

CELANESE CORP

Reported by HAIN J TRAVIS

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/20/05 for the Period Ending 12/20/05

Address 222 W. LAS COLINAS BLVD., SUITE 900N

IRVING, TX, 75039-5421

Telephone 972-443-4000

CIK 0001306830

Symbol CE

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

Name and Address of Reporting Person *					2.]	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
HAIN J TRAVIS						Celanese CORP [CE]								D	,	V 1	00/ 0	
(Last) (First) (Middle)				3. 1	3. Date of Earliest Transaction (MM/DD/YYYY)							Director X 10% Owner Officer (give title below) Other (specify below)						
100 NORTH TRYON STREET						12/20/2005												
	(Stre	et)			4.]	f An	nendme	nt, Date O	rigin	al File	d (MM/D	D/YYY	YY)	6. Individual o	r Joint/G	roup Filing (Check Appl	icable Line)
CHARLOTTE, NC 28255 (City) (State) (Zip)												X Form filed by One Reporting Person Form filed by More than One Reporting Person						
			Table	I - No	n-Der	ivati	ive Secu	ırities Acc	quire	ed, Dis	sposed o	f, or	Ben	eficially Owne	d			
1.Title of Security (Instr. 3)			2. Tran				3. Trans. Code (Instr. 8)		4. Securities Acqu or Disposed of (D) (Instr. 3, 4 and 5)) `	Fo	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	V	Amou	. /	Pri	ce				4)	
Series A Common Stock 12/20/2				2005	05		s		425295	D	\$18	8	6592300 (1)(2)		I	see footnote		
	Tabl	e II - Der	ivative	Secui	ities l	Bene	ficially	Owned (e.g. ,	puts,	calls, w	arran	ıts, c	options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	or Exercise Price of Derivative	3. Trans. Date	Execution	A. Deemed (Instr. 8) A. Trans. (Instr. 8) Code		Code	e 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)					7. Title and A Securities Un Derivative S (Instr. 3 and		Underlying Security	erlying Derivative urity Security		Ownership Form of Derivative Security:	Beneficial
	Security					V	(A)	(D)	Date Exerc	cisable	Expiration Date			ount or Number of es		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

Explanation of Responses:

- (1) Pursuant to that Third Amended and Restated Shareholders' Agreement, dated as of 10/31/05, as amended by Amendment #1, by and among Celanese Corporation, Blackstone Capital Partners (Cayman) Ltd. 1 ("BCP 1"), Blackstone Capital Partners (Cayman) Ltd. 2 ("BCP 2") and Blackstone Capital Partners (Cayman) Ltd. 3 ("BCP 3" and, together with BCP 1 and BCP 2, the "Blackstone Entities") and BA Capital Investors Sidecar Fund, L.P. ("BACI"), BACI has granted BCP 1 (or one or more of its affiliates) a proxy (the "Proxy") to vote the shares of Series A Common Stock held by BACI with respect to all matters to be acted upon by the stockholders of Celanese Corporation at any time during the term of such Shareholders Agreement or until such time as the Blackstone entities and BACI together own less than 50% of the outstanding shares of Series A Common Stock or the Proxy is otherwise terminated.
- (2) BACI and the Blackstone entities and certain of their affiliates may be considered to have acted or to be acting in concert with respect to the common stock and, consequently, BACI and the Blackstone Entities and certain of their affiliates may be deemed to constitute a "group" for purposes of Section 13(D) of the Exchange Act. BACI disclaims membership in any such "group" with the Blackstone Entities and certain of their affiliates. BACI disclaims beneficial ownership of any shares held by the Blackstone Entites.
- (3) BA Capital Investors Sidecar Fund, L.P. ("BACI") owns the securities reported as beneficially owned on this Form 4. As a director of BACM I Sidecar GP Limited, the General Partner of BA Capital Management Sidecar, L.P., which is the General Partner of BACI, Mr. Hain controls BACI. Mr. Hain disclaims beneficial ownership of the reported shares except to the extent of his pecuniary interest therein.

Reporting Owners

Paparting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
HAIN J TRAVIS							
100 NORTH TRYON STREET		X					
CHARLOTTE, NC 28255							

Signatures

/s/ J. Travis Hain 12/20/2005

** 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.