

Celanese CORP
Form 3
April 26, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|--|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â SHAW CURTIS S | | (Month/Day/Year) | Celanese CORP [CE] | |
| (Last) | (First) | (Middle) | 04/18/2005 | |
| C/O CELANESE CORPORATION,Â 1601 W. LBJ FREEWAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| DALLAS,Â TXÂ 75234 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | See attached Exhibit 99.1. | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Series A Common Stock | 27,100 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|-----------------------|----------------------------|----------|---------------------------------------|---|
| Non-Qualified Stock Option (Right to Buy) | Â (1) | 04/18/2015 | Series A Common Stock | 74,000 | \$ 15.16 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (2) | 04/18/2015 | Series A Common Stock | 111,000 | \$ 15.16 | D | Â |
| Stock Option (Right to Buy) | Â (3) | 04/21/2005 | Series A Common Stock | 9,375 | \$ 16 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SHAW CURTIS S C/O CELANESE CORPORATION 1601 W. LBJ FREEWAY DALLAS, TX 75234 | Â | Â | Â See attached Exhibit 99.1. | Â |

Signatures

Mai-Anh Nguyen, on behalf of Curtis S. Shaw 04/26/2005

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Granted pursuant to the Company's 2004 Stock Incentive Plan. The option shares will vest, subject to continued employment, with respect to 20% on each of December 31, 2005, December 31, 2006, December 31, 2007, December 31, 2008, and December 31, 2009.
- (2) Granted pursuant to the Company's 2004 Stock Incentive Plan. The option shares will vest, subject to continued employment and achievement of certain performance targets, with respect to 30% of the option shares on December 31, 2005, with respect to 30% of the option shares on December 31, 2006, with respect to 15% of the option shares on December 31, 2007, and with respect to 25% of the option shares on December 31, 2008.
- (3) Upon his employment with the Company, Mr. Shaw received a right to purchase shares of Series A common stock at a purchase price of \$16, which right expired when Mr. Shaw accepted the right to purchase shares offered at \$7.20 per share, but did not exercise the right to purchase shares offered at \$16 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.