

Wolf Jacquelyn H
Form 4
February 17, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN 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 *
Wolf Jacquelyn H

(Last) (First) (Middle)
1601 W. LBJ FREEWAY
(Street)

DALLAS, TX 75234

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Celanese CORP [CE]

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer (give title below) ___ Other (specify below)

SVP, Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)

__X__ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 or Price		
Series A Common Stock	02/15/2012		M		5,000 A \$ 32.54	27,977	D
Series A Common Stock	02/15/2012		S		5,000 D \$ 50.26 (1)	22,977	D
Series A Common Stock	02/16/2012		M		10,000 A \$ 32.54	32,977	D
Series A Common	02/16/2012		S		10,000 D \$ 51.24	22,977	D

Edgar Filing: Wolf Jacquelyn H - Form 4

Stock

(2)

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

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.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 32.54	02/15/2012		M	5,000	(3) 01/21/2017	Series A Common Stock	5,000
Non-Qualified Stock Option (Right to Buy)	\$ 32.54	02/16/2012		M	10,000	(3) 01/21/2017	Series A Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wolf Jacquelyn H 1601 W. LBJ FREEWAY DALLAS, TX 75234			SVP, Human Resources	

Signatures

/s/ James R. Peacock III, Attorney-in-Fact for Jacquelyn H. Wolf

02/17/2012

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

The reported price in this line is a weighted average sales price. These shares were sold in multiple transactions at prices ranging from (1) \$50.20 to \$50.30. The reporting person will provide the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each price within the range.

Edgar Filing: Wolf Jacquelyn H - Form 4

- The reported price in this line is a weighted average sales price. These shares were sold in multiple transactions at prices ranging from
- (2) \$50.91 to \$51.72. The reporting person will provide the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each price within the range.

- Granted pursuant to the Company's 2009 Global Incentive Plan. The original option grant of 30,000 options vested with respect to 20% of such options on October 1, 2010 and with respect to 30% of such options on October 1, 2011, and will continue to vest, subject to
- (3) continued employment, with respect to 30% of such options on October 1, 2012 and with respect to 20% of such options on October 1, 2013.

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.