

CELANESE CORP

Reported by MUKHERJEE ANJAN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/30/07 for the Period Ending 04/26/07

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



[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

| 1. Name and Address of Reporting Person * | | | | 2. I | 2. Issuer Name and Ticker or Trading Symbol | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|-------------------------------------------|-----------|--------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|----------------------------------------------------|----------------------------------------------------------------------------------------------------|--------------------------|-----------------------------------------------------------------------------|---------------------|-------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------------------------|--------------|
| MUKHERJI | EE ANJA | N | | Ce | lan | ese COl | RP [(| CE] | | | | oncable) | | | |
| (Last) | (First) | st) (Middle) | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | X _ Director Officer (given | ve title below | | 0% Owner ther (specify | below) |
| C/O CELAN | | | | | | | 4/2 | 6/2007 | , | | | | · | (op) | , |
| CORPORAT FREEWAY | TION, 16 | 01 W. L. | BJ | | | | | | | | | | | | |
| | (Stre | et) | | 4. I | f An | nendment, | Date C | Original 1 | Filed (MM/I | DD/YYYY) | 6. Individual of | or Joint/G | roup Filing | Check Appl | icable Line) |
| DALLAS, T | | te) (Zip | , | | | | | | | | X Form filed by | oy One Repo More than O | rting Person One Reporting P | erson | |
| (C) | ity) (Sta | | | lon-Der | ivati | ve Securi | ities Ac | quired, | Disposed | of, or Ben | eficially Own | ed | | | |
| 1. Title of Security (Instr. 3) | | | tet 2A. Deemed Execution Date, if any 3. Trans. Code (Instr. 8) 4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5) Code V Amount (A) or (D) | | D) Fo (Ir | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) Instr. 3 and 4) | | | Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | | |
| | Tabl | le II - Deri | vative Sec | urities E | Bene | ficially O | wned (| <i>e.g.</i> , pu | ts, calls, v | varrants, o | options, conve | rtible sec | urities) | | |
| Security Conversion Date Ex | | Execution | | | Derivative | | 6. Date Ex Expiration | Processive and Date 7. Title and A Securities Un Derivative S (Instr. 3 and | | Inderlying Security | | 9. Number of derivative Securities Beneficially Owned Following | Ownership Form of Derivative Security: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | V | (A) | (D) | Date Exercisab | Expiration Date | Title | Amount or Number of Shares | | Reported Transaction(s) (Instr. 4) | or Indirect (I) (Instr. 4) | _ |
| Restricted Stock Unit | (1) | 4/26/2007 | _ | A | | 2607 | | <u>(2)</u> | <u>(2)</u> | Series A Common Stock | | \$0 | 2607 | D | |

Explanation of Responses:

- (1) Restricted stock units (RSUs) convert to shares of Common Stock on a one-for-one basis.
- (2) The restricted stock units vest in full on the one-year anniversary of the date of grant.

Remarks:

Exhibit List -- Exhibit 24 -- Power of Attorney

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|----------------------------------------------------------------------------------------|---------------|-----------|---|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | 1 | Other | | | |
| MUKHERJEE ANJAN C/O CELANESE CORPORATION 1601 W. LBJ FREEWAY DALLAS, TX 75234 | X | | | | | | |

Signatures

/s/ Suzanne L. Kersten, Attorney-In-Fact for Anjan Mukherjee

**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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.