SEC Form 4

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FORM 4

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

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*				2. Issuer Name and Ticker or Trading Symbol AGCO CORP /DE [AG]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BOOKER W WAYNE								- 1				X	Director			10% Ow	ner
(Last) 3100 S. O	(Fir CEAN BO	st) (I ULEVARD	Aiddle)		3. Date of Earliest Transaction (Month/Day/Year) 04/22/2004								Officer (below)	give title		Other (s below)	pecify
4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Inc Line)	6. Individual or Joint/Group Filing (Check Applicable Line)									
(Street)	EACH FL	2	3480										Form fil	ed by One	e Repo	ting Person	
			J400										Form fil Person	ed by Mor	e than	One Report	ing
(City)	(Sta	ate) (Z	Zip)														
		Tab	e I - Non	-Deriva	ative Se	curities Acq	uired,	Dis	oosed of	f, or	Bene	ficially	Owned				
Date			2. Transa Date (Month/D	ay/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amoun Securities Beneficial Owned Fo Reported	s lly bllowing	Form:	Direct I Indirect I str. 4) (7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(113(1.4)
		_															
		I				urities Acqu s, warrants,							Owned				

			Code	v	(A)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Rights	(1)	04/22/2004	Α		10,000	(2)	04/22/2007	Common Stock	10,000	(2)	11,500	D	

Explanation of Responses

1. 1-for-1 (one performance right for one share of common stock conversion)

2. The awards granted under the AGCO Corporation Nonemployee Director Stock Incentive Plan are earned in shares of restricted common stock of AGCO Corporation upon the Common Stock reaching certain market price appreciation goals from a base price of \$21.46.

Remarks:

Lynnette D. Schoenfeld, Attorney-in-fact

04/26/2004

Date

** Signature of Reporting Person

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

 * 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).

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

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 Number.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, W. WAYNE BOOKER, hereby appoints each of Stephen D. Lupton and Lynnette D. Schoenfeld to be the undersigned's true and lawful attorney, for them, and in their names, place and stead to execute, acknowledge, deliver and file Forms 3, 4, and 5 (including amendments thereto) with respect to securities of AGCO Corporation (the "Company") required to be filed with the Securities and Exchange Commission, national securities exchanges and the Company pursuant to Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations thereunder, granting to each of Stephen D. Lupton and Lynnette D. Schoenfeld full power and authority to perform all acts necessary to the completion of such purposes.

The undersigned agrees that each of the attorneys-in-fact herein, Stephen D. Lupton and Lynnette D. Schoenfeld, may rely entirely on information furnished orally or in writing by the undersigned to such attorney-in-fact. The undersigned also agrees to indemnify and hold harmless the Company and each attorney-in-fact against any losses, claims, damages, or liabilities (or actions in these respects) that arise out of or are based upon any untrue statement or omission of necessary facts in the information provided by the undersigned to each attorney-in-fact for purposes of executing, acknowledging, delivering, or filing Forms 3, 4, or 5 (including amendments thereto) and agrees to reimburse the Company and each attorney-in-fact herein for any legal or other expenses reasonably incurred in connection with investigating or defending against any such loss, claim, damage, liability, or action.

The validity of this Power of Attorney shall not be affected in any manner by reason of the execution, at any time, of other powers of attorney by the undersigned in favor of persons other than those named herein.

The undersigned agrees and represents to those dealing with its attorneys-in-fact herein, Stephen D. Lupton and Lynnette D. Schoenfeld, that this Power of Attorney is for indefinite duration and may be voluntarily revoked only by written notice to either such attorney-in-fact, delivered by registered mail or certified mail, return receipt requested.

WITNESS THE EXECUTION HEREOF this 31st day of January, 2002.

/s/ W. Wayne Booker