

YPF SOCIEDAD ANONIMA  
Form SC TO-C  
May 22, 2008  
UNITED STATES

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE TO**

**Tender Offer Statement under Section 14(d)(1) or 13(e)(1)**

**of the Securities Exchange Act of 1934**

**YPF Sociedad Anónima**

*(Name of Subject Company (Issuer))*

**Petersen Energía Inversora, S.A.**

*(Names of Filing Person (Offeror))*

**CLASS A SHARES; CLASS B SHARES**

**CLASS C SHARES; CLASS D SHARES**

**par value 10 Pesos per share**

**and**

**AMERICAN DEPOSITARY SHARES, each representing one Class D Share**

*(Title of Class of Securities)*

**Class A Shares (P9897X107); Class B Shares (P9897X115)**

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Class C Shares (P9897X123); Class D Shares (P9897X131)

American Depositary Shares (984245100)

*(CUSIP Number of Class of Securities)*

**Mauro Dacomo**

**General Counsel**

**Petersen Energía Inversora, S.A.**

**Cerrito 740, 11° Piso**

**(C1010AAP) Buenos Aires, Argentina**

**(54) (11) 5555-0103**

*(Name, Address and Telephone Numbers of Person*

*Authorized to Receive Notices and Communications on Behalf of Filing Person)*

**Copy to:**

**Andrés de la Cruz, Esq.**

**Cleary Gottlieb Steen & Hamilton LLP**

**One Liberty Plaza**

**New York, New York 10006**

**(212) 225-2000**

**CALCULATION OF FILING FEE**

**Transaction Valuation**

**Amount of Filing Fee**

Not applicable

Not applicable

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- Check the box if any part of the fee is offset as provided by Rule 0-11 (a) (2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid:  
Form or Registration No.:

Filing Party:  
Date Filed:

- Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.  
 issuer tender offer subject to Rule 13e-4.  
 going-private transaction subject to Rule 13e-3.  
 amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

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**Item 1-11.**

Not applicable.

**Item 12. Exhibits.**

EX-99.1: Notice of Petersen Energía Inversora, S.A. issued in Buenos Aires, Argentina on May 21, 2008 and to be issued in New York, New York on May 22, 2008.

**Item 13. Information Required by Schedule 13E-3.**

Not applicable

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**EXHIBIT INDEX**

EX-99.1: Notice of Petersen Energía Inversora, S.A. issued in Buenos Aires, Argentina on May 21, 2008 and to be issued in New York, New York on May 22, 2008.

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