FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Washington, D.C.

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

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

NEW NO. 77, NUNGAMBAKKAM HIGH ROAD

600 034

(Zip)

K7

(State)

1. Name and Address of Reporting Person\*

(Street)

(City)

**CHENNAI** 

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

					OI.	Section	1 30(11)	or tire	IIIVCSti	ilicit (	Sompany Act	11340							
		Reporting Person*  IALLIKA				ssuer N GCO					ng Symbol				ck all app	•	_		lssuer Owner
(Last) (First) (Middle) TRACTORS & FARM EQUIPMENT LTD OLD NO. 35 NEW NO. 77, NUNGAMBAKKAM HIGH ROAD					3. Date of Earliest Transaction (Month/Day/Year) 10/22/2014									Officer (give title below)		e Oth belo		(specify v)	
NEW NC	). 77, NUN	GAMBAKKAM	1 HIGI	H ROAD	. 4.1	f Amen	dment,	Date	of Orig	inal Fi	iled (Month/Da	y/Year)		6. Inc Line)		r Joint/Gro		•	
(Street) CHENN	AI K7	7 (	600 03	4										X	Forn	n filed by O n filed by M on			
(City)	(St	ate) (	(Zip)																
			le I - N	1		1		s Ad	_	ed, D	isposed o			cially					
1. Title of S	ecurity (Inst	r. 3)		2. Transacti Date (Month/Day/		Execu if any	eemed Ition Da h/Day/Y	.	3. Transa Code ( 8)		4. Securities Disposed Of	Acquire (D) (Inst	d (A) or r. 3, 4 and	d 5)	5. Amou Securiti Benefic Owned Reporte	es ially Following	Form (D) o	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price		Transac (Instr. 3	tion(s)			
Common	Stock			10/22/20	014				P		63,500(1)	A	\$44.	.4 <sup>(2)</sup>	2,940	5,821 <sup>(3)</sup>		I	By TAFE Motors and Tractors Limited
Common	Stock			10/22/20	014				P		11,500(1)	A	\$45.	19 <sup>(4)</sup>	2,958	3,321 <sup>(3)</sup>		I	By TAFE Motors and Tractors Limited
Common	Stock														8,132	2,950 <sup>(5)</sup>		I	By Tractors and Farm Equipment Limited
Common	Stock														6,5	579 <sup>(6)</sup>		D	
		Ta	able II								posed of, convertib				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	3A. Deemed Execution Date, if any		4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			rcisable and Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares						
		Reporting Person*  IALLIKA																	
(Last) TRACTO		(First) M EQUIPMEN	•	Middle)	. 35	-													

Tractors & I	F <u>arm Equipmen</u>	t Ltd						
(Last)	(First)	(Middle)						
OLD NO. 35, NEW NO. 77								
NUNGAMBAKKAM HIGH ROAD								
(Street)								
CHENNAI	K7	600 034						
-								
(City)	(State)	(Zip)						
	ess of Reporting Persors L							
(Last)	(First)	(Middle)						
OLD NO. 35, NEW NO. 77								
NUNGAMBAKKAM HIGH ROAD								
(Street)								
CHENNAI	K7	600 034						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

- 1. Shares were purchased pursuant to a Rule 10b5-1 trading plan entered into by Tractors and Farm Equipment Limited ("TAFE") and TAFE Motors and Tractors Limited ("TMTL") on August 29, 2014.
- 2. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$44.01 to \$45.00. The reporting persons undertake to provide to AGCO Corporation, any security holder of AGCO Corporation, or the staff of the Securities and Exchange ommission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote (2).
- 3. These shares are owned directly by TMTL, which is a wholly owned subsidiary of TAFE. TAFE is an indirect beneficial owner of these shares. Mallika Srinivasan is an officer of TMTL and is a beneficial owner of certain equity securities of TMTL. Ms. Srinivasan disclaims beneficial ownership of the shares reported in Column 5 of this row except to the extent of Ms. Srinivasan's beneficial ownership of equity securities of TMTL, and this report shall not be deemed an admission that Ms. Srinivasan is the beneficial owner of such shares for purposes of Section 16 or for any other purpose.
- 4. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$45.01 to \$45.28. The reporting persons undertake to provide to AGCO Corporation, any security holder of AGCO Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote (4).
- 5. These shares are owned directly by TAFE. Mallika Srinivasan is an officer of TAFE and is a beneficial owner of certain equity securities of TAFE. Ms. Srinivasan disclaims beneficial ownership of the shares reported in Column 5 of the row except to the extent of Ms. Srinivasan's beneficial ownership of equity securities of TAFE, and this report shall not be deemed an admission that Ms. Srinivasan is the beneficial owner of such shares for purposes of Section 16 or for any other purpose. TMTL also disclaims beneficial ownership of the shares reported in Column 5 of the row, and this report shall not be deemed an admission that TMTL is the beneficial owner of such shares for purposes of Section 16 or for any other purpose.
- 6. These shares reflect awards to Mallika Srinivasan for her services as a director of AGCO Corporation under the AGCO Corporation 2006 Long-Term Stock Incentive Plan. TAFE and TMTL disclaim beneficial ownership of the shares reported in Column 5 of this row, and this report shall not be deemed an admission that either TAFE or TMTL is the beneficial owner of such shares for purposes of Section 16 or for any other purpose.

## Remarks:

/s/ Margaret R. Markman,
Attorney-in-Fact for Tractors
and Farm Equipment Limited
/s/ Margaret R. Markman,
Attorney-in-Fact for Mallika
Srinivasan
/s/ Margaret R. Markman,
Attorney-in-Fact for TAFE
Motors and Tractors Limited
\*\* Signature of Reporting Person
Date

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.