

CURAGEN CORP  
Form SC 13G/A  
November 04, 2009

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

**CuraGen Corporation**

(Name of Issuer)

**Common Shares, par value \$0.01 per share**

(Title of Class of Securities)

**23126R101**

(CUSIP Number)

**October 5, 2009**

(Date of Event which Requires Filing of this Statement)

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

- 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 disclosures provided in a prior cover page.

The information required on 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).



**CUSIP No. 23126R101**

1. Name of Reporting Person

**Bayer AG**

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

**Germany**

5. Sole Voting Power

**0**

6. Sole Voting Power

**0**

Number of shares  
beneficially owned  
by each reporting  
person with

7. Sole Dispositive Power

**0**

8. Shared Dispositive Power

**0**

9. Aggregate Amount Beneficially Owned by Each Reporting Person

**0**

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

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

**0%**

12. Type of Reporting Person (See Instructions)

**CO**

**STATEMENT ON SCHEDULE 13G**

**Item 1.**

- (a) Name of Issuer:  
CuraGen Corporation
- (b) Address of Issuer's Principal Executive Offices:  
322 East Main Street, Branford, Connecticut 06405

**Item 2.**

- (a) Name of Person Filing:  
Bayer AG
- (b) Address of Principal Business Office or, if none, Residence:  
D-52368 Leverkusen, Germany
- (c) Citizenship:  
Germany
- (d) Title of Class of Securities:  
Common Shares, par value \$0.01 per share
- (e) CUSIP Number:  
23126R101

**Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable

**Item 4. Ownership**

- (a) Amount Beneficially Owned: 0
- (b) Percent of Class: 0%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of: 0

(iv) Shared power to dispose or to direct the disposition of: 0

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: X

**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

**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 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.

**SIGNATURES**

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.

Dated: November 4, 2009

Bayer AG

By: /s/ ppa. Dr. Armin Buchmeier

Name: Dr. Armin Buchmeier

Title: Individual authorized signatory with full power of representation

By: /s/ ppa. Dr. Michael Hermann

Name: Dr. Michael Hermann

Title: Individual authorized signatory with full power of representation