

# CELANESE CORP Reported by BEACH LIN SANDRA

### FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 03/18/08 for the Period Ending 03/14/08

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. 1                            | 2. Issuer Name <b>and</b> Ticker or Trading Symbol                   |                              |                                |       |   |      |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |                                     |   |   |  |  |
|--|---|--------------|--|---------------------------------|--|------------------------------|--------------------------------|-------|---|------|--|---|---|-------------------------------------|---|---|--|--|
| Beach Lin Sandra                               |   |              |  |                                 | Celanese CORP [ CE ]   |                              |                                |       |   |      |  |   |   | Director                            |   | 10  | % Owner  |  |
| (Last  | ) (First  | st) (M       | liddle)                                | 3. ]                            | 3. Date of Earliest Transaction (MM/DD/YYYY)                         |                              |                                |       |   |      |  | X _ Officer (g  |   | ow)                                 | Other (speci                                      | fy below)   |  |  |
| C/O CELANESE                                   |   |              |  |                                 | 3/14/2008  |                              |                                |       |   |      |  |   | E   | VP and Pre                          | sident, Ti  | icona   |  |  |
| CORPORA<br>FREEWAY                             |   | 601 W. L     | ЪJ                                     |                                 |  |                              |                                |       |   |      |  |   |   |                                     |   |   |  |  |
| (Street)                                       |   |              |  | 4. ]                            | 4. If Amendment, Date Original Filed (MM/DD/YYYY)                    |                              |                                |       |   |      | 6.   | 6. Individual or Joint/Group Filing (Check Applicable Line)             |   |                                     |   |   |  |  |
| DALLAS, T                                      |   | tate) (Zi    | ip)                                    |                                 |  |                              |                                |       |   |      |  |   | _ 2   | X _ Form filed b<br>_ Form filed by |   | rting Person<br>One Reporting P                                   | erson  |  |
|  |   |              |  | - Non-Dei                       | riva   | tive Secu                    | uritie                         | es Ac | quire   | d, D | isposed  | of, or Bo   | enefi   | cially Owne                         | ed  |   |  |  |
| 1.Title of Security (Instr. 3)  2. Trans. I    |   |              | . Trans. Date                          |                                 |  | 3. Trans. Code<br>(Instr. 8) |                                |       | 4. Securities Acq<br>or Disposed of (I<br>(Instr. 3, 4 and 5) |      | Pollowir (Instr. 3   |   | mount of Securities Beneficially Owned<br>owing Reported Transaction(s)<br>tr. 3 and 4) |                                     |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |   |              |  |                                 |  |                              | Co                             | ode   | V   | Amoi |  |   |   |                                     |   |   | 4)   |  |
|  | Tal   | ole II - Der | ivative S                              | ecurities 1                     | Ben  | eficially                    | Owr                            | 1ed ( | e.g. ,  | puts | s, calls, v  | varrants  | s, opt  | tions, conve                        | rtible sec  | urities)  |  |  |
| 1. Title of Derivate<br>Security<br>(Instr. 3) | Conversion<br>or Exercise<br>Price of<br>Derivative | Date         | 3A. Deeme<br>Execution<br>Date, if any | 4. Trans.<br>Code<br>(Instr. 8) | 5. Number<br>Derivative<br>Acquired (.<br>Disposed o<br>(Instr. 3, 4 |                              | Securities<br>(A) or<br>of (D) |       | 6. Date Exercisable and<br>Expiration Date                    |      | 7. Title and A<br>Securities Un-<br>Derivative Se<br>(Instr. 3 and 4 |   | rlying<br>rity  | Derivative<br>Security              | derivative<br>Securities<br>Beneficially<br>Owned | Security:   | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  | Security  |              |  | Code                            | V  | (A)                          |                                | (D)   | Date<br>Exercis   |      | Expiration<br>Date   | Title   | ]   | Amount or<br>Number of<br>Shares    |   | Following<br>Reported<br>Transaction(s)<br>(Instr. 4)             | Direct (D)<br>or Indirect<br>(I) (Instr.<br>4)                     |  |
| Phantom Stock                                  | <u>(1)</u>  | 3/14/2008    |  | A                               |  | 11311.60                     | 6                              |       | <u>(2</u>   | 2)   | <u>(2)</u>   | Series<br>Comm<br>Stock   | on  | 11311.66                            | \$37.82   | 11311.66  | D  |  |

#### **Explanation of Responses:**

- (1) Each share of Phantom Stock represents the right to receive the cash value of one share of Series A Common Stock.
- (2) The Phantom Stock represents deferred compensation under the Company's 2008 Deferred Compensation Plan. The shares of Phantom Stock become payable in cash following the termination of the reporting person's employment with the Company.

#### **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                           |       |  |  |  |  |
|---|---------------|-----------|---------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address  | Director      | 10% Owner | Officer                   | Other |  |  |  |  |
| Beach Lin Sandra<br>C/O CELANESE CORPORATION<br>1601 W. LBJ FREEWAY<br>DALLAS, TX 75234 |               |           | EVP and President, Ticona |       |  |  |  |  |

#### **Signatures**

| Robert L. Villasenor, Attorney-in-Fact for Sandra Beach Lin | 3/18/2008 |
|---|-----------|
| **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

