

Edgar Filing: BASF AKTIENGESELLSCHAFT - Form 6-K

BASF AKTIENGESELLSCHAFT  
Form 6-K  
April 18, 2006

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

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

April 17, 2006

BASF AKTIENGESELLSCHAFT  
(Exact name of Registrant as Specified in its Charter)

BASF CORPORATION  
(Translation of Registrant's name into English)

Carl Bosch Strasse 38, LUDWIGSHAFEN, GERMANY 67056  
(Address of Principal Executive Offices)

Indicate by check mark whether the  
Registrant files or will file  
annual reports under cover Form  
20-F or Form 40-F  
Form 20-F  Form 40-F

Indicate by check mark whether the Registrant by  
furnishing the information contained in this Form  
is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act  
of 1934.  
Yes No

If "Yes" is marked, indicate below the file number assigned to the  
Registrant in connection with Rule 12g3-2(b): 82- .

April 17, 2006  
P 216/06e

Michael Grabicki  
Phone: +49 621 60-99938  
Cell: +49 172 74-91891  
Fax: +49 621 60-92693  
michael.grabicki@basf.com

US media contact:  
Jack Maurer  
Phone: +1 973 245-6072  
Cell: +1 973 519 2982  
Fax: +1 973 245-6715  
maurerj1@basf.com

## Edgar Filing: BASF AKTIENGESELLSCHAFT - Form 6-K

Analysts/Investors contact:  
Magdalena Moll  
Phone: +49 621 60-48002  
Fax: +49 621 60-22500  
magdalena.moll@basf.com

BASF Aktiengesellschaft  
67056 Ludwigshafen, Germany  
Phone:+49 621 60-0  
<http://www.basf.com>  
Corporate Media Relations  
Phone: +49 621 60-20916  
Fax: +49 621 60-92693  
presse.kontakt@basf.com

BASF Extends \$37 Cash Tender Offer to April 28, 2006

Ludwigshafen, Germany, April 17, 2006 - BASF Aktiengesellschaft (Frankfurt: BAS, NYSE: BF [ADR], LSE: BFA, SWX: AN) today announced that, through its wholly owned subsidiary, Iron Acquisition Corporation, it has extended the expiration date of its \$37 cash tender offer for all of the issued and outstanding shares of common stock of Engelhard Corporation (NYSE: EC) to 5:00 p.m., New York City time, on Friday, April 28, 2006. The tender offer had previously been scheduled to expire at 5:00 p.m., New York City time, on Friday, April 14, 2006.

On April 11, 2006, BASF received a letter from Engelhard's financial advisor in which Engelhard requested a firm offer no later than April 19, 2006. BASF continues its review of non-public information provided by Engelhard and has not decided whether to submit a revised offer to Engelhard's management and, if it does, at what price.

BASF has been informed by The Bank of New York, the Depositary for the offer, that, as of 5:00 p.m., New York City time, on April 14, 2006, a total of 654,180 shares of Engelhard common stock had been tendered into the offer and not withdrawn. As a consequence of the extension of the expiration date, holders of Engelhard common stock may tender their shares until 5:00 p.m., New York City time, on Friday, April 28, 2006, unless the offer is further extended.

Page 2

P 216/06e

BASF is the world's leading chemical company: The Chemical Company. Its portfolio ranges from chemicals, plastics, performance products, agricultural products and fine chemicals to crude oil and natural gas. As a reliable partner to virtually all industries, BASF's intelligent system solutions and high-value products help its customers to be more successful. BASF develops new technologies and uses them to open up additional market opportunities. It combines economic success with environmental protection and social responsibility, thus contributing to a better future. In 2005, BASF had approximately 81,000 employees and posted sales of more than (euro)42.7 billion. BASF shares are traded on the stock exchanges in Frankfurt (BAS), London (BFA), New York (BF) and Zurich (AN). Further information on BASF is available on the Internet at [www.basf.com](http://www.basf.com).

BASF currently intends to solicit proxies for use at Engelhard's 2006 annual meeting of stockholders, or at any adjournment or postponement thereof, to vote in favor of BASF's nominees identified in the revised preliminary proxy statement on Schedule 14A filed with the U.S. Securities and Exchange Commission (the "SEC"), and to vote on any other matters that shall be voted upon at Engelhard's 2006 annual meeting of stockholders. On February 27, 2006, BASF filed a revised preliminary proxy statement on Schedule 14A with the SEC in

## Edgar Filing: BASF AKTIENGESELLSCHAFT - Form 6-K

connection with this solicitation of proxies. All Engelhard stockholders are strongly encouraged to read the revised preliminary proxy statement and the definitive proxy statement when it is available, because they contain important information. Engelhard stockholders may obtain copies of the revised preliminary proxy statement and related materials for free at the SEC's website at [www.sec.gov](http://www.sec.gov).

The identity of people who, under SEC rules, may be considered "participants in a solicitation" of proxies from Engelhard stockholders for use at Engelhard's 2006 annual meeting of stockholders and a description of their direct and indirect interests in the solicitation, by security holdings or otherwise, are contained in the revised preliminary proxy statement on Schedule 14A that BASF filed with the SEC on February 27, 2006.

This press release is provided for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell any securities of Engelhard Corporation. Any offers to purchase or solicitation of offers to sell will be made only pursuant to the tender offer statement (including the offer to purchase, the letter of transmittal and other offer documents), which was filed with the SEC on January 9, 2006. Engelhard stockholders are advised to read these documents and any other documents relating to the tender offer that are filed with the SEC carefully and in their entirety because they contain important information. Engelhard stockholders may obtain copies of these documents for free at the SEC's website at [www.sec.gov](http://www.sec.gov) or by calling Innisfree M&A Incorporated, the Information Agent for the offer, at +1 877 750 5837 (Toll Free from the U.S. and Canada) or 00800 7710 9971 (Toll Free from Europe).

Page 3

P216/06e

This press release contains forward-looking statements. All statements contained in this press release that are not clearly historical in nature or that necessarily depend on future events are forward-looking, and the words "anticipate," "believe," "expect," "estimate," "plan," and similar expressions are generally intended to identify forward-looking statements. These statements are based on current expectations, estimates and projections of BASF management and currently available information. They are not guarantees of future performance, involve certain risks and uncertainties that are difficult to predict and are based upon assumptions as to future events that may not prove to be accurate.

Many factors could cause the actual results, performance or achievements of BASF to be materially different from those that may be expressed or implied by such statements. Such factors include those discussed in BASF's Form 20-F filed with the SEC.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report to be signed on its behalf by the undersigned, thereunto duly authorized.

BASF Aktiengesellschaft

Date: April 17, 2006

By: /s/ Elisabeth Schick

-----  
Name: Elisabeth Schick

Edgar Filing: BASF AKTIENGESELLSCHAFT - Form 6-K

Title: Director Site Communications  
Ludwigshafen and Europe

By: /s/ Christian Schubert

-----  
Name: Christian Schubert  
Title: Director Corporate Communications  
BASF Group