

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Estimated average burden  
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- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

### ANNUAL 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

| 1. Name and Address of Reporting Person*<br>Freeland Richard Joseph |   |   | 2. Issuer Name and Ticker or Trading Symbol<br>CUMMINS INC [CMI]                        |  |            | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>____ Director<br><input checked="" type="checkbox"/> Officer (give title below) _____ 10% Owner<br>____ Other (specify below)<br>President & COO |   |   |  |
|---|---|---|---|--|------------|--|---|---|--|
| (Last) (First) (Middle)<br>500 JACKSON STREET                       |   |   | 3. Statement for Issuer's Fiscal Year Ended<br>(Month/Day/Year)<br>12/31/2014           |  |            | 6. Individual or Joint/Group Reporting<br>(check applicable line)<br><br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person       |   |   |  |
| (Street)<br>COLUMBUS, IN 47201                                      |   |   | 4. If Amendment, Date Original Filed(Month/Day/Year)<br>01/13/2015                      |  |            |  |   |   |  |
| (City) (State) (Zip)  |   |   | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |            |  |   |   |  |
| 1. Title of Security<br>(Instr. 3)                                  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8)   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |  | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|   |   |   |   | Amount   | (A) or (D) | Price  |   |   |  |
| Common (1)  | 11/14/2014                              |   | G   | 1,000  | D          | \$ 0   | 27,252  | D   |  |
| Common (2)  |   |   |   |  |            |  | 2,323.5 (3)   | I   | By 401(k) Plan   |

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

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


| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) |                            | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Issuer's Fiscal Year<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|---|---|-----------------------------------|--|---|-----------------|--|----------------------------|---|--|---|---|
|   |  |   |   |                                   |  | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |   |  |   |   |
| Stock Option (Right-to-Buy) (2)               | \$ 58.115  |   |   |                                   |  | 03/01/2012  | 03/01/2020      | Common   | 10,900                     |   | 10,900   | D   |   |
| Stock Option (Right-to-Buy) (2)               | \$ 19.42   |   |   |                                   |  | 03/02/2011  | 03/02/2019      | Common   | 3,650                      |   | 3,650  | D   |   |
| Stock Option (Right-to-Buy) (2)               | \$ 120.28  |   |   |                                   |  | 04/02/2014  | 04/02/2022      | Common   | 11,030                     |   | 11,030   | D   |   |
| Stock Option (Right-to-Buy) (2)               | \$ 111.84  |   |   |                                   |  | 04/02/2015  | 04/02/2023      | Common   | 16,450                     |   | 16,450   | D   |   |

|   |           |  |  |  |  |            |            |        |        |  |        |   |  |
|---|-----------|--|--|--|--|------------|------------|--------|--------|--|--------|---|--|
| Stock Option (Right-to-Buy) <a href="#">(2)</a> | \$ 149.34 |  |  |  |  | 04/02/2017 | 04/02/2024 | Common | 12,290 |  | 12,290 | D |  |
| Stock Option (Right-to-Buy) <a href="#">(2)</a> | \$ 119.77 |  |  |  |  | 05/02/2013 | 05/02/2021 | Common | 8,150  |  | 8,150  | D |  |
| Stock Option (Right-to-Buy) <a href="#">(2)</a> | \$ 154.2  |  |  |  |  | 07/16/2017 | 07/16/2024 | Common | 1,960  |  | 1,960  | D |  |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Freeland Richard Joseph<br>500 JACKSON STREET<br>COLUMBUS, IN 47201 |               |           | President & COO |       |

## Signatures

|   |  |            |
|---|--|------------|
| /s/ Mark Sifferlen, Attorney-In-Fact  |  | 02/10/2015 |
|  |  | 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) These transactions on this amended Form 5 are not new transactions but simply being restated from the original to display on the online filing system. This amendment is being filed solely to correct the date shown in Box 3.
- (2) These holdings on this amended Form 5 are not new holdings but simply being restated from the original to display on the online filing system. This amendment is being filed solely to correct the date shown in Box 3.
- The number of shares is based on the dollar value of the reporting person's interest in the Cummins Stock Fund under the Company's 401(k) plan as most recently provided by the plan.
- (3) The actual number of shares underlying the interest is not known since the Cummins Stock Fund 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 provided is insufficient, see Instruction 6 for procedure.

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