial Services Corporation Registration Statement on Form S-3

Ladies and Gentlemen:

We have acted as tax counsel to Caterpillar Financial Services Corporation (“CFSC”), a Delaware corporation, in connection with the preparation and filing with the Securities and Exchange Commission (the “Commission”) under the Securities Act of 1933, as amended (the “Act”), of the registration statement on Form S-3, File No. 333-294677 (the “Registration Statement”) filed on March 27, 2026 in connection with the registration under the Act of debt securities of CFSC and the Prospectus dated March 27, 2026 and the Prospectus Supplement dated March 27, 2026 (such Prospectus and the Prospectus Supplement being herein referred to together as the “Prospectus”) relating to the public offering, from time to time, of CFSC’s Medium-Term Notes, Series L, with maturities of nine months or more from the date of issuance (the “Notes”), in the form filed with the Commission pursuant to Rule 424(b) under the Act. The Notes will be issued pursuant to an indenture (the “Indenture”), dated as of March 29, 2023, between CFSC, as issuer, and U.S. Bank Trust National Association as trustee (the “Trustee”).

In connection with this opinion, we have examined the Registration Statement, the Prospectus, the Indenture and the forms of the Notes and such other documents and corporate records as we have deemed necessary or appropriate in order to enable us to render the opinion below. For purposes of this opinion, we have assumed (i) the validity and accuracy of the documents and corporate records that we have examined and the facts and representations concerning the Note issuances that have come to our attention during our engagement and (ii) that the Note issuances will be consummated in the manner described in the Registration Statement and the Indenture.

Subject to the assumptions set forth above and the assumptions and qualifications set forth in the discussion in the Prospectus under the heading “Certain United States Federal Income Tax Consequences” (the “Discussion”), it is our opinion that the Discussion is a fair summary of certain United States federal income tax considerations of an investment in the Notes. We express no opinion as to whether the Discussion addresses all of the United States federal income tax consequences of an investment in the Notes. In addition, we express no opinion as to the United States federal, state, local, foreign or other tax consequences, other than as set forth in the Discussion. Further, there can be no assurances that the opinion expressed herein will be accepted by the Internal Revenue Service (the “IRS”) or, if challenged, by a court. We also note that the Registration Statement and the Prospectus do not relate to a specific transaction. Accordingly, the above-referenced description of United States federal income tax consequences may, under certain circumstances, require modification in the context of an actual transaction.

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In rendering our opinion, we have considered the applicable provisions of the Internal Revenue Code of 1986 as amended, Treasury Department regulations promulgated thereunder, pertinent judicial authorities, interpretive rulings of the IRS, and such other authorities as we have considered relevant. It should be noted that statutes, regulations, judicial decisions, and administrative interpretations are subject to change at any time, possibly with retroactive effect. A change in the authorities or the accuracy or completeness of any of the information, documents, corporate records, covenants, statements, representations, or assumptions on which our opinion is based could affect our conclusions. This opinion is expressed as of the date hereof, and we are under no obligation to supplement or revise our opinion to reflect any changes (including changes that have retroactive effect) (i) in applicable law or (ii) in any information, document, corporate record, covenant, statement, representation, or assumption stated herein that becomes untrue or incorrect.

This opinion is furnished to you solely for use in connection with the filing of the Prospectus with the Commission and is not to be used for any other purpose without our express written permission. We hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to our firm name under the heading "Certain United States Federal Income Tax Consequences" in the Prospectus. In giving such consent, we do not thereby admit that we are within the category of persons whose consent is required by Section 7 of the Securities Act or the related rules and regulations of the Commission issued thereunder with respect to any part of the Registration Statement, including this opinion as an exhibit or otherwise.

Very truly yours,

/s/ Sidley Austin LLP