

CUMMINS INC
Form 8-K
August 28, 2009
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of earliest event reported: August 17, 2009

CUMMINS INC.

(Exact name of registrant as specified in its charter)

Indiana

1-4949

35-0257090

(State or other Jurisdiction of

(Commission File Number)

(I.R.S. Employer Identification

Incorporation)

No.)

500 Jackson Street

P. O. Box 3005

Columbus, IN 47202-3005

(Principal Executive Office) (Zip Code)

Registrant's telephone number, including area code: **(812) 377-5000**

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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))
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Item 8.01 Other Events.

On August 17, 2009, N. Thomas Linebarger, President and Chief Operating Officer of Cummins Inc. (the Company), entered into a pre-arranged stock trading plan (the Linebarger 10b5-1 Plan) to sell a limited number of his shares of the Company's common stock, par value \$2.50 per share (Common Stock). On August 25, 2009, Theodore M. Solso, Chairman of the Board and Chief Executive Officer of the Company, entered into a pre-arranged stock trading plan (the Solso 10b5-1 Plan and, together with the Linebarger 10b5-1 Plan, the Plans) to sell a limited number of his shares of Common Stock. The Plans were designed to comply with the Company's insider trading policies and the guidelines specified in Rule 10b5-1 promulgated under the Securities Exchange Act of 1934, as amended, which permit an officer or director to enter into a pre-arranged plan for buying or selling Company stock at a time when the officer or director is not in possession of material, nonpublic information about the Company.

The Linebarger 10b5-1 Plan allows for the sale of a maximum of 50,000 shares of Common Stock at specified market prices commencing sixty days after adoption of the Linebarger 10b5-1 Plan and continuing until all 50,000 shares are sold or August 17, 2011, whichever occurs first. Based on his current ownership of Common Stock, if all of the 50,000 shares of Common Stock subject to the Linebarger 10b5-1 Plan were sold, Mr. Linebarger would beneficially own approximately 150,000 shares of Common Stock. Mr. Linebarger will continue to be subject to the Company's stock ownership guidelines, and the sales contemplated by the Linebarger 10b5-1 Plan will not reduce Mr. Linebarger's ownership of Common Stock below the levels required by the guidelines.

The Solso 10b5-1 Plan allows for the sale of a maximum of 100,000 shares of Common Stock at specified market prices commencing sixty days after adoption of the Solso 10b5-1 Plan and continuing until all 100,000 shares are sold or August 25, 2010, whichever occurs first. Based on his current ownership of Common Stock, if all of the 100,000 shares of Common Stock subject to the Solso 10b5-1 Plan were sold, Mr. Solso would beneficially own approximately 580,000 shares of Common Stock. Mr. Solso will continue to be subject to the Company's stock ownership guidelines, and the sales contemplated by the Solso 10b5-1 Plan will not reduce Mr. Solso's ownership of Common Stock below the levels required by the guidelines.

All sales of Common Stock under the Plans will be disclosed publicly in accordance with applicable securities laws, rules and regulations through appropriate filings with the U.S. Securities and Exchange Commission.

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.

Date: August 28, 2009

CUMMINS INC.

/s/ Marsha L. Hunt

Marsha L. Hunt
Vice President - Corporate Controller