CELANESE CORP

FORM 8-K
(Current report filing)

Filed 04/18/13 for the Period Ending 04/18/13

Address	222 W. LAS COLINAS BLVD., SUITE 900N IRVING, TX, 75039-5421
Telephone	972-443-4000
CIK	0001306830
Symbol	CE
SIC Code	2820 - Plastic Material, Synthetic Resin/Rubber, Cellulos (No Glass)
Industry	Commodity Chemicals
Sector	Basic Materials
Fiscal Year	12/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **April 18, 2013**

CELANESE CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE	**001-32410**	**98-0420726**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

222 West Las Colinas Blvd. Suite 900N, Irving, TX 75039
(Address of Principal Executive Offices) (Zip Code)

Registrant’s telephone number, including area code: **(972) 443-4000**

(Former name or former address, if changed since last report):

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On April 18, 2013 , Celanese Corporation (the " Company ") issued a press release reporting the financial results for its first quarter 2013 . A copy of the press release is attached to this Current Report on Form 8-K (" Current Report ") as Exhibit 99.1 and is incorporated herein solely for purposes of this Item 2.02 disclosure.

Item 7.01 Regulation FD Disclosure

On April 19, 2013 , Mark C. Rohr, Chairman and Chief Executive Officer of the Company, and Steven M. Sterin, Senior Vice President and Chief Financial Officer of the Company, will make a presentation to investors and analysts via a webcast hosted by the Company at 10:00 a.m. ET (9:00 a.m. CT). The webcast, prepared remarks from Mark Rohr and Steven Sterin and a slide presentation may be accessed on our website at www.celanese.com under Investor Events & Presentations. A copy of the slide presentation and a copy of the prepared remarks posted for the webcast are attached to this Current Report as Exhibit 99.2 and Exhibit 99.3, respectively, and are incorporated herein solely for purposes of this Item 7.01 disclosure.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Number	Description
99.1	Press Release dated April 18, 2013*
99.2	Slide Presentation dated April 18, 2013*
99.3	Prepared Remarks from M. Rohr and S. Sterin dated April 18, 2013*

*In connection with the disclosure set forth in Item 2.02 and Item 7.01, the information in this Current Report, including the exhibits attached hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of such section. The information in this Current Report, including the exhibits, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing. This Current Report will not be deemed an admission as to the materiality of any information in this Current Report that is required to be disclosed solely by Regulation FD.

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 hereunto duly authorized.

CELANESE CORPORATION

By:	/s/ James R. Peacock III
Name:	James R. Peacock III
Title:	Vice President, Deputy General Counsel and Assistant Corporate Secretary

Date: April 18, 2013

INDEX TO EXHIBITS

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Exhibit 99.1

Celanese Corporation
222 West Las Colinas Blvd.
Suite 900N
Irving, Texas 75039

Celanese Corporation Reports First Quarter 2013 Results,

Continue to Expect Adjusted Earnings Growth of 12 to 14 Percent for 2013

First quarter 2013 financial highlights:

- GAAP operating profit of $184 million , up 66 percent over the prior year period
- GAAP earnings per share of $0.88 , down 27 percent from the prior year period due to GAAP taxes
- Adjusted earnings per share of $1.14 , up 44 percent over the prior year period
- Adjusted EBIT of $269 million , up 37 percent over the prior year period
- Adjusted EBIT margins of 16.8 percent , up 480 basis points over the prior year period
- Adjusted EBIT increased year-over-year in Consumer Specialties, Advanced Engineered Materials and Acetyl Intermediates segments
- Cash on hand increased to $978 million
- Net debt decreased to less than $2.1 billion
- Received quarterly dividend from China acetate ventures of $24 million

Dallas, April 18, 2013 : Celanese Corporation (NYSE: CE), a global technology and specialty materials company, today reported first quarter 2013 adjusted earnings per share of $1.14 versus $0.79 in the prior year quarter.

	Three Months Ended March 31, 2013	Three Months Ended March 31, 2012 As Adjusted
	(unaudited) (In $ millions, except per share data)	
Net sales	1,605	1,633
Operating profit (loss)	184	111
Net earnings (loss)	142	193
Adjusted EBIT [1]	269	196
Operating EBITDA [1]	345	268
Diluted EPS - continuing operations	$ 0.88	$ 1.21
Diluted EPS - total	$ 0.89	$ 1.21
Adjusted EPS [2]	$ 1.14	$ 0.79

[1] Non-U.S. GAAP measure. See Table 1 for reconciliation.

[2] Non-U.S. GAAP measure. See Table 3 for reconciliation.

"Celanese delivered a strong quarter. We expanded adjusted EBIT margins both sequentially and year-over-year by more than 400 basis points as we continued to deliver value added solutions to our customers and began to see the impact of the Celanese-specific actions we are implementing. Our combined efforts helped us grow adjusted earnings per share by 44 percent over the prior year period," said Mark Rohr, chairman and chief executive officer. "Celanese continued to deliver good cash flow results in the first quarter and further increased the cash on our balance sheet. While we are off to a good start, our global teams must remain focused and continue to deliver improved results throughout the year for us to achieve our growth objectives."

Recent Highlights

- Signed a Memorandum of Understanding ("MOU") with Pertamina, the state-owned energy company of the Republic of Indonesia, to begin the detailed project planning phase for the development of fuel ethanol projects in Indonesia. The MOU outlines the parties' intentions to establish a joint venture under which Celanese would have a majority share and would license its leading TCX ® Technology to the joint venture. Under the MOU, Celanese and Pertamina will select the first production location, initiate project permitting, and negotiate coal supply and other industrial partner agreements. Celanese and Pertamina expect to complete this phase of the MOU by the end of 2013.
- Received the JEC Innovation Award for the first thermoplastic composite tailplane for a helicopter. The new composite tailplane of the Agusta Westland AW 169 helicopter results in 15 percent weight reduction from conventional composites and contributes considerably to fuel savings and lower emissions.
- Introduced a new generation of Thermx ® PCT grades that deliver outstanding initial reflectance and reflectance stability under heat and light as required in light-emitting diode ("LED") lighting packages found in display backlight and general lighting.
- Elected Edward G. Galante to the company's board of directors. Galante is a former senior vice president, Exxon Mobil Corporation.
- Changed the company's accounting policy for its defined benefit pension plans and other postretirement benefit plans (collectively, "Plans"). Under the new accounting policy, referred to as mark-to-market accounting, the company will recognize actuarial gains and losses and changes in the fair value of the Plans' assets in operating results in the fourth quarter of each year rather than deferring and amortizing them into future years. This change was effective January 1, 2013 and all amounts reported here reflect this new basis of accounting.

First Quarter Business Segment Overview

Advanced Engineered Materials

Despite 9 percent lower year-over-year auto builds in Europe, Advanced Engineered Materials delivered $329 million of revenue, an all-time first quarter record, on continued success in global auto penetration and our innovation activities. The segment also increased first quarter adjusted EBIT by $8 million , or 11 percent over the prior year, and expanded adjusted EBIT margins to 23.7 percent on improved global product mix, mainly medical applications. Operating profit increased by $12 million over the prior year.

Consumer Specialties

Consumer Specialties increased first quarter adjusted EBIT by $50 million over the prior year period. $24 million of the increase in adjusted EBIT was due to a cash dividend from its China acetate ventures. Beginning this quarter, the company expects to receive quarterly dividends from these ventures rather than annual dividends. $26 million of the increase in adjusted EBIT was driven by continued strong demand in Acetate and lower energy costs related to the Spondon acetate facility that ceased production in the fourth quarter of 2012. Volumes increased 5 percent mainly due to an acetate production interruption in the first quarter of 2012 that did not recur in the first quarter of 2013. Operating profit increased by $38 million over the prior year.

Industrial Specialties

Adjusted EBIT in Industrial Specialties was $16 million in the first quarter compared with $22 million in the prior year as pricing decreased 4 percent on lower demand for photovoltaic applications in EVA (Ethylene Vinyl Acetate) and lower raw material costs, primarily ethylene, in Emulsions. First quarter volumes were 3 percent lower than the prior year primarily due to lower Emulsions demand in North America and Europe which was partially offset by stronger demand in Asia for VAE (Vinyl Acetate Ethylene) applications. Operating profit was $15 million in the first quarter compared with $20 million in the prior year.

Acetyl Intermediates

In the first quarter of 2013, global demand for acetyl products and their derivatives remained at low levels, resulting in 4 percent lower volumes and 1 percent lower pricing year-over-year. However, Acetyl Intermediates increased adjusted EBIT by $14 million , or 22 percent , and expanded adjusted EBIT margins to 9.8 percent on cost efficiencies and lower raw material costs. Operating profit increased by $13 million over the prior year.

Capital Structure

During the first three months of 2013, the company generated $147 million of operating cash flow in a seasonally challenging first quarter for working capital and ended the quarter with $978 million of cash on the balance sheet. Operating cash flow this quarter was $68 million lower than the prior year primarily due to the steepness of the global economic slowdown in early 2012 which resulted in temporarily lower working capital requirements in the first quarter of last year. Additionally, in the first quarter of last year the company received a one-time cash dividend from one of its Asian strategic affiliates. The company expects to have no required U.S. pension contributions in 2013 and has not changed its cash flow outlook for 2013.

As of March 31, 2013, the company's net debt was $2.093 billion , a $46 million decrease from December 31, 2012 and the second lowest quarterly level for the company since March 31, 2005.

While the company did not repurchase shares during the first quarter, it had a share repurchase authorization of $392 million as of March 31, 2013. The company will continue to repurchase shares to offset dilution from equity grants and when it believes the stock is valued attractively. Additionally, the company expects it will continue increasing its quarterly dividend payments.

Strategic Affiliates

Earnings from equity investments increased $3 million year-over-year to $54 million . Cash dividends received in the first quarter from equity investments was $47 million , $64 million lower than the prior year primarily due to a one-time cash dividend payment from one of the company's Asian strategic affiliates in the first quarter of 2012. During the first quarter of 2013, the company received its first quarterly dividend of $24 million from its China acetate ventures and now expects to receive quarterly dividends from these ventures rather than annual dividends that were paid in the second quarter of each year.

Taxes

The tax rate for adjusted earnings per share was 19 percent in the first quarter of 2013 and 17 percent in the first quarter of 2012. The effective tax rate for GAAP for the first quarter of 2013 was 35 percent compared to (61) percent in the first quarter of 2012. The effective income tax rate for GAAP for the first quarter of 2012 would have been 19 percent excluding the recognition of $142 million of foreign tax credit carryforwards. As compared to the first quarter of 2012, absent the effect of these events, the increase in the effective income tax rate for the first quarter of 2013 was primarily due to losses in jurisdictions without income tax benefit, increased earnings in high income tax jurisdictions and reassessment of the recoverability of deferred tax assets in certain jurisdictions. Net cash taxes paid were $14 million in the first quarter of 2013 compared with net cash taxes paid of $23 million in the first quarter of 2012.

Outlook

"We continue to expect adjusted earnings per share growth for 2013 will be consistent with our long-term growth objectives of 12 to 14 percent despite the higher 2012 earnings base after our pension accounting policy change and the challenging global economic environment that we anticipate to continue throughout 2013. Our global teams are diligently working on Celanese-specific initiatives as well as aligning our applications and technologies with our customer's priorities in order to deliver on our growth objectives," said Rohr.

The company's earnings presentation and prepared remarks related to the first quarter results will be posted on its website at www.celanese.com in the investor section after market close on April 18.

Contacts:

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Celanese Corporation is a global technology leader in the production of differentiated chemistry solutions and specialty materials used in most major industries and consumer applications. With sales almost equally divided between North America, Europe and Asia, the company uses the full breadth of its global chemistry, technology and business expertise to create value for customers and the corporation. Celanese partners with customers to solve their most critical needs while making a positive impact on its communities and the world. Based in Dallas, Texas, Celanese employs approximately 7,600 employees worldwide and had 2012 net sales of $6.4 billion. For more information about Celanese Corporation and its product offerings, visit www.celanese.com or our blog at www.celaneseblog.com

Change in accounting policy regarding pension and other postretirement benefits

Effective January 1, 2013, we elected to change our policy for recognizing actuarial gains and losses and the change in fair value of plan assets for our defined benefit pension plans and other postretirement benefit plans. We now immediately recognize the change in fair value of plan assets and net actuarial gains and losses annually in the fourth quarter of each fiscal year and whenever a plan is determined to qualify for a remeasurement during a fiscal year. The remaining components of our net periodic benefit cost are recorded on a quarterly basis.

In connection with the changes in accounting policy for pension and other postretirement benefits and to properly match the actual operational expenses each business segment is incurring, we changed our allocation of net periodic benefit cost. We now allocate only the service cost and amortization of prior service cost components of our pension and postretirement plans to each business segment on a ratable basis. All other components of net periodic benefit cost (interest cost, estimated return on assets and net actuarial gains and losses) are recorded to Other Activities as these components are considered financing activities managed at the corporate level. Financial information for prior periods has been retrospectively adjusted.

Forward-Looking Statements

This release may contain "forward-looking statements," which include information concerning the company's plans, objectives, goals, strategies, future revenues or performance, capital expenditures, financing needs and other information that is not historical information. All forward-looking statements are based upon current expectations and beliefs and various assumptions. There can be no assurance that the company will realize these expectations or that these beliefs will prove correct. There are a number of risks and uncertainties that could cause actual results to differ materially from the results expressed or implied in the forward-looking statements contained in this release. These risks and uncertainties include, among other things: changes in general economic, business, political and regulatory conditions in the countries or regions in which we operate; the length and depth of product and industry business cycles, particularly in the automotive, electrical, electronics and construction industries; changes in the price and availability of raw materials, particularly changes in the demand for, supply of, and market prices of ethylene, methanol, natural gas, wood pulp and fuel oil and the prices for electricity and other energy sources; the ability to pass increases in raw material prices on to customers or otherwise improve margins through price increases; the ability to maintain plant utilization rates and to implement planned capacity additions and expansions; the ability to improve productivity by implementing technological improvements to existing plants; increased price competition and the introduction of competing products by other companies; market acceptance of our technology; the ability to obtain governmental approvals and to construct facilities on terms and schedules acceptable to the company; changes in the degree of intellectual property and other legal protection afforded to our products or technology, or the theft of such intellectual property; compliance and other costs and potential disruption or interruption of production or operations due to accidents, cyber security incidents, terrorism or political unrest or other unforeseen events or delays in construction or operation of facilities, including as a result of geopolitical conditions, including the occurrence of acts of war or terrorist incidents or as a result of weather or natural disasters; potential liability for remedial actions and increased costs under existing or future environmental regulations, including those relating to climate change; potential liability resulting from pending or future litigation, or from changes in the laws, regulations or policies of governments or other governmental activities in the countries in which we operate; changes in currency exchange rates and interest rates; our level of indebtedness, which could diminish our ability to raise additional capital to fund operations or limit our ability to react to changes in the economy or the chemicals industry; and various other factors discussed from time to time in the company's filings with the Securities and Exchange Commission. Any forward-looking statement speaks only as of the date on which it is made, and the company undertakes no obligation to update any forward-looking statements to reflect events or circumstances after the date on which it is made or to reflect the occurrence of anticipated or unanticipated events or circumstances.

Reconciliation of Non-U.S. GAAP Measures to U.S. GAAP

This release reflects the following performance measures: adjusted EBIT, operating EBITDA, adjusted earnings per share and net debt as non-U.S. GAAP measures. These measurements are not recognized in accordance with U.S. GAAP and should not be viewed as an alternative to U.S. GAAP measures of performance. The most directly comparable financial measure presented in accordance with U.S. GAAP in our consolidated financial statements for adjusted EBIT and operating EBITDA is net earnings (loss); for adjusted earnings per share is earnings per common share-diluted; and for net debt is total debt.

Use of Non-U.S. GAAP Financial Information

- *Adjusted EBIT is defined by the company as net earnings (loss) less interest income plus loss (earnings) from discontinued operations, interest expense and taxes, and further adjusted for other charges and other adjustments. We believe that adjusted EBIT is more reflective of our operations as it provides transparency to investors and enhances period-to-period comparability of our operations and financial performance. Our management believes adjusted EBIT is an important measure of our operating performance because it allows management, investors and analysts to evaluate and assess our core operating results from period to period after removing the impact of unusual, non-operational or restructuring-related activities that affect comparability. Our management recognizes that adjusted EBIT has inherent limitations because of the excluded items. Adjusted EBIT is one of the measures management uses for its planning and budgeting process to monitor and evaluate financial and operating results and for the company's incentive compensation plan. We may provide guidance on adjusted EBIT and are unable to reconcile forecasted adjusted EBIT to a U.S. GAAP financial measure because a forecast of other charges and other adjustments is not practical. Adjusted EBIT by business segment may also be referred to by management as segment income. Adjusted EBIT margin is defined by the company as Adjusted EBIT divided by net sales.*
- *Operating EBITDA is defined by the company as net earnings (loss) less interest income plus loss (earnings) from discontinued operations, interest expense, taxes, and depreciation and amortization, and further adjusted for other charges and other adjustments. Operating EBITDA is equal to adjusted EBIT plus depreciation and amortization, and has the same uses and limitations as adjusted EBIT described above.*
- *Adjusted earnings per share is a measure used by management to measure performance. It is defined by the company as earnings (loss) from continuing operations, adjusted for other charges and other adjustments, and divided by the number of basic common shares, convertible preferred shares and dilutive restricted stock units and stock options calculated using the treasury method. We may provide guidance on an adjusted earnings per share basis and are unable to reconcile forecasted adjusted earnings per share to a U.S. GAAP financial measure without unreasonable effort because a forecast of other charges and other adjustments is not practical. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding various financial and business trends relating to our financial condition and results of operations, and that when U.S. GAAP information is viewed in conjunction with non-U.S. GAAP information, investors are provided with a more meaningful understanding of our ongoing operating performance. Note: The income tax rate used for adjusted earnings per share approximates the midpoint in a range of forecasted tax rates for the year. This range may include certain partial or full-year forecasted tax opportunities, where applicable, and specifically excludes changes in uncertain tax positions, discrete items and other material items adjusted out of our U.S. GAAP*

earnings for adjusted earnings per share purposes, and changes in management's assessments regarding the ability to realize deferred tax assets. We analyze this rate quarterly and adjust if there is a material change in the range of forecasted tax rates; an updated forecast would not necessarily result in a change to our tax rate used for adjusted earnings per share. The adjusted tax rate is an estimate and may differ from the tax rate used for U.S. GAAP reporting in any given reporting period. It is not practical to reconcile our prospective adjusted tax rate to the actual U.S. GAAP tax rate in any given future period.

- *Net debt is defined by the company as total debt less cash and cash equivalents. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding changes to the company's capital structure. Our management and credit analysts use net debt to evaluate the company's capital structure and assess credit quality.*

Results Unaudited

The results presented in this release, together with the adjustments made to present the results on a comparable basis, have not been audited and are based on internal financial data furnished to management. Quarterly results should not be taken as an indication of the results of operations to be reported for any subsequent period or for the full fiscal year.

Consolidated Statements of Operations - Unaudited

	Three Months Ended March 31,	
	2013	2012
		As Adjusted
	(In $ millions, except share and per share data)	
Net sales	1,605	1,633
Cost of sales	(1,272)	(1,359)
Gross profit	333	274
Selling, general and administrative expenses	(106)	(126)
Amortization of intangible assets	(11)	(13)
Research and development expenses	(26)	(25)
Other (charges) gains, net	(4)	—
Foreign exchange gain (loss), net	(1)	1
Gain (loss) on disposition of businesses and asset, net	(1)	—
Operating profit (loss)	184	111
Equity in net earnings (loss) of affiliates	54	51
Interest expense	(43)	(45)
Refinancing expense	—	—
Interest income	—	1
Dividend income - cost investments	24	—
Other income (expense), net	(1)	2
Earnings (loss) from continuing operations before tax	218	120
Income tax (provision) benefit	(77)	73
Earnings (loss) from continuing operations	141	193
Earnings (loss) from operation of discontinued operations	2	—
Gain (loss) on disposition of discontinued operations	—	—
Income tax (provision) benefit, discontinued operations	(1)	—
Earnings (loss) from discontinued operations	1	—
Net earnings (loss)	142	193
Net earnings (loss) attributable to noncontrolling interests	—	—
Net earnings (loss) attributable to Celanese Corporation	142	193
Cumulative preferred stock dividends	—	—
Net earnings (loss) available to common shareholders	142	193
Amounts attributable to Celanese Corporation		
Earnings (loss) per common share - basic		
Continuing operations	0.88	1.23
Discontinued operations	0.01	—
Net earnings (loss) - basic	0.89	1.23
Earnings (loss) per common share - diluted		
Continuing operations	0.88	1.21
Discontinued operations	0.01	—
Net earnings (loss) - diluted	0.89	1.21
Weighted average shares (in millions)		
Basic	159.7	156.5
Diluted	160.2	159.1

Consolidated Balance Sheets - Unaudited

	As of March 31, 2013	As of December 31, 2012
		As Adjusted
	(In $ millions)	
ASSETS		
Current assets		
Cash & cash equivalents	978	959
Trade receivables - third party and affiliates, net	916	827
Non-trade receivables, net	197	209
Inventories	758	711
Deferred income taxes	50	49
Marketable securities, at fair value	49	53
Other assets	38	31
Total current assets	2,986	2,839
Investments in affiliates	796	800
Property, plant and equipment, net	3,286	3,350
Deferred income taxes	603	606
Other assets	480	463
Goodwill	762	777
Intangible assets, net	155	165
Total assets	9,068	9,000
LIABILITIES AND EQUITY		
Current liabilities		
Short-term borrowings and current installments of long-term debt - third party and affiliates	112	168
Trade payables - third party and affiliates	659	649
Other liabilities	459	475
Deferred income taxes	25	25
Income taxes payable	96	38
Total current liabilities	1,351	1,355
Long-term debt	2,959	2,930
Deferred income taxes	44	50
Uncertain tax positions	180	181
Benefit obligations	1,576	1,602
Other liabilities	1,123	1,152
Commitments and contingencies		
Stockholders' equity		
Preferred stock	—	—
Common stock	—	—
Treasury stock, at cost	(905)	(905)
Additional paid-in capital	736	731
Retained earnings	2,123	1,993
Accumulated other comprehensive income (loss), net	(119)	(89)
Total Celanese Corporation stockholders' equity	1,835	1,730
Noncontrolling interests	—	—
Total equity	1,835	1,730
Total liabilities and equity	9,068	9,000

Table 1
Reconciliation of Consolidated Net Earnings (Loss) to Adjusted EBIT and Operating EBITDA - Non-U.S. GAAP Measures - Unaudited

	Three Months Ended March 31, 2013	Three Months Ended March 31, 2012 As Adjusted
	(In $ millions)	
Net earnings (loss)	142	193
(Earnings) loss from discontinued operations	(1)	—
Interest income	—	(1)
Interest expense	43	45
Refinancing expense	—	—
Income tax provision (benefit)	77	(73)
Other charges (gains), net [1]	4	—
Other adjustments [1]	4	32
Adjusted EBIT	269	196
Depreciation and amortization expense [2]	76	72
Operating EBITDA	345	268

	Three Months Ended March 31, 2013	Three Months Ended March 31, 2012
	(In $ millions)	
Advanced Engineered Materials	—	—
Consumer Specialties	—	—
Industrial Specialties	—	2
Acetyl Intermediates	—	—
Other Activities [3]	—	—
Accelerated depreciation and amortization expense	—	2
Depreciation and amortization expense [2]	76	72
Total depreciation and amortization expense	76	74

(1) See Table 8 for details.

(2) Excludes accelerated depreciation and amortization expense as detailed in the table above and included in Other adjustments above.

(3) Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.

Table 2

Segment Data and Reconciliation of Operating Profit (Loss) to Adjusted EBIT and Operating EBITDA - Non-U.S. GAAP Measures - Unaudited

	Three Months Ended March 31,			
	2013		2012 As Adjusted	
	(In $ millions, except percentages)			
Operating Profit (Loss) / Operating Margin [(1)]				
Advanced Engineered Materials	36	10.9%	24	7.6%
Consumer Specialties	78	26.4%	40	15.2%
Industrial Specialties	15	5.2%	20	6.5%
Acetyl Intermediates	75	9.3%	62	7.3%
Other Activities [(2)]	(20)		(35)	
Total	184	11.5%	111	6.8%
Equity Earnings, Cost - Dividend Income and Other Income (Expense)				
Advanced Engineered Materials	40		43	
Consumer Specialties	26		1	
Industrial Specialties	—		—	
Acetyl Intermediates	3		1	
Other Activities [(2)]	8		8	
Total	77		53	
Other Charges and Other Adjustments [(3)]				
Advanced Engineered Materials	2		3	
Consumer Specialties	4		17	
Industrial Specialties	1		2	
Acetyl Intermediates	1		2	
Other Activities [(2)]	—		8	
Total	8		32	
Adjusted EBIT / Adjusted EBIT Margin [(1)]				
Advanced Engineered Materials	78	23.7%	70	22.1%
Consumer Specialties	108	36.6%	58	22.0%
Industrial Specialties	16	5.6%	22	7.1%
Acetyl Intermediates	79	9.8%	65	7.6%
Other Activities [(2)]	(12)		(19)	
Total	269	16.8%	196	12.0%
Depreciation and Amortization Expense [(4)]				
Advanced Engineered Materials	29		27	
Consumer Specialties	10		9	
Industrial Specialties	12		13	
Acetyl Intermediates	21		20	
Other Activities [(2)]	4		3	
Total	76		72	
Operating EBITDA				
Advanced Engineered Materials	107		97	
Consumer Specialties	118		67	
Industrial Specialties	28		35	
Acetyl Intermediates	100		85	
Other Activities [(2)]	(8)		(16)	
Total	345		268	

(1) Defined as operating profit (loss) and adjusted EBIT, respectively, divided by net sales. See Table 4 for net sales.

(2) Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.

(3) See Table 8 for details.

(4) Excludes accelerated depreciation and amortization expense. See Table 1 for details.

Table 3
Adjusted Earnings (Loss) Per Share - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

	Three Months Ended March 31,			
	2013		2012 As Adjusted	
		per share		per share
	(In $ millions, except per share data)			
Earnings (loss) from continuing operations	141	0.88	193	1.21
Deduct: Income tax (provision) benefit	(77)		73	
Earnings (loss) from continuing operations before tax	218		120	
Other charges and other adjustments [1]	8		32	
Refinancing expense	—		—	
Adjusted earnings (loss) from continuing operations before tax	226		152	
Income tax (provision) benefit on adjusted earnings [2]	(43)		(26)	
Noncontrolling interests	—		—	
Adjusted earnings (loss) from continuing operations	183	1.14	126	0.79

	Diluted shares (in millions) [3]	
Weighted average shares outstanding	159.7	156.5
Dilutive stock options	0.2	1.9
Dilutive restricted stock units	0.3	0.7
Total diluted shares	160.2	159.1

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(1) See Table 8 for details.

(2) The adjusted effective tax rate is 19% and 17% for the three months ended March 31, 2013 and 2012 , respectively.

(3) Potentially dilutive shares are included in the adjusted earnings per share calculation when adjusted earnings are positive.

Table 4
Factors Affecting Segment Net Sales - Unaudited

	Three Months Ended March 31,	
	2013	2012
	(In $ millions)	
Net Sales		
Advanced Engineered Materials	329	317
Consumer Specialties	295	264
Industrial Specialties	288	309
Acetyl Intermediates	808	852
Other Activities [1]	—	—
Intersegment eliminations	(115)	(109)
Total	1,605	1,633

---

(1) Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.

Three Months Ended March 31, 2013 Compared to Three Months Ended March 31, 2012

	Volume	Price	Currency	Other	Total
	(In percentages)				
Advanced Engineered Materials	—	4	—	—	4
Consumer Specialties	5	7	—	—	12
Industrial Specialties	(3)	(4)	—	—	(7)
Acetyl Intermediates	(4)	(1)	—	—	(5)
Total Company	**(2)**	**—**	**—**	**—**	**(2)**

Table 5
Cash Flow Information - Unaudited

	Three Months Ended March 31,	
	2013	2012
		As Adjusted
	(In $ millions)	
Net cash provided by operating activities	147	215
Net cash (used in) investing activities [1]	(87)	(155)
Net cash (used in) financing activities	(35)	(21)
Exchange rate effects on cash and cash equivalents	(6)	6
Cash and cash equivalents at beginning of period	959	682
Cash and cash equivalents at end of period	978	727

____

[1] 2013 and 2012 include $3 million and $21 million , respectively, of capital expenditures related to the relocation of our Kelsterbach, Germany POM operations.

Table 6
Cash Dividends Received - Unaudited

	Three Months Ended March 31,	
	2013	2012
	(In $ millions)	
Dividends from equity investments	47	111
Dividends from cost investments	24	—
Total	71	111

Table 7
Net Debt - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

	As of March 31, 2013	As of December 31, 2012
	(In $ millions)	
Short-term borrowings and current installments of long-term debt - third party and affiliates	112	168
Long-term debt	2,959	2,930
Total debt	3,071	3,098
Less: Cash and cash equivalents	978	959
Net debt	2,093	2,139

Table 8
Other Charges and Other Adjustments - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

Other Charges (Gains), net:	**Three Months Ended March 31,**	
	2013	**2012**
	(In $ millions)	
Employee termination benefits	2	—
Kelsterbach plant relocation	2	—
Total	4	—

Other Adjustments: [1]	**Three Months Ended March 31,**		
	2013	**2012**	**Income Statement Classification**
	(In $ millions)		
Business optimization	—	5	SG&A
Kelsterbach plant relocation	—	3	Cost of sales
Plant closures	1	4	Cost of sales / SG&A
Acetate production interruption costs	—	10	Cost of sales
Other	3	10	Various
Total	4	32	
Total other charges and other adjustments	8	32	

(1) These items are included in net earnings but not included in Other charges (gains), net.

EX 99.2

Celanese

Celanese Q1 2013 Earnings

Thursday, April 18, 2013

Conference Call / Webcast

Friday, April 19, 2013 10:00 a.m. EDT

Mark Rohr, Chairman and Chief Executive Officer

Steven Sterin, Senior Vice President and Chief Financial Officer

CE LISTED NYSE

Change in accounting policy regarding pension and other postretirement benefits

Effective January 1, 2013, we elected to change our policy for recognizing actuarial gains and losses and the change in fair value of plan assets for our defined benefit pension plans and other postretirement benefit plans. We now immediately recognize the change in fair value of plan assets and net actuarial gains and losses annually in the fourth quarter of each fiscal year and whenever a plan is determined to qualify for a re-measurement during a fiscal year. The remaining components of our net periodic benefit cost are recorded on a quarterly basis.

In connection with the changes in accounting policy for pension and other postretirement benefits and to properly match the actual operational expenses each business segment is incurring, we changed our allocation of net periodic benefit cost. We now allocate only the service cost and amortization of prior service cost components of our pension and postretirement plans to each business segment on a ratable basis. All other components of net periodic benefit cost (interest cost, estimated return on assets and net actuarial gains and losses) are recorded to Other Activities as these components are considered financing activities managed at the corporate level. Financial information for prior periods has been retrospectively adjusted.

Forward-Looking Statements

This presentation, and public statements made in connection with this presentation, may contain "forward-looking statements," which include information concerning the company's plans, objectives, goals, strategies, future revenues or performance, capital expenditures, financing needs and other information that is not historical information. All forward-looking statements are based upon current expectations and beliefs and various assumptions. There can be no assurance that the company will realize these expectations or that these beliefs will prove correct.

There are a number of risks and uncertainties that could cause actual results to differ materially from the results expressed or implied in the forward-looking statements contained in this release. These risks and uncertainties include, among other things: changes in general economic, business, political and regulatory conditions in the countries or regions in which we operate; the length and depth of product and industry business cycles, particularly in the automotive, electrical, electronics and construction industries; changes in the price and availability of raw materials, particularly changes in the demand for, supply of, and market prices of ethylene, methanol, natural gas, wood pulp and fuel oil and the prices for electricity and other energy sources; the ability to pass increases in raw material prices on to customers or otherwise improve margins through price increases; the ability to maintain plant utilization rates and to implement planned capacity additions and expansions; the ability to improve productivity by implementing technological improvements to existing plants; increased price competition and the introduction of competing products by other companies; market acceptance of our technology; the ability to obtain governmental approvals and to construct facilities on terms and schedules acceptable to the company; changes in the degree of intellectual property and other legal protection afforded to our products or technology, or the theft of such intellectual property; compliance and other costs and potential disruption or interruption of production or operations due to accidents, cyber security incidents, terrorism or political unrest or other unforeseen events or delays in construction or operation of facilities, including as a result of geopolitical conditions, including the occurrence of acts of war or terrorist incidents or as a result of weather or natural disasters; potential liability for remedial actions and increased costs under existing or future environmental regulations, including those relating to climate change; potential liability resulting from pending or future litigation, or from changes in the laws, regulations or policies of governments or other governmental activities in the countries in which we operate; changes in currency exchange rates and interest rates; our level of indebtedness, which could diminish our ability to raise additional capital to fund operations or limit our ability to react to changes in the economy or the chemicals industry; and various other factors discussed from time to time in the company's filings with the Securities and Exchange Commission. Any forward-looking statement speaks only as of the date on which it is made, and the company undertakes no obligation to update any forward-looking statements to reflect events or circumstances after the date on which it is made or to reflect the occurrence of anticipated or unanticipated events or circumstances.

Results Unaudited

The results presented in this release, together with the adjustments made to present the results on a comparable basis, have not been audited and are based on internal financial data furnished to management. Quarterly results should not be taken as an indication of the results of operations to be reported for any subsequent period or for the full fiscal year.

Non-US GAAP Financial Information

Reconciliation of Non-U.S. GAAP Measures to U.S. GAAP

This presentation reflects the following performance measures: adjusted EBIT, operating EBITDA, adjusted earnings per share, net debt and adjusted free cash flow as non-U.S. GAAP measures. These measurements are not recognized in accordance with U.S. GAAP and should not be viewed as an alternative to U.S. GAAP measures of performance. The most directly comparable financial measure presented in accordance with U.S. GAAP in our consolidated financial statements for adjusted EBIT and operating EBITDA is net earnings (loss); for adjusted earnings per share is earnings per common share-diluted; for net debt is total debt; and for adjusted free cash flow is cash flow from operations.

Use of Non-U.S. GAAP Financial Information

- *Adjusted EBIT is defined by the company as net earnings (loss) less interest income plus loss (earnings) from discontinued operations, interest expense and taxes, and further adjusted for other charges and other adjustments. We believe that adjusted EBIT is more reflective of our operations as it provides transparency to investors and enhances period-to-period comparability of our operations and financial performance. Our management believes adjusted EBIT is an important measure of our operating performance because it allows management, investors and analysts to evaluate and assess our core operating results from period to period after removing the impact of unusual, non-operational or restructuring-related activities that affect comparability. Our management recognizes that adjusted EBIT has inherent limitations because of the excluded items. Adjusted EBIT is one of the measures management uses for its planning and budgeting process to monitor and evaluate financial and operating results and for the company's incentive compensation plan. We may provide guidance on adjusted EBIT and are unable to reconcile forecasted adjusted EBIT to a U.S. GAAP financial measure because a forecast of other charges and other adjustments is not practical. Adjusted EBIT by business segment may also be referred to by management as segment income. Adjusted EBIT margin is defined by the company as adjusted EBIT divided by net sales.*
- *Operating EBITDA is defined by the company as net earnings (loss) less interest income plus loss (earnings) from discontinued operations, interest expense, taxes, and depreciation and amortization, and further adjusted for other charges and other adjustments. Operating EBITDA is equal to adjusted EBIT plus depreciation and amortization, and has the same uses and limitations as adjusted EBIT described above.*
- *Adjusted earnings per share is a measure used by management to measure performance. It is defined by the company as earnings (loss) from continuing operations, adjusted for other charges and other adjustments, and divided by the number of basic common shares, convertible preferred shares and dilutive restricted stock units and stock options calculated using the treasury method. We may provide guidance on an adjusted earnings per share basis and are unable to reconcile forecasted adjusted earnings per share to a U.S. GAAP financial measure without unreasonable effort because a forecast of other charges and other adjustments is not practical. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding various financial and business trends relating to our financial condition and results of operations, and that when U.S. GAAP information is viewed in conjunction with non-U.S. GAAP information, investors are provided with a more meaningful understanding of our ongoing operating performance. Note: The income tax rate used for adjusted earnings per share approximates the midpoint in a range of forecasted tax rates for the year. This range may include certain partial or full-year forecasted tax opportunities, where applicable, and specifically excludes changes in uncertain tax positions, discrete items and other material items adjusted out of our U.S. GAAP earnings for adjusted earnings per share purposes, and changes in management's assessments regarding the ability to realize deferred tax assets. We analyze this rate quarterly and adjust if there is a material change in the range of forecasted tax rates; an updated forecast would not necessarily result in a change to our tax rate used for adjusted earnings per share. The adjusted tax rate is an estimate and may differ from the tax rate used for U.S. GAAP reporting in any given reporting period. It is not practical to reconcile our prospective adjusted tax rate to the actual U.S. GAAP tax rate in any given future period.*
- *Net debt is defined by the company as total debt less cash and cash equivalents. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding changes to the company's capital structure. Our management and credit analysts use net debt to evaluate the company's capital structure and assess credit quality.*
- *Adjusted free cash flow is defined by the company as cash flow from operations less other productive asset purchases, operating cash from discontinued operations and certain other charges and other adjustments. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding changes to the company's cash flow. Our management and credit analysts use adjusted free cash flow to evaluate the company's liquidity and assess credit quality. Although we use adjusted free cash flow as a financial measure to assess the performance of our business, the use of adjusted free cash flow has important limitations, including that adjusted free cash flow does not reflect the cash requirements necessary to service our indebtedness, lease obligations, unconditional purchase obligations or pension and postretirement funding obligations.*

Celanese

Mark Rohr
Chairman and Chief Executive Officer

Improved transparency and consistency

Celanese

- Adopted mark-to-market ("MTM") pension accounting*: Recognize gains and losses related to the plans'* investments and interest rate changes in the year they occur, rather than amortizing over future periods
- Expect quarterly dividends from our China acetate ventures rather than annual dividends

*Note: *For additional details and adjusted historical data pertaining to mark-to-market accounting, please refer to the company's current report on Form 8-K furnished to the SEC on April 2, 2013 available at www.celanese.com under the Investor Relations section. Plans refer to pension and other postretirement benefit ("OPEB") plans*

Long-term Strategic Activities

Celanese

Clear Lake methanol

- Completed design
- Began ordering long lead-time equipment
- Timeline consistent with being operational by mid-2015
- Confident in ability to secure environmental credits
- Finalizing structure and agreement with potential partner

Indonesia fuel ethanol

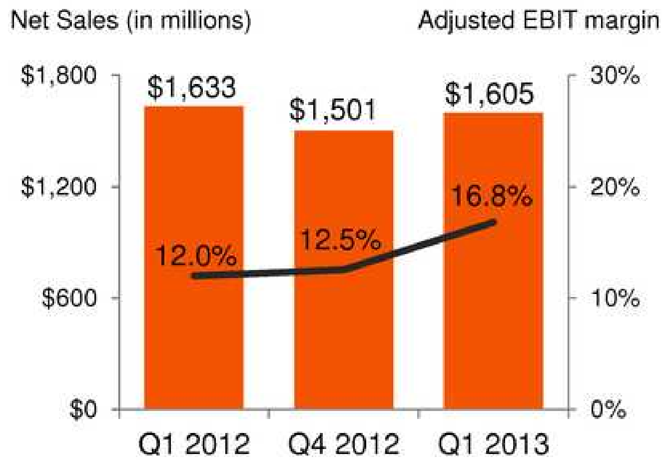
- Signed a Memorandum of Understanding (MOU) with Pertamina
- Intend to establish a JV with CE majority share
- CE would license its leading TCX® Technology to the venture
- Expect to complete this phase of MOU by end of 2013

Nanjing industrial ethanol

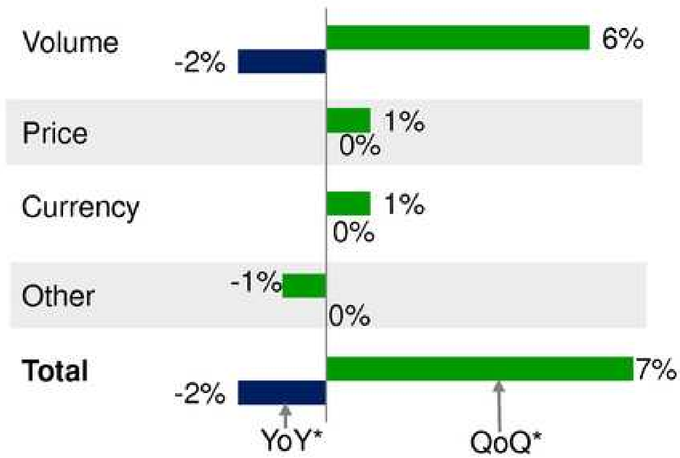
- Unit mechanically complete
- Actively working with customers to commercialize
- Commercial sales expected in third and fourth quarters of this year
- Expect to divert merchant acid volume resulting in elevated acid capacity utilization

Celanese Corporation Q1 2013 Highlights

Q1 Performance



Factors Affecting Net Sales Changes



Adjusted EPS

Q1 2012**	$0.79
Q4 2012**	$0.74
Q1 2013	$1.14

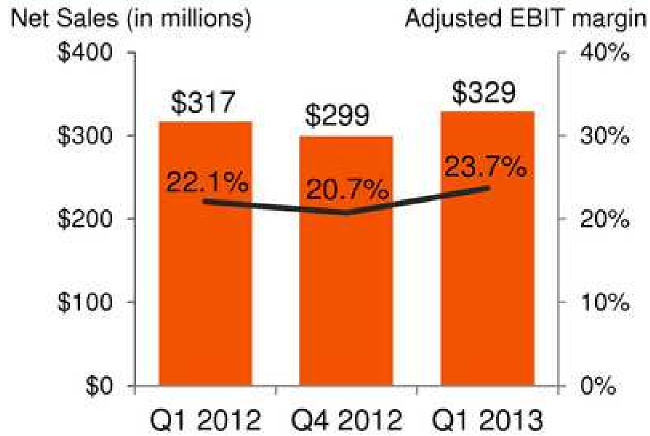
- 44% YoY* and 54% QoQ* growth of adjusted EPS including Acetate dividend of $24 million
- Adjusted EBIT margins of 16.8%
- Operating cash flow of $147 million and adjusted free cash flow of $64 million

Note: *QoQ represents Q1 2013 as compared to Q4 2012; YoY represents Q1 2013 compared to Q1 2012. **Adjusted to include MTM pension impact. For additional details and adjusted historical data, please refer to the company's current report on Form 8-K furnished to the SEC on April 2, 2013 available at www.celanese.com under the Investor Relations section.

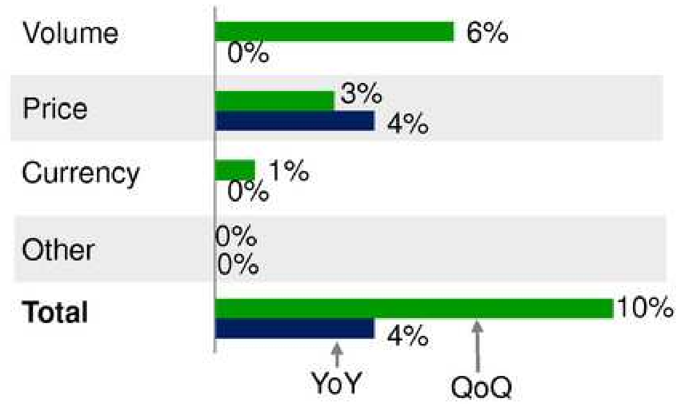
Advanced Engineered Materials

Celanese

Q1 Performance



Factors Affecting Net Sales Changes



QoQ adjusted EBIT highlights

- Increased auto applications more than offset ongoing weakness in European auto builds
- Favorable product mix, higher medical applications
- Raw materials slightly favorable
- Lower affiliate earnings due to lower MTBE pricing in Ibn Sina

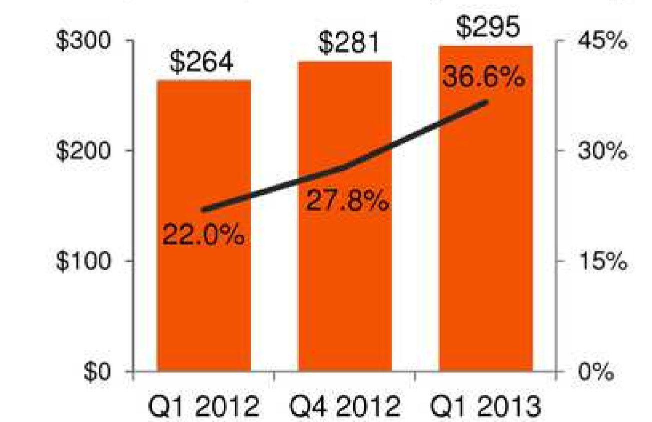
YoY adjusted EBIT highlights

- Increased auto applications more than offset ongoing weakness in European auto builds
- Improved product mix, higher medical applications

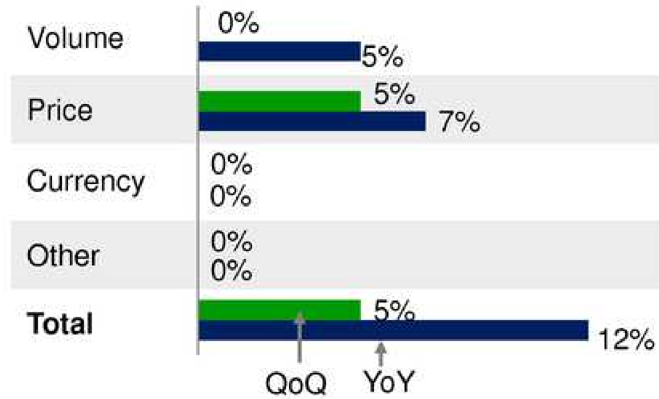
Celanese

Consumer Specialties

Q1 Performance



Factors Affecting Net Sales Changes



QoQ adjusted EBIT highlights

- $24 million in cash dividends from China acetate ventures
- Operational reliability and higher pricing more than offset higher raw material costs
- Ceased production at Spondon lowering energy and operating costs

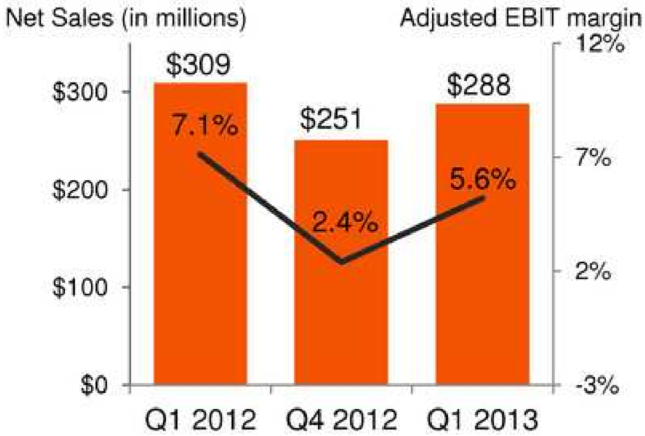
YoY adjusted EBIT highlights

- $24 million in cash dividends from China acetate ventures
- Continued strong demand in Acetate business
- Ceased production at Spondon lowering energy and operating costs
- Acetate production interruption in first quarter of 2012 did not occur in 2013

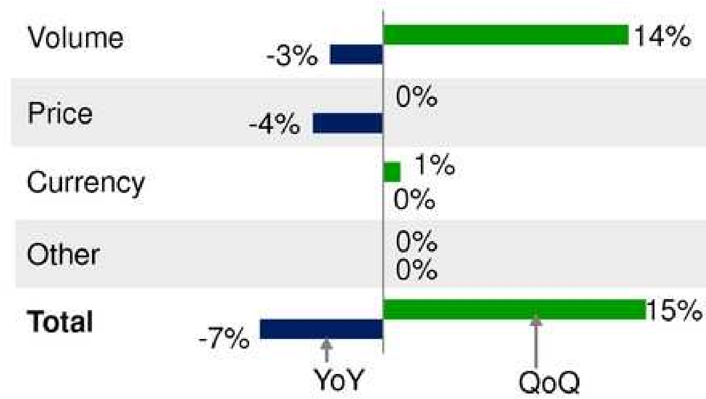
Industrial Specialties

Celanese

Q1 Performance



Factors Affecting Net Sales Changes



QoQ adjusted EBIT highlights

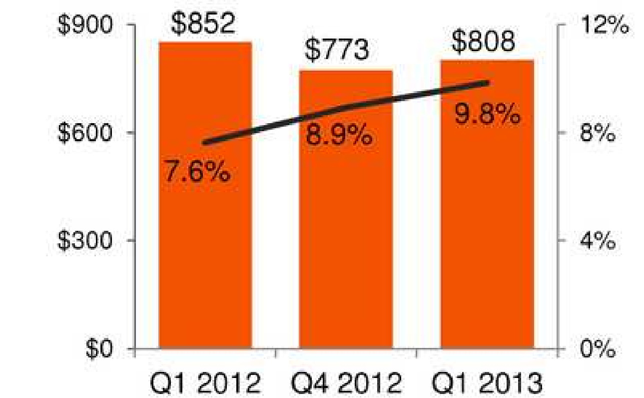
- Seasonal trends in Emulsions in Europe and North America
- Raw materials stable
- Continued poor photovoltaic demand for some EVA products

YoY adjusted EBIT highlights

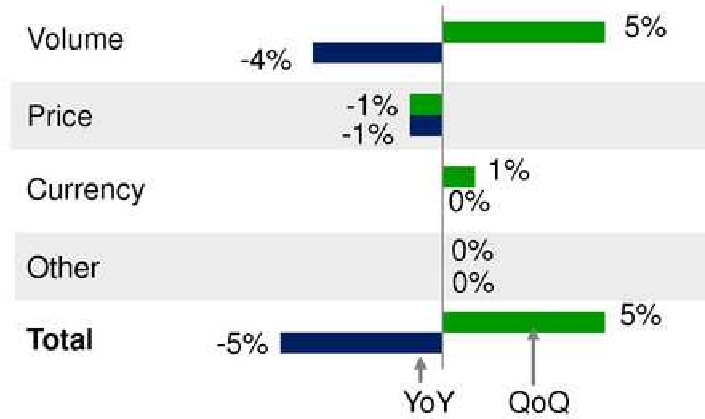
- Lower Emulsions demand in North America and Europe partially offset by stronger demand in Asia for VAE applications
- Lower demand for photovoltaic applications in EVA and lower raw materials, primarily ethylene, in Emulsions

Acetyl Intermediates

Q1 Performance



Factors Affecting Net Sales Changes



QoQ adjusted EBIT highlights

- Improved demand for acetic acid and downstream derivatives in North America and Asia outside of China
- Demand in China lower due to the timing of Chinese New Year

YoY adjusted EBIT highlights

- Global demand for acetyl products and downstream derivatives remained weak
- Expanded adjusted EBIT margins on cost efficiencies and lower raw material costs

Innovation success

Celanese

Automotive	Electronics
	

Automotive

- Polymer chemistry combined with material engineering capabilities
- Significant increase of CE applications in the redesign of GM's light duty truck platform

Electronics

- Initial application around the compact camera module on existing platform
- Expanded to a handful of applications on the new platform rolling out this summer
- Opportunity beyond smartphones in other electronic devices

These innovation initiatives allow CE to deliver growth

April: Outlook for 2013

Celanese

	Segment Income outlook	
Celanese	↑	• Continue to drive productivity programs
Advanced Engineered Materials	⇔	• Base business growth due to breath of portfolio, despite weakness in European auto build • Offset by timing of turnarounds at affiliates
Consumer Specialties	↑	• Ceased production at Spondon • Expansion at China acetate venture in Nantong
Industrial Specialties	⇔	• Increased adoption of VAE in paints in China • Continued weak demand in EVA photovoltaic application
Acetyl Intermediates	↑	• Current demand conditions to continue as global GDP remains soft • Nanjing industrial ethanol on-track and commercial sales expected in third and fourth quarter

Working to achieve 12-14% adjusted earnings growth in 2013

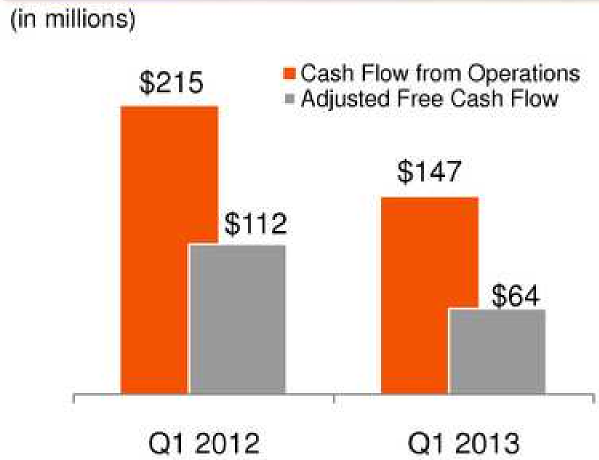
↑ Higher vs. 2012 ⇔ Flat vs. 2012

Celanese

Steven Sterin
Senior Vice President and Chief Financial Officer

Track record of strong cash flow generation

Adjusted Free Cash Flow



2013 Adjusted Free Cash Outflows

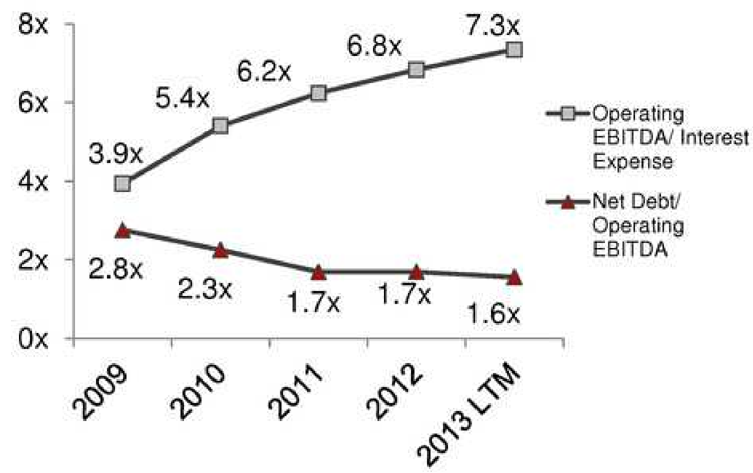
(off Operating EBITDA base) in millions	
Cash Taxes	\$175 - \$225
Capital Expenditures	\$375 - \$400
Reserve Spending	\$0 - \$50
Net Interest	\$180 - \$190
Pension/OPEB	\$75 - \$125
Change in TWC	\$50 - \$100

- Q1 2012:
  - Lower working capital requirements due to destocking in Europe and Asia
  - Operating cash flow included a nonrecurring special cash dividend from one of our Asian affiliates
- Q1 2013
  - Received a $24 million quarterly dividend from our China acetate ventures

Improved credit profile and continue to return cash to shareholders

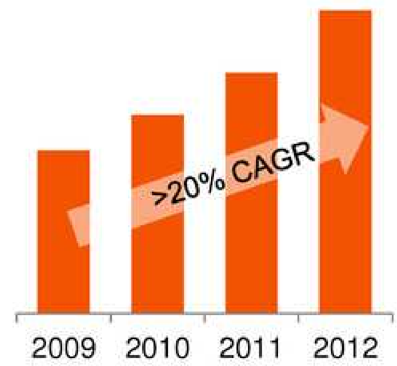
Celanese

Improved Credit Profile



- Reduced net debt to just below $2.1 billion as of March 31, 2013, second lowest quarterly level in eight years
- Improved net debt leverage and interest coverage ratios

Dividend Growth



- Steadily increased our dividend at >20% CAGR
- ~$400 million remaining share repurchase authorization

Tax rate discussion

Celanese

Effective US GAAP tax rate

Q1 2012	-61%
Q1 2013	35%

Adjusted EPS tax rate

Q1 2012	17%
Q1 2013	19%

- Q1 2012 tax benefit driven by recognition of $142 million of foreign tax credit
- Q1 2013 higher proportion of earnings in United States with high statutory rates
- Expect adjusted tax rate of 19% for 2013

Celanese

Appendix

Reconciliation of Consolidated Net Earnings (Loss) to Adjusted EBIT and Operating EBITDA - Non U.S. GAAP Measures - Unaudited

Celanese

	Three Months Ended					Year Ended December 31,		
	March 31, 2013	December 31, 2012	March 31, 2012	LTM [1] 2013	2012	2011	2010	2009
		As Adjusted (In $ millions)						
Net earnings (loss)	142	(169)	193	321	372	427	312	403
(Earnings) loss from discontinued operations	(1)	2	—	3	4	(1)	49	(4)
Interest income	—	(1)	(1)	(1)	(2)	(3)	(7)	(8)
Interest expense	43	51	45	183	185	221	204	207
Refinancing expense	—	3	—	3	3	3	16	—
Income tax provision (benefit)	77	(96)	(73)	95	(55)	41	72	(294)
Other charges (gains), net [2]	4	13	—	18	14	48	46	136
Other adjustments [2]	4	385	32	413	441	357	151	85
Adjusted EBIT	269	188	196	1,035	962	1,093	843	525
Depreciation and amortization expense [3]	76	79	72	304	300	287	258	290
Operating EBITDA	345	267	268	1,339	1,262	1,380	1,101	815
Operating EBITDA / Interest Expense				7.3	6.8	6.2	5.4	3.9

	Three Months Ended					Year Ended December 31,		
	March 31, 2013	December 31, 2012	March 31, 2012	LTM [1] 2013	2012	2011	2010	2009
				(In $ millions)				
Advanced Engineered Materials	—	—	—	—	—	3	4	1
Consumer Specialties	—	2	—	6	6	8	5	—
Industrial Specialties	—	—	2	—	2	—	—	5
Acetyl Intermediates	—	—	—	—	—	—	20	12
Other Activities [4]	—	—	—	—	—	—	—	—
Accelerated depreciation and amortization expense	—	2	2	6	8	11	29	18
Depreciation and amortization expense [3]	76	79	72	304	300	287	258	290
Total depreciation and amortization expense	76	81	74	310	308	298	287	308

[1] Last twelve months as of March 31, 2013.

[2] See Other charges and Other adjustments reconciliation for details.

[3] Excludes accelerated depreciation and amortization expense as detailed in the table above and included in Other adjustments above.

[4] Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.

Segment Data and Reconciliation of Operating Profit (Loss) to Adjusted EBIT and Operating EBITDA - Non-U.S. GAAP Measures - Unaudited

Celanese

	Three Months Ended					
	March 31, 2013		December 31, 2012		March 31, 2012	
			As Adjusted			
	(In $ millions)					
Net Sales						
Advanced Engineered Materials	329		299		317	
Consumer Specialties	295		281		264	
Industrial Specialties	288		251		309	
Acetyl Intermediates	808		773		852	
Other Activities [1]	—		—		—	
Intersegment eliminations	(115)		(103)		(109)	
Total	1,605		1,501		1,633	
Operating Profit (Loss) / Operating Margin [2]						
Advanced Engineered Materials	36	10.9%	4	1.3%	24	7.6%
Consumer Specialties	78	26.4%	62	22.1%	40	15.2%
Industrial Specialties	15	5.2%	6	2.4%	20	6.5%
Acetyl Intermediates	75	9.3%	66	8.5%	62	7.3%
Other Activities [1]	(20)		(428)		(35)	
Total	184	11.5%	(290)	-19.3%	111	6.8%
Equity Earnings, Cost - Dividend Income and Other Income (Expense)						
Advanced Engineered Materials	40		47		43	
Consumer Specialties	26		5		1	
Industrial Specialties	—		—		—	
Acetyl Intermediates	3		8		1	
Other Activities [1]	8		20		8	
Total	77		80		53	
Other Charges and Other Adjustments [3]						
Advanced Engineered Materials	2		11		3	
Consumer Specialties	4		11		17	
Industrial Specialties	1		—		2	
Acetyl Intermediates	1		(5)		2	
Other Activities [1]	—		381		8	
Total	8		398		32	
Adjusted EBIT / Adjusted EBIT Margin [2]						
Advanced Engineered Materials	78	23.7%	62	20.7%	70	22.1%
Consumer Specialties	108	36.6%	78	27.8%	58	22.0%
Industrial Specialties	16	5.6%	6	2.4%	22	7.1%
Acetyl Intermediates	79	9.8%	69	8.9%	65	7.6%
Other Activities [1]	(12)		(27)		(19)	
Total	269	16.8%	188	12.5%	196	12.0%
Depreciation and Amortization Expense [4]						
Advanced Engineered Materials	29		29		27	
Consumer Specialties	10		10		9	
Industrial Specialties	12		14		13	
Acetyl Intermediates	21		21		20	
Other Activities [1]	4		5		3	
Total	76		79		72	
Operating EBITDA						
Advanced Engineered Materials	107		91		97	
Consumer Specialties	118		88		67	
Industrial Specialties	28		20		35	
Acetyl Intermediates	100		90		85	
Other Activities [1]	(8)		(22)		(16)	
Total	345		267		268	

(1) Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.
(2) Defined as operating profit (loss) and adjusted EBIT, respectively, divided by net sales.
(3) See Other charges and Other adjustments reconciliation for details.
(4) Excludes accelerated depreciation and amortization expense included in Other charges and Other adjustments above.

Adjusted Earnings (Loss) Per Share - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

Celanese

	Three Months Ended						Year Ended	
	March 31, 2013		December 31, 2012		March 31, 2012		December 31, 2012	
			As Adjusted					
		per share		per share		per share		per share
	(In $ millions, except per share data)							
Earnings (loss) from continuing operations	141	0.88	(167)	(1.05)	193	1.21	376	2.35
Deduct: Income tax (provision) benefit	(77)		96		73		55	
Earnings (loss) from continuing operations before tax	218		(263)		120		321	
Other charges and other adjustments [(1)]	8		398		32		455	
Refinancing - related expenses	—		8		—		8	
Adjusted earnings (loss) from continuing operations before tax	226		143		152		784	
Income tax (provision) benefit on adjusted earnings [(2)]	(43)		(24)		(26)		(133)	
Noncontrolling interests	—		—		—		—	
Adjusted earnings (loss) from continuing operations	183	1.14	119	0.74	126	0.79	651	4.07
	Diluted shares (in millions) [(3)]							
Weighted average shares outstanding	159.7		159.5		156.5		158.3	
Dilutive stock options	0.2		0.2		1.9		0.9	
Dilutive restricted stock units	0.3		0.5		0.7		0.6	
Total diluted shares	160.2		160.2		159.1		159.8	

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(1) See Other charges and Other adjustments reconciliation for details.

(2) The adjusted effective tax rate is 19% for the three months ended March 31, 2013 and 17% for the three months ended March 31, 2012 and December 31, 2012 and for the year ended December 31, 2012.

(3) Potentially dilutive shares are included in the adjusted earnings per share calculation when adjusted earnings are positive.

Other Charges and Other Adjustments - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

Celanese

Other Charges (Gains), net:

	Three Months Ended March 31, 2013	Three Months Ended December 31, 2012	Three Months Ended March 31, 2012	LTM [1] 2013	Year Ended December 31, 2012	Year Ended December 31, 2011	Year Ended December 31, 2010	Year Ended December 31, 2009
	(In $ millions)							
Employee termination benefits	2	4	—	8	6	22	32	105
Kelsterbach plant relocation	2	2	—	9	7	47	26	16
Plumbing actions	—	(1)	—	(5)	(5)	(6)	(59)	(10)
Insurance recoveries	—	—	—	—	—	—	(18)	(6)
Asset impairments	—	8	—	8	8	1	74	14
Plant/office closures	—	—	—	—	—	—	4	17
Commercial disputes	—	—	—	(2)	(2)	(15)	(13)	—
Other	—	—	—	—	—	(1)	—	—
Total	4	13	—	18	14	48	46	136

Other Adjustments: [2]

	Three Months Ended March 31, 2013	Three Months Ended December 31, 2012 As Adjusted	Three Months Ended March 31, 2012	LTM [1] 2013	Year Ended December 31, 2012	Year Ended December 31, 2011 As Adjusted	Year Ended December 31, 2010	Year Ended December 31, 2009	Income Statement Classification
				(In $ millions)					
Business optimization	—	1	5	4	9	8	16	7	Cost of Sales / SG&A
Kelsterbach plant relocation	—	10	3	11	14	8	(13)	—	Cost of sales
Plant closures	1	5	4	18	21	18	17	25	Cost of sales / SG&A
Contract termination	—	—	—	—	—	—	22	—	Cost of sales
(Gain) on sale of PVOH business	—	—	—	—	—	—	—	(34)	(Gain) loss on disposition
(Gain) loss on disposition of assets	—	—	—	1	1	(1)	(10)	—	(Gain) loss on disposition
Write-off of other productive assets	—	—	—	—	—	(1)	18	—	Cost of sales
Commercial disputes	—	—	—	—	—	8	—	—	Cost of sales / SG&A
Acetate production interruption costs	—	—	10	—	10	—	—	—	Cost of sales
InfraServ Hoechst debt restructuring	—	(22)	—	(22)	(22)	—	—	—	Equity in net (earnings) loss of affiliates
Actuarial loss on pension and postretirement plans	—	389	—	389	389	306	84	104	Cost of sales / SG&A / R&D
Other	3	2	10	12	19	11	17	(17)	Various
Total	4	385	32	413	441	357	151	85	
Total other charges and other adjustments	8	398	32	431	455	405	197	221	

(1) Last twelve months as of March 31, 2013.

(2) These items are included in net earnings but not included in Other charges (gains), net.

Adjusted Free Cash Flow - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

Celanese

	Three Months Ended March 31,	
	2013	2012
	(In $ millions)	
Net cash provided by operating activities	147	215
Adjustments to operating cash for discontinued operations	(1)	—
Net cash provided by operating activities from continuing operations	146	215
Capital expenditures	(74)	(106)
Cash flow adjustments [1]	(8)	3
Adjusted free cash flow	64	112

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(1) Amounts primarily associated with Kelsterbach plant related cash expenses, and purchases of other productive assets that are classified as 'investing activities' for U.S. GAAP purposes.

Net Debt - Reconciliation of a Non-U.S. GAAP Measure - Unaudited

	LTM (1)	Year Ended December 31,			
	March 31, 2013	2012	2011	2010	2009
Short-term borrowings and current installments of long-term debt - third party and affiliates	112	168	144	228	242
Long-term debt	2,959	2,930	2,873	2,990	3,259
Total debt	3,071	3,098	3,017	3,218	3,501
Less: cash and cash equivalents	978	959	682	740	1,254
Net debt	2,093	2,139	2,335	2,478	2,247
Operating EBITDA	1,339	1,262	1,380	1,101	815
Net debt / Operating EBITDA	1.6	1.7	1.7	2.3	2.8

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(1) Last twelve months as of March 31, 2013.

Exhibit 99.3

Q1 2013 Earnings Prepared Comments

Jon Puckett, Celanese Corporation, Vice President, Investor Relations

Welcome to the Celanese Corporation first quarter 2013 financial results recording. The date of this recording is April 18, 2013 . Please note that no portion of this presentation may be rebroadcast or reproduced in any form without the prior written consent of Celanese.

My name is Jon Puckett. I am the Vice President of Investor Relations. Today you will be hearing from Mark Rohr, Chairman and Chief Executive Officer of Celanese, and Steven Sterin, Senior Vice President and Chief Financial Officer.

The Celanese Corporation first quarter 2013 earnings release was distributed via business wire this afternoon and posted on our website, www.celanese.com , in the Investor section. The slides referenced during this recording are also posted on our website. Both items were submitted to the SEC in a current report on Form 8-K. As a reminder, some of the matters discussed today and included in our presentations may include forward-looking statements concerning, for example, Celanese Corporation's future objectives and results. Please note the cautionary language contained in the posted slides. Also, some of the matters discussed and presented include references to non-GAAP financial measures. Explanations of these measures and reconciliations to the comparable GAAP measures are included in the posted slides and the press release, as applicable.

Mark Rohr will comment on some recent reporting changes, review our consolidated first quarter results including segments, provide our outlook for the remainder of 2013 and comment on some longer-term strategic actions. Steven will then comment on cash flow, net debt, shareholder returns and tax rate. I'd now like to turn the call over to Mark.

Mark Rohr, Celanese Corporation, Chairman of the Board of Directors and Chief Executive Officer

Thanks, Jon, and welcome to everyone listening in today.

Before we get into our results let me talk about a couple of changes we made this quarter that should increase the transparency and consistency in our quarterly results. First, as we announced a couple of weeks ago, we adopted mark-to-market accounting for pension plans. This accounting convention recognizes the gains and losses related to plan investments and interest rate changes in the year they occur, rather than amortizing them over future periods. This change should provide investors better insight into underlying business performance. During the first quarter, we received our first quarterly dividend from our Chinese Acetate Ventures and expect this cadence going forward rather than the annual dividends. This change better reflects the ongoing value this business represents and demonstrates the strategic nature of these ventures.

This quarter we also made good progress on some of our long-term strategic activities. First, with regards to our planned methanol unit in Clear Lake, Texas, we completed our design and began ordering long lead-time equipment. Final cost estimates are consistent with initial reports and the project timeline is consistent with our objective of being operational by mid-2015. The permitting process is progressing well and we are confident in our ability to secure the environmental credits needed for the unit. We are also in the process of finalizing the structure and agreement with our potential partner.

During the quarter we signed the Memorandum of Understanding with the Indonesian oil company, Pertamina. Under the MOU we intended to establish a joint venture with Celanese having a majority share. Celanese would also license our TCX ® Technology to the venture. The goal of the MOU is to select the first production location, initiate project permitting, and negotiate coal supply and other industrial partner agreements. We expect to complete this phase of the MOU by the end of this year.

I am also pleased to announce that the Nanjing ethanol unit is mechanically complete and our sales teams are actively working with our customers to commercialize industrial ethanol, and I want to thank our project and operations teams for the great progress they have made getting us to this point.

But, we still have a lot of work ahead of us to complete the unit commissioning and begin ramping up the production leading to commercial sales by the third and fourth quarters of this year. As this unit ramps up, we will divert merchant acetic acid to feed the ethanol unit and in the process elevate industry acid capacity utilization.

Now, let me cover our consolidated first quarter results and share highlights for each reporting segment.

For the quarter we reported adjusted earnings per share of $1.14, including the Acetate dividend of $24 million. This represents a 44 percent year-over-year growth and 54 percent sequential growth on consistent revenue of $1.6 billion.

Our [segment] income margin came in at 16.8 percent up both sequentially and year-over-year by more than 400 basis points. Margin expansion reflects good production and sales mix, variable pricing trends and strategic actions in Consumer Specialties, Advanced Engineered Materials and Acetyl Intermediates.

I am really, really pleased with these results and our team's ability to deliver strong performance in the face of softer end-market demand in legacy markets and economies across the globe.

On a GAAP basis, diluted EPS came in at $0.88 for the first quarter of 2013 compared to $1.21 in the prior year. Recall that the prior year GAAP number included some favorable tax items that are highlighted in the press release. Beyond tax, there were only minor differences between GAAP and non-GAAP - principally related to ceasing production at Spondon and the plant relocation in Germany.

We generated good cash flow again this quarter reporting operating cash flow of $147 million and adjusted free cash flow of $64 million as we continue to invest in growth projects like ethanol. This quarter's results positions us for another strong year of free cash flow and enables us to pursue our growth initiatives and balanced capital deployment strategy.

Now for the segments - Advanced Engineered Materials' first quarter segment income was $78 million, up 26 percent from $62 million in the fourth quarter. Segment margins were 23.7 percent, a 300 basis point increase sequentially. Increased auto end-market applications helped overcome the ongoing weakness in European auto builds, reported to be down 9 percent year-over-year. Product mix was also favorable this quarter driven by higher medical end-market applications. Raw materials, a slight sequential tailwind, were offset by lower affiliate earnings, primarily due to lower MTBE pricing in Ibn Sina. Our ability to drive earnings growth and margins in a challenging European market points to the growing diversity of our end-markets, the value we provide to our customers and the breadth of our applications technology.

In Consumer Specialties, first quarter segment income was $108 million, that's $30 million or 38 percent higher than the fourth quarter's $78 million. First quarter results also include $24 million in cash dividends as we began receiving quarterly dividends from our China acetate ventures. If you exclude the dividend, segment margins would have been 28 percent or 70 basis points higher than the last quarter. Margin improvement this quarter was supported by great plant operating reliability and higher pricing which combined to more than offset higher sequential raw material costs. Margins also benefited from our actions to rationalize our production footprint. We ceased production at the Spondon plant, which lowered energy and operating costs for the segment. However, we do maintain the ability to return this facility to operating status, if needed, in the future.

In Industrial Specialties, first quarter segment income of $16 million was up $10 million sequentially, and segment income margins increased to 5.6 percent, a 320 basis points improvement over the prior quarter. Volumes improved 14 percent sequentially on seasonal trends, mostly in Emulsions for the European and North American markets. Pricing was consistent from the fourth quarter to the first quarter in both

Emulsions and EVA as raw materials were relatively stable. On the downside, poor photovoltaic demand continues to impact segment sales of some EVA products.

In Acetyl Intermediates, first quarter segment income was $79 million, a 14 percent improvement over the fourth quarter. Segment margins increased to 9.8 percent, a 100 basis point sequential increase, driven by 5 percent higher volumes as demand for acetic acid and downstream derivative products improved quarter over quarter in North America and Asia outside of China. Demand in China was lower sequentially primarily due to the timing of Chinese New Year. System wide pricing declined about 1 percent while raw material costs were consistent from the fourth quarter to the first quarter.

Stepping back from the details I am very proud of our teams hard work and accomplishments this quarter. Without it we wouldn't have gotten off to such a strong start. To grow in this environment requires our sales and technology teams to identify chemistry and applications that align with customer needs while also creating value for Celanese. Then rapidly get those opportunities commercialized. Along those lines as the results show we are having some success and let me give you a few examples.

Our strength in polymer chemistry combined with our material engineering capability have resulted in a significant increase of Celanese applications on the highly anticipated redesign of GM's light duty truck platform. Giving us confidence in our ability to deliver growth in the auto segment despite challenging auto build numbers out of Europe. Our model in electronics follows a similar strategy combining the same expertise but at an entirely different pace. A pace needed to meet the short development cycles of this industry. For example, we are having really good success at one of the largest smartphone companies in the world. Our initial application was around the compact camera module on one of their existing platforms. Our success here has helped broadened our relationship and, as a result, we have expanded from one application on the current platform to a handful of applications on the new platform that will be rolling out this summer. Our expertise also provides us with opportunities to expand the relationship beyond the smartphone to other electronic devices in this technology company's portfolio. Successes like these are key to meeting our engineering materials growth expectations.

On another front we made our first commercial sale of Nutrinova's taste solution. This concept of selling a formulated taste profile, tailored for each application is a new business model for Celanese and the artificial sweetener industry. We're excited about this model and the opportunity it brings to our customers and to us.

Now let's turn to our outlook for the remainder of 2013. At a consolidated level, we expect continued economic uncertainty through the year. As a result our growth will be largely the result of Celanese-specific initiatives like productivity, our Acetate footprint rationalization, the expansion at our China acetate venture in Nantong and the start- up of ethanol production in Nanjing. As the earlier examples illustrate we also expect to drive growth by supporting our customer needs and developing unique applications that help them be successful. Over the last six months we have been spending much more time with our customers, myself included, and our initial success in working with them and our results this quarter give us confidence we can deliver on our objective of 12 to 14 percent adjusted earnings growth in 2013.

With that, I'll now turn it over to Steven. Steven?

Steven Sterin, Celanese Corporation, Senior Vice President and Chief Financial Officer

Thanks, Mark. Given some of the moving parts this quarter I'd like to highlight a couple of items. Starting with the first quarter of last year, our original adjusted EPS was reported as $0.72 a share. When you add the Q1 2012 pension accounting adjustment of $0.07, you get $0.79 a share. Also, keep in mind that this quarter we began receiving our China acetate dividends quarterly which contributed $0.12 to this quarters results. In the first quarter of 2013 we generated adjusted EPS of $1.14. Our innovation success in Advanced Engineered Materials along with our broad end-market footprint offset lower European auto builds and drove significant growth in AEM. Our footprint rationalization plans in Acetate delivered expanded margins in Consumer Specialties. Our productivity programs helped us increase margins in Acetyl Intermediates.

Now let me move into the details of cash flow, net debt, shareholder returns and our effective tax rate.

Our cash flow results were good for a first quarter as we generated $147 million of operating cash flow and $ 64 million of adjusted free cash flow. When you compare cash flow between Q1 last year and Q1 this year, there are a couple of items I would like to bring to your attention. Last year in Q1, we had a reduction in working capital which is unusual for the first quarter, but was due to destocking seen then in Europe and Asia. Typically, first quarter working capital needs are the highest of all the quarters, which is consistent with Q1 2013 results. This working capital timing difference is about $165 million year-over-year. Also, Q1 2012 operating cash flow included a nonrecurring special cash dividend from one of our Asian affiliates of approximately $70 million. During Q1 2013, we received a $24 million quarterly dividend from our China acetate ventures and expect we will receive quarterly dividends going forward. Our cash flow results this quarter put us on a pace to continue to deliver strong cash flows. We have provided our expected cash outflows for the year on slide 15.

Our solid cash flow results helped us increase the amount of cash we have our balance sheet and we ended the quarter with just under $1 billion of cash. We also reduced net debt to just below $2.1 billion as of March 31 which is the second lowest quarterly level in eight years. Our continued progress with net debt, net leverage ratios and interest coverage ratios makes us look more and more like an investment grade company than ever before, which is one of our objectives. We will continue to be opportunistic with regards to refinancing opportunities and debt reduction in the future to further improve our credit profile.

We also expect to continue to return cash to shareholders through increased dividends and share repurchases. Over the last several years we have steadily increased our dividend at a CAGR north of 20%. We also have just under $400 million remaining on our share repurchase authorization and we will continue to offset dilution and be opportunistic in repurchasing shares.

Let me spend a moment on taxes. The effective US GAAP tax rate for Q1 2013 was 35 percent for the quarter versus a benefit of 61 percent in the prior year quarter. The tax benefit in the first quarter of 2012 was primarily driven by the recognition of $142 million in benefits from foreign tax credits. The tax credits will be recognized as a benefit to our cash taxes over time. The tax rate for adjusted EPS in Q1 2013 was 19 percent, or 200 basis points higher than in 2012, mainly due to a higher proportion of our earnings being generated in the United States which has one of the highest statutory tax rates. We expect that our adjusted tax rate for 2013 will be consistent with the first quarter rate of around 19%.

This concludes our prepared remarks and we look forward to discussing our results with you on our earnings call tomorrow morning. Thank you.