AGCO CORP /DE
Form SC 13G
February 08, 2007

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                                           OMB APPROVAL
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                                  OMB Number:           3235-0145
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                                  hours per response..........10.4
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. _)*

Agco Corporation

(Name of Issuer)

Common Stock, $0.01 par value

(Title of Class of Securities)

001084102

(CUSIP Number)

December 31, 2006

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

[X] Rule 13d-1(b)

[_] Rule 13d-1(c)

[_] Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities, and
for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 1745 (03-06)
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  CUSIP No.  001084102                  13G
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-------------------------------------------------------------------------------
 1.   Name of Reporting Person
      I.R.S. Identification No. of above Person

         Goldman Sachs Asset Management, L.P.


-------------------------------------------------------------------------------
 2.   Check the Appropriate Box if a Member of a Group
                                                    (a) [_]
                                                    (b) [_]

-------------------------------------------------------------------------------
 3.   SEC Use Only



-------------------------------------------------------------------------------
 4.   Citizenship or Place of Organization

          Delaware

-------------------------------------------------------------------------------
                    5.   Sole Voting Power

      Number of             5,109,320

      Shares        -------------------------------------------------------
                    6.   Shared Voting Power
    Beneficially
                            0
      Owned by
                    -------------------------------------------------------
      Each          7.   Sole Dispositive Power

      Reporting            6,579,408

      Person        -------------------------------------------------------
                    8.   Shared Dispositive Power
       With:
                            0
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 9.   Aggregate Amount Beneficially Owned by Each Reporting Person

          6,579,408
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10.   Check if the Aggregate Amount in Row (9) Excludes Certain Shares

                                                            [_]
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11.   Percent of Class Represented by Amount in Row (9)

          7.2%
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12.   Type of Reporting Person

          IA
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Item 1(a).         Name of Issuer:
                   Agco Corporation

Item 1(b).         Address of Issuer's Principal Executive Offices:
                   4205 River Green Parkway
                   Duluth, GA 30096

Item 2(a).         Name of Persons Filing:
                   Goldman Sachs Asset Management, L.P.

Item 2(b).         Address of Principal Business Office or,  if none, Residence:
                   32 Old Slip
                   New York, NY  10005

Item 2(c).         Citizenship:
                   Delaware

Item 2(d).         Title of Class of Securities:
                   Common Stock, $0.01 par value

Item 2(e).         CUSIP Number:
                   001084102

Item 3.            If this statement is filed pursuant to Rules 13d-1(b) or
                   13d-2(b) or (c), check whether the person filing is a :

          (a).[_]  Broker or dealer registered under Section 15 of the Act
                   (15 U.S.C. 78o).

          (b).[_]  Bank as defined in Section 3(a)(6) of the Act
                   (15 U.S.C. 78c).

          (c).[_]  Insurance company as defined in Section 3(a)(19) of the Act
                   (15 U.S.C. 78c).
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(d).[_] Investment company registered under Section 8 of the
         Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e).[X] An investment adviser in accordance with
         Rule 13d-1(b)(1)(ii)(E);

(f).[_] An employee benefit plan or endowment fund in accordance
         with Rule 13d-1(b)(1)(ii)(F);

(g).[_] A parent holding company or control person in accordance
         with Rule 13d-1(b)(1)(ii)(G);

(h).[_] A savings association as defined in Section 3(b) of the
         Federal Deposit Insurance Act (12 U.S.C. 1813);

(i).[_] A church plan that is excluded from the definition of an
         investment company under Section 3(c)(14) of the
         Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j).[_] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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Item 4.   Ownership. *

        (a).   Amount beneficially owned:
                 See the response(s) to Item 9 on the attached cover page(s).

        (b).   Percent of Class:
                 See the response(s) to Item 11 on the attached cover page(s).

        (c).   Number of shares as to which such person has:

                 (i).   Sole power to vote or to direct the vote: See the
                          response(s) to Item 5 on the attached cover page(s).

                 (ii).   Shared power to vote or to direct the vote: See the
                          response(s) to Item 6 on the attached cover page(s).

                 (iii).   Sole power to dispose or to direct the disposition
                          of: See the response(s) to Item 7 on the attached
                          cover page(s).

                 (iv).   Shared power to dispose or to direct the disposition
                          of: See the response(s) to Item 8 on the attached
                          cover page(s).

Item 5.   Ownership of Five Percent or Less of a Class.
                       Not Applicable

Item 6.   Ownership of More than Five Percent on Behalf of Another
                 Person.
                       Not Applicable

Item 7.   Identification and Classification of the Subsidiary Which
                 Acquired the Security Being Reported on by the Parent Holding
                 Company.
                       Not Applicable

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Item 8.   Identification and Classification of Members of the Group.
                        Not Applicable

Item 9.   Notice of Dissolution of Group.
                        Not Applicable

Item 10.   Certification.
                 By signing below I certify that, to the best of my knowledge
                 and belief, the securities referred to above were acquired
                 and are held in the ordinary course of business and were not
                 acquired and are not held for the purpose of or with the
                 effect of changing or influencing the control of the issuer
                 of the securities and were not acquired and are not held in
                 connection with or as a participant in any transaction having
                 that purpose or effect.

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     * In accordance with Securities and Exchange Commission ("SEC") Release No.
34-39538 (January 12, 1998), this filing reflects the securities beneficially
owned by Goldman Sachs Asset Management, L.P. ("GSAM LP"). GSAM LP, an
investment advisor, disclaims beneficial ownership of any securities managed, on
GSAM LP's behalf, by third parties.

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                                  SIGNATURE

          After reasonable inquiry and to the best of my knowledge
          and belief, I certify that the information set forth in
          this statement is true, complete and correct.

Date: February 2, 2007

                        GOLDMAN SACHS ASSET MANAGEMENT, L.P.

                        By: /s/ Lauren LoFaro

                        Name: Lauren LoFaro
                        Title: Attorney-in-fact

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                              INDEX TO EXHIBITS

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Exhibit No.    Exhibit
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99.1           Power of Attorney, dated December 19, 2006,  relating to Goldman
               Sachs Asset Management, L.P.
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Exhibit 99.1

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS ASSET MANAGEMENT, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher and Lauren LoFaro, (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of December 19, 2006.

GOLDMAN SACHS ASSET MANAGEMENT, L.P.

By: /s/ Ellen R. Porges
_____
Name: Ellen R. Porges
Title: Managing Director

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