

BAYTEX ENERGY CORP.  
Form 6-K  
May 18, 2012

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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  
Under the Securities Exchange Act of 1934

For the month of May 2012  
Commission File Number: 1-32754

BAYTEX ENERGY CORP.  
(Exact name of registrant as specified in its charter)

2800, 520 – 3RD AVENUE S.W.  
CALGARY, ALBERTA, CANADA  
T2P 0R3  
(Address of principal executive office)

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 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 by furnishing the information contained in this Form, the registrant 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):

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This Report on Form 6-K of Baytex Energy Corp. (the "Company") includes as Exhibit 99.1 the Company's Material Change Report dated May 18, 2012. Exhibit 99.1 to this Report on Form 6-K shall be deemed to be filed and shall be incorporated by reference into the Company's Registration Statements on Form S-8 (333-163289 and 333-171568) and Form F-3 (333-171866) and the Registration Statement on Form F-10 and Form F-3 of the Company and Baytex

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Energy USA Ltd. (333-175796 and 333-175801).

The following document attached is an exhibit hereto and is incorporated by reference herein:

| Exhibit No. | Document   |
|-------------|--|
| 99.1        | Material Change Report of Baytex Energy Corp. dated May 18, 2012 |



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.

BAYTEX ENERGY CORP.

Dated: May 18, 2012

/s/ Murray J. Desrosiers  
Name: Murray J. Desrosiers  
Title: Vice President, General Counsel  
and Corporate Secretary