

CNH GLOBAL N V
Form 6-K
April 18, 2013

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 6-K

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

For the month of April 2013

Commission File No. 333-05752

CNH GLOBAL N.V.

(Translation of Registrant's Name Into English)

World Trade Center Airport

Schiphol Boulevard 217

1118 BH Schiphol, Amsterdam

The Netherlands

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(Address of Principal Executive Offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

(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- .)

CNH GLOBAL N.V.

Form 6-K for the month of April 2013

List of Exhibits:

Exhibit 99.1 News Release entitled, *CNH Global N.V. Sets Timing for First Quarter 2013 Earnings Release and Conference Call with Analysts*

SIGNATURES

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

CNH Global N.V.

By: /s/ Michael P. Going
Michael P. Going
Senior Vice President, General Counsel and
Secretary

April 18, 2013

Page 10 of 15 Pages (c) Except for the transactions described in Item 6 below, there have been no transactions effected with respect to the Shares since December 14, 2000 (60 days prior to the date hereof) by any of the Reporting Persons. (d)(i) The shareholders of QIP, including Quantum Industrial Holdings, Ltd., a British Virgin Islands international business company, have the right to participate in the receipt of dividends from, or proceeds from the sales of, the securities held for the account of QIP in accordance with their ownership interests in QIP. (ii) Certain members of SFM Domestic Investments have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of SFM Domestic Investments. (e) Not applicable. Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer On November 13, 2000, QIP and SFM Domestic Investments entered into an Investment Agreement with the Issuer (a copy of which was previously filed as Exhibit LL to Schedule 13D Amendment No. 7 and is incorporated by reference in response to this Item 6). The Investment Agreement provides that upon satisfaction of certain conditions (i) the Issuer will reincorporate as a Delaware corporation; (ii) the principal and accrued but unpaid interest on all the subordinated convertible notes held by QIP and SFM Domestic Investments (copies of the notes were previously filed as Exhibits MM to PP to Schedule 13D Amendment No. 7 and are incorporated by reference in response to this Item 6) will convert into shares of Series B Preferred Stock of the new Delaware corporation at a rate of \$2.34 per share; and (iii) the terms of the Series A Preferred Stock will be amended to lower the conversion price from \$10.50 to \$2.34 per share. These conditions include shareholder approval of: the reincorporation, the issuance of at least 8,547,009 shares of Series B Preferred Stock to QIP and SFM Domestic Investments, and the amendment of the terms of the Series A Preferred Stock. All of such conditions were fulfilled by February 5, 2001. As a result, on February 5, 2001, the subordinated convertible notes held by QIP and SFM Domestic Investments were automatically converted into an aggregate of 8,889,414 shares of Series B Preferred Stock of the Issuer. Simultaneously, QIP and SFM Domestic Investments sold 21,638 shares of Series B Preferred Stock in a privately negotiated transaction at a price of \$2.34 per share. At the same time, the terms of the Series A Preferred Stock were amended to lower the conversion price and delete the provision which provides for adjustment to the conversion price if the Issuer issues Shares at a price below the then effective conversion price. With the issuance of the Series B Preferred Stock, QIP and SFM Domestic Investments hold in the aggregate 72.82% of the outstanding Shares (assuming the conversion of all the Series A Preferred Stock, Series B Preferred Stock and warrants to acquire the Shares held by such entities). In addition, as a result of their ownership of a majority of the shares of the Series A Preferred Stock and Series B Preferred Stock, QIP and SFM Domestic Investments have the right to elect two directors to the Board of Directors of the Issuer, each of which has seven votes on matters that come before the Board of Directors. Together these directors are entitled to cast 14 out of the aggregate 19 votes entitled to be cast on any matter before the Board of Directors. Therefore, QIP and SFM Domestic Investments may have the ability to propose or implement some or all of the events listed in Item 4(a)-(j) of Schedule 13D. In addition, pursuant to the Investment Agreement the Issuer is obligated to undertake a rights offering of \$20,000,000 of the Shares to all holders of common stock at a price per share of \$2.34. QIP and SFM Domestic Investments have agreed to purchase that portion of the Shares which are not purchased by Issuer's stockholders in the offering. The total dollar amount of Shares to be purchased by QIP and SFM Domestic

Investments at \$2.34 per share will be equal to the difference between \$20,000,000 and the amount purchased by Page 11 of 15 Pages Issuer's stockholders, but in no event will QIP and SFM Domestic Investments purchase more than \$10,000,000 in the aggregate. Depending on the number of Shares acquired pursuant to this Standby Commitment, QIP and SFM Domestic Investments would be the beneficial owners of between 49.5% and 78.0% of the outstanding Shares (assuming the conversion of all the Series A Preferred Stock, Series B Preferred Stock and warrants to acquire the Shares held by such entities). Pursuant to the Certificate of Incorporation of Issuer (a copy of which is incorporated by reference hereto as Exhibit RR and incorporated herein by reference in response to this Item 6), the holders of Series A Preferred Stock and Series B Preferred Stock are entitled to a dividend of 8% per annum ,upon the occurrence of certain events,and a preference on liquidation. The liquidation preference on the Series A Preferred Stock is equal to \$20 a share plus accrued but unpaid dividends and the liquidation preference on the Series B Preferred Stock is equal to \$2.34 per share plus accrued but unpaid dividends plus the amount that QIP and SFM Domestic Investments has invested in the Issuer pursuant to the Investment Agreement. The Series B Preferred Stock is convertible into the Shares on a one-for-one basis, subject to standard anti-dilution provisions. The foregoing description of the Investment Agreement and the Certificate of Incorporation do not purport to be complete and are qualified in their entirety by the terms of each such document which are incorporated herein by reference. Except as set forth herein, the Reporting Persons do not have any contracts, arrange-ments, understandings or relationships with respect to any securities of the Issuer. Item 7. Material to be Filed as Exhibits The Exhibit Index is incorporated herein by reference. Page 12 of 15 Pages SIGNATURES After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct. Date: February 12, 2001 QUANTUM INDUSTRIAL PARTNERS LDC By: /s/ Richard D. Holahan, Jr.
----- Richard D. Holahan, Jr. Attorney-in-Fact Date: February 12, 2001 QIH MANAGEMENT INVESTOR, L.P. By: QIH Management, Inc., its General Partner By: /s/ Richard D. Holahan, Jr.
----- Richard D. Holahan, Jr. Secretary Date: February 12, 2001 QIH MANAGEMENT, INC. By: /s/ Richard D. Holahan, Jr. ----- Richard D. Holahan, Jr. Secretary Date: February 12, 2001 SOROS FUND MANAGEMENT LLC By: /s/ Richard D. Holahan, Jr. ----- Richard D. Holahan, Jr. Assistant General Counsel Date: February 12, 2001 SFM DOMESTIC INVESTMENTS LLC By: /s/ Richard D. Holahan, Jr. ----- Richard D. Holahan, Jr. Attorney-in-Fact Date: February 12, 2001 GEORGE SOROS By: /s/ Richard D. Holahan, Jr. ----- Richard D. Holahan, Jr. Attorney-in-Fact Page 13 of 15 Pages EXHIBIT INDEX QQ. Joint Filing Agreement dated as of February 12, 2001 by, and among Quantum Industrial Partners LDC, QIH Management Investor, L.P., QIH Management, Inc., Soros Fund Management LLC, SFM Domestic Investments LLC, and Mr. George Soros.....14 RR. Certificate of Incorporation of Bluefly, Inc. filed with the Delaware Secretary of State on February 2, 2001/2 ----- 2 A form of which was filed as Exhibit C to the Investment Agreement dated as of November 13, 2000, by, and among Bluefly, Inc., Bluefly Merger Sub, Inc., Quantum Industrial Partners LDC and SFM Domestic Investments LLC which was filed as Exhibit 10.23 to Issuer's Form 10Q for the quarterly period ended September 30, 2000.