

**CELANESE CORP**  
Reported by  
**JENSEN CHRISTOPHER W**

**FORM 4/A**  
(Amended Statement of Changes in Beneficial Ownership)

Filed 10/24/11 for the Period Ending 10/03/11

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

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Jensen Christopher W</b> <small>(Last) (First) (Middle)</small>  <b>C/O CELANESE CORPORATION, 1601 W. LBJ FREEWAY</b> <small>(Street)</small>  <b>DALLAS, TX 75234</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>Celanese CORP [ CE ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>SVP, Finance</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>10/3/2011</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>  <p align="center"><b>10/4/2011</b></p>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series A Common Stock	10/3/2011		F		6496 <small>(1)</small>	D	\$32.51	35557 <small>(2)</small>	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

- (1) The reporting person had shares withheld for the payment of taxes on the vesting of restricted stock units granted on April 23, 2008 and settlement of related dividend equivalent rights. Due to an administrative calculation error, the number of shares reported pursuant to this transaction in the reporting person's original Form 4, as amended by a first amendment to Form 4 filed on October 5, 2011, was incorrect. This amendment reflects the correct number of shares withheld for such taxes.
- (2) A Form 4 filed for the reporting person on each of October 5, 2011, October 12, 2011 and October 17, 2011, prior to the determination of the administrative calculation error noted in footnote (1) above, consequently also overstated the reporting person's total beneficial ownership by 1,750 shares. As of the date of the filing of this report, the reporting person's direct beneficial ownership totaled 45,900 shares.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Jensen Christopher W C/O CELANESE CORPORATION 1601 W. LBJ FREEWAY DALLAS, TX 75234</b>			<b>SVP, Finance</b>	

**Signatures**

/s/ James R. Peacock III, Attorney-in-Fact for Christopher W. Jensen

10/24/2011

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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