

BRASKEM SA
Form F-6
February 22, 2008

As filed with the Securities and Exchange Commission on February 22, 2008

Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM F-6

REGISTRATION STATEMENT

under

THE SECURITIES ACT OF 1933

For American Depositary Shares

of

BRASKEM S.A.

(Exact name of issuer of deposited securities as specified in its charter)

N/A

(Translation of issuer's name into English)

BRAZIL

(Jurisdiction of incorporation or organization of issuer)

Edgar Filing: BRASKEM SA - Form F-6

THE BANK OF NEW YORK

(Exact name of depositary as specified in its charter)

One Wall Street, New York, New York 10286

(212) 495-1784

(Address, including zip code, and telephone number, including area code, of depositary's principal executive offices)

The Bank of New York

ADR Division

One Wall Street, 29th Floor

New York, New York 10286

(212) 495-1784

(Address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

Peter B. Tisne, Esq.

Emmet, Marvin & Martin, LLP

120 Broadway

New York, New York 10271

(212) 238-3010

It is proposed that this filing become effective under Rule 466

immediately upon filing

on (Date) at (Time).

If a separate registration statement has been filed to register the deposited shares, check the following box.

CALCULATION OF REGISTRATION FEE

Title of each class of Securities to be	Amount to be registered	Proposed maximum aggregate	Proposed maximum aggregate	Amount of registration
--	------------------------------------	---------------------------------------	---------------------------------------	-----------------------------------

registered		price per unit ⁽¹⁾	offering price ⁽¹⁾	fee
American Depositary Shares, each American Depositary Share representing preferred class A shares (ações preferenciais classe A), without par value, of Braskem S.A..	100,000,000 American Depositary Shares	\$5.00	\$5,000,000	\$196.50

1

For the purpose of this table only the term unit is defined as 100 American Depositary Shares.

The registrant hereby amends this registration statement on such date or dates as may be necessary to delay its effective date until the registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until the Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a) may determine.

The prospectus consists of the proposed form of American Depositary Receipt included as Exhibit A to the form of Deposit Agreement filed as Exhibit 1 to this Registration Statement which is incorporated herein by reference.

PART I

INFORMATION REQUIRED IN PROSPECTUS

Item - 1.

Description of Securities to be Registered

Edgar Filing: BRASKEM SA - Form F-6

Cross Reference Sheet

Location in Form of Receipt

Item Number and Caption

Filed Herewith as Prospectus

1. Name and address of depositary

Introductory Article

2. Title of American Depositary Receipts and identity of

Face of Receipt, top center

deposited securities

Terms of Deposit:

(i) The amount of deposited securities represented

Face of Receipt, upper right corner

by one unit of American Depositary Receipts

(ii) The procedure for voting, if any, the deposited

Articles number 15, 16 and 18

securities

(iii) The collection and distribution of dividends

Articles number 4, 12, 13, 15 and

18

(iv) The transmission of notices, reports and proxy

Articles number 11, 15, 16 and 18

soliciting material

(v) The sale or exercise of rights

Articles number 13, 14, 15 and 18

(vi) The deposit or sale of securities resulting from

Articles number 12, 13, 15, 17 and

dividends, splits or plans of reorganization

18

(vii) Amendment, extension or termination of the

Articles number 20 and 21

deposit agreement

(viii) Rights of holders of Receipts to inspect the

Article number 11

transfer books of the depositary and the list of

holders of Receipts

(ix) Restrictions upon the right to transfer or

Articles number 2, 3, 4, 5, 6, 8 and

withdraw the underlying securities

22

(x) Limitation upon the liability of the depositary

Articles number 14, 18, 19 and 21

3. Fees and Charges

Articles number 7 and 8

Item 2.

Available Information

Public reports furnished by issuer

Article number 11

PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

Item - 3.

Exhibits

a.

Form of Amended and Restated Deposit Agreement dated as of [____], 2008, among Braskem S.A., The Bank of New York as Depositary, and all Owners and holders from time to time of American Depositary Receipts issued thereunder. - Filed herewith as Exhibit 1.

b.

Form of letter agreement from The Bank of New York to Braskem S.A. relating to pre-release activities. - Filed herewith as Exhibit 2.

c.

Every material contract relating to the deposited securities between the Depositary and the issuer of the deposited securities in effect at any time within the last three years. - See (a) and (b) above.

d.

Opinion of Emmet, Marvin & Martin, LLP, counsel for the Depositary, as to legality of the securities to be registered. - Filed herewith as Exhibit 4.

e.

Certification under Rule 466. - Not Applicable.

Item - 4.

Undertakings

(a)

The Depositary hereby undertakes to make available at the principal office of the Depositary in the United States, for inspection by holders of the ADSs, any reports and communications received from the issuer of the deposited securities which are both (1) received by the Depositary as the holder of the deposited securities, and (2) made generally available to the holders of the underlying securities by the issuer.

(b)

If the amounts of fees charged are not disclosed in the prospectus, the Depositary undertakes to prepare a separate document stating the amount of any fee charged and describing the service for which it is charged and to deliver promptly a copy of such fee schedule without charge to anyone upon request. The Depositary undertakes to notify each registered holder of an ADS thirty days before any change in the fee schedule.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that all the requirements for filing on Form F-6 are met and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on February 22, 2008.

Edgar Filing: BRASKEM SA - Form F-6

Legal entity created by the agreement for the issuance of American Depositary Receipts for preferred class A shares (ações preferenciais classe A), without par value, of Braskem S.A.

By:

The Bank of New York,

As Depositary

By: /s/ Edgar Piedra

Name: Edgar Piedra

Title: Vice President

Pursuant to the requirements of the Securities Act of 1933, Braskem S.A. has caused this Registration Statement to be signed on its behalf by the undersigned thereunto duly authorized, in the City of São Paulo, Brazil on February 22, 2008.

BRASKEM S.A.

By: /s/ Carlos José Fadigas de Souza Filho

Name: Carlos José Fadigas de Souza Filho

Title: Principal Financial Officer

Each person whose signature appears below hereby constitutes and appoints Pedro Augusto Ribeiro Novis and Alvaro Pereira Novis, and each of them severally, his true and lawful attorney-in-fact with power of substitution and reconstitution to sign in his name, place and stead in any and all capacities the Registration Statement and any and all amendments thereto (including post-effective amendments) and any documents in connection therewith, and to file the

Edgar Filing: BRASKEM SA - Form F-6

same with the Securities and Exchange Commission, granting unto each of said attorneys full power to act with or without the other, and full power and authority to do and perform, in his name and on his behalf, every act whatsoever which such attorneys, or any one of them, may deem necessary or desirable to be done in connection therewith as fully and to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorney-in-fact, or any of them, or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities indicated on February 22, 2008.

Name: Pedro Augusto Ribeiro Novis

Name: José Lima de Andrade Neto

Director

Director

/s/ Alvaro Fernandes da Cunha Filho

/s/ Antônio Brito Filho

Name: Alvaro Fernandes da Cunha Filho

Name: Antônio Brito Filho

Director

Director

/s/ José Mauro Mettrau Carneiro da Cunha

Name: José de Freitas Mascarenhas

Name: José Mauro Mettrau Carneiro da Cunha

Director

Director

/s/ Luiz Fernando Cirne Lima

/s/ Donald J. Puglisi

Name: Luiz Fernando Cirne Lima

Name: Puglisi & Associates

Director

Authorized U.S. Representative

/s/ Fabio Sandri

Name: Newton Sergio de Souza

Name: Fabio Sandri

Director

Principal Accounting Officer

/s/ Alvaro Pereira Novis

/s/ Carlos José Fadigas de Souza Filho

Name: Alvaro Pereira Novis

Name: Carlos José Fadigas de Souza Filho

Director

Principal Financial Officer

/s/ Francisco Teixeira de Sá

/s/ José Carlos Grubisich Filho

Name: Francisco Teixeira de Sá

Name: José Carlos Grubisich Filho

Director

Principal Executive Officer

INDEX TO EXHIBITS

Exhibit

Number

Exhibit

1

Form of Amended and Restated Deposit Agreement dated as of

[_____], 2008 among Braskem S.A., The Bank of New York

as Depositary, and all Owners and holders from time to time of American

Depositary Shares issued thereunder.

2

Form of letter agreement from The Bank of New York to Braskem S.A.

relating to pre-release activities.

4

Opinion of Emmet, Marvin & Martin, LLP, counsel for the Depositary,

as to legality of the securities to be registered.