

AGCO CORP /DE  
Form 8-K  
December 03, 2004

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

**Current Report**

**Dated December 3, 2004**

**of**

**AGCO CORPORATION**

**A Delaware Corporation  
IRS Employer Identification No. 58-1960019  
SEC File Number 1-12930**

**4205 River Green Parkway  
Duluth, Georgia 30096  
(770) 813-9200**

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**Item 1.01. Entry Into a Material Definitive Agreement**

On November 30, 2004, the Board of Directors of AGCO Corporation (the Company ) approved an amendment ( Amendment No. 2 ) to the Company s existing Amended and Restated Long-Term Incentive Plan (LTIP III) dated February 1, 2000, and as amended on December 12, 2001 (the Plan ). Amendment No. 2. gives the Compensation Committee of the Board of Directors of the Company the power to extend the period during which a retired full-time employee is eligible to receive incremental awards under the Plan for such time as the employee serves on the Board of Directors of the Company.

A copy of Amendment No. 2 is attached hereto as Exhibit 10.1 and is incorporated herein by reference. The foregoing description of Amendment No. 2 is qualified in its entirety by reference to Amendment No. 2.

**Item 9.01. Exhibits**

The following exhibit is filed with this report:

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**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.

AGCO CORPORATION

Date: December 3, 2004

By: /s/ Stephen D. Lupton  
Stephen D. Lupton  
Senior Vice President and General  
Counsel

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**INDEX TO EXHIBITS**

<b>Exhibit Number</b>	<b>Description</b>
10.1	Second Amendment to The AGCO Corporation Amended and Restated Long-Term Incentive Plan (LTIP III), dated November 30, 2004.