

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

| OMB APPROVAL                                   |           |
|--|-----------|
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

|   |         |          |   |  |  |   |  |  |
|---|---------|----------|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person*<br><b>Satterthwaite Tony</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>CUMMINS INC [CMI]</b>                 |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____<br><b>Vice President</b> |  |  |
| (Last)  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>03/01/2010</b>                   |  |  |   |  |  |
| 500 JACKSON STREET  |         |          |   |  |  |   |  |  |
| (Street)  |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                                    |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                             |  |  |
| COLUMBUS, IN 47201  |         |          |   |  |  |   |  |  |
| (City) (State) (Zip)  |         |          | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |  |   |  |  |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---|--|---|-------|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) |   |  |   | Price |
| Common                          | 03/02/2010                           |  | A <sup>(1)</sup>               |   | 1,503   | A          | \$ 0  | 34,989 <sup>(2)</sup>                                    | D   |       |
| Common                          | 03/02/2010                           |  | F <sup>(3)</sup>               |   | 2,368   | D          | \$ 0  | 32,621 <sup>(2)</sup>                                    | D   |       |
| Common                          |                                      |  |                                |   |   |            |   | 3,401.6078 <sup>(4)</sup>                                | I   | ESOT  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|
|  |  |                                      |  | Code                           | V | (A)   | (D) | Date Exercisable   | Expiration Date |   |  |  |  |  |
| Stock Option (Right-to-Buy)                | \$ 58.115  | 03/01/2010                           |  | A                              |   | 8,450   |     | 03/01/2012   | 03/01/2020      | Common 8,450  | \$ 0                                       | 8,450  | D  |  |
| Stock Option (Right-to-Buy)                | \$ 12.0125   |                                      |  |                                |   |   |     | 02/10/2005   | 02/10/2013      | Common 7,200  |  | 7,200  | D  |  |
| Stock Option (Right-to-Buy)                | \$ 19.42   |                                      |  |                                |   |   |     | 03/02/2011   | 03/02/2019      | Common 12,830   |  | 12,830   | D  |  |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| Satterthwaite Tony<br>500 JACKSON STREET<br>COLUMBUS, IN 47201 |               |           | Vice President |       |

## Signatures

|                                      |  |            |
|--------------------------------------|--|------------|
| /s/ Mark Sifferlen, Attorney-In-Fact |  | 03/03/2010 |
| Signature of Reporting Person        |  | Date       |

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Shares earned from February 20, 2008 Target Awards based on 2008-2009 Company financial performance. Shares are subject to forfeiture until 3/1/2011.

The reporting person's share totals and/or ownership classifications have been updated and/or adjusted as set forth above as a result of the Company's internal audit of the beneficial share ownership of the Company's common stock by the Company's directors and Section 16(a) reporting officers. The Company's audit did not identify any violations of Section 16(b) of the Securities Exchange Act of 1934, as amended. To the extent this Form 4 updates or adjusts the beneficial share ownership amounts or classifications reported on previously filed Form 4s, this Form 4 serves as an amendment to any such previously filed Form 4s.

(3) Shares withheld to satisfy tax liabilities upon Vesting of Restricted Stock.

(4) The number of shares is based on the dollar value of the reporting person's interest in the ESOT as most recently provided by the ESOT. The actual number of shares underlying the interest is not known since the ESOT is a unitized account consisting of approximately 98% common stock and 2% cash or cash equivalents.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.