

Blavatnik Len
Form 5
February 14, 2018

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2015
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Access Industries Holdings LLC

2. Issuer Name and Ticker or Trading Symbol
LyondellBasell Industries N.V.
[LYB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2017

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

C/O ACCESS INDUSTRIES,
INC., 730 FIFTH AVENUE, 20TH
FL

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

NEW YORK, NY 10019

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Ordinary shares	10/31/2017	^	G ⁽¹⁾	600,000 D \$ ⁽²⁾	4,372,699	I ⁽³⁾ ⁽⁴⁾	By LLC
Ordinary shares	11/01/2017	^	G ⁽¹⁾	850,000 D \$ ⁽²⁾	3,522,699	I ⁽³⁾ ⁽⁴⁾	By LLC
Ordinary shares	^	^	^	^ ^ ^	41,144,973	I ⁽⁴⁾ ⁽⁵⁾	By entity
	^	^	^	^ ^ ^	16,000,000	I ⁽⁴⁾ ⁽⁶⁾	By entity

Ordinary shares

Ordinary shares 221,554 I By partnerships

Ordinary shares 10,704,141 I By LLCs

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

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SEC 2270 (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Access Industries Holdings LLC C/O ACCESS INDUSTRIES, INC. 730 FIFTH AVENUE, 20TH FL NEW YORK, NY 10019	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
AI INVESTMENTS HOLDINGS LLC C/O ACCESS INDUSTRIES, INC. 730 FIFTH AVENUE, 20TH FL NEW YORK, NY 10019	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ACCESS INDUSTRIES, LLC C/O ACCESS INDUSTRIES, INC. 730 FIFTH AVENUE, 20TH FL NEW YORK, NY 10019	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ACCESS INDUSTRIES MANAGEMENT, LLC C/O ACCESS INDUSTRIES, INC.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

730 FIFTH AVENUE, 20TH FL
NEW YORK, NY 10019

Blavatnik Len
C/O ACCESS INDUSTRIES, INC.
730 FIFTH AVENUE, 20TH FL
NEW YORK, NY 10019

^ ^ X ^ ^

Signatures

/s/ Alejandro Moreno for Access Industries Holdings LLC	02/14/2018
__Signature of Reporting Person	Date
/s/ Alejandro Moreno for AI Investments Holdings LLC	02/14/2018
__Signature of Reporting Person	Date
/s/ Alejandro Moreno for Access Industries, LLC	02/14/2018
__Signature of Reporting Person	Date
/s/ Alejandro Moreno for Access Industries Management, LLC	02/14/2018
__Signature of Reporting Person	Date
/s/ Alejandro Moreno, as Attorney-in-Fact for Mr. Blavatnik	02/14/2018
__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).
- (1) These gifts are also reflected in a separate Form 5 filed by AIPH Holdings LLC ("AIPH").
- (2) Gift.

The securities reported were, at the time of transfer or December 31, 2017, as applicable, held directly by AIPH and may be deemed to be indirectly beneficially owned by Access Industries, LLC, Access Industries Holdings LLC, Access Industries Management, LLC and Len Blavatnik because Access Industries Holdings LLC controls a majority of the outstanding voting interests in AIPH, Access Industries, LLC holds a majority of the outstanding voting interests in Access Industries Holdings LLC, Access Industries Management, LLC controls Access Industries, LLC, Access Industries Holdings LLC and AIPH and Mr. Blavatnik controls Access Industries Management, LLC and a majority of the outstanding voting interests in Access Industries, LLC.
- (4) Each of the reporting persons disclaims beneficial ownership of these securities, except to the extent of its or his pecuniary interest therein, and this Form shall not be construed as an admission that any such reporting person is the beneficial owner of any such securities.

The securities reported were, at December 31, 2017, held directly by AI International Chemicals S.a r.l. ("AIIC") and may be deemed to be indirectly beneficially owned by AI Investments Holdings LLC ("AIIH"), Access Industries, LLC, Access Industries Holdings LLC, Access Industries Management, LLC and Len Blavatnik because AIIH holds a majority of the outstanding voting interests in AIIC,
- (5) Access Industries Holdings LLC holds a majority of the outstanding voting interests in AIIH, Access Industries, LLC holds a majority of the outstanding voting interests in Access Industries Holdings LLC, Access Industries Management, LLC controls Access Industries, LLC, Access Industries Holdings LLC and AIIH, and Mr. Blavatnik controls Access Industries Management, LLC and a majority of the outstanding voting interests in Access Industries, LLC.
- (6) The securities reported were, at December 31, 2017, held directly by AI European Holdings S.a r.l. ("AIEH") and may be deemed to be indirectly beneficially owned by Access Industries Holdings LLC, Access Industries, LLC, Access Industries Management, LLC, and Len Blavatnik because Access Industries Holdings LLC, Access Industries, LLC and Access Industries Management, LLC control, or hold a majority of the outstanding voting interests in, entities that directly or indirectly control AIEH, Access Industries, LLC holds a majority of the outstanding voting interests in Access Industries Holdings LLC, Access Industries Management, LLC controls Access Industries, LLC and Access Industries Holdings LLC and Mr. Blavatnik controls Access Industries Management, LLC and a majority of the voting

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interests in Access Industries, LLC.

- The securities reported were, at December 31, 2017, held directly as follows: (i) 74,028 ordinary shares by Altep 2010 L.P. ("Altep 2010"), (ii) 74,754 ordinary shares by Altep 2011 L.P. ("Altep 2011"), and (iii) 72,772 ordinary shares by Altep 2014 L.P. ("Altep 2014"). Len Blavatnik may be deemed to indirectly beneficially own the ordinary shares held directly by Altep 2010, Altep 2011 and Altep 2014 because he controls AI Altep Holdings, Inc. and AI Altep Holdings, Inc. is the general partner of each of Altep 2010, Altep 2011 and Altep 2014.
- (7)

- Because of their relationships with the other Reporting Persons, each of Access Industries Holdings LLC, Access Industries, LLC and Access Industries Management, LLC may be deemed to beneficially own the ordinary shares held directly by Altep 2010, Altep 2011, Altep 2014 and AI New Holdings LLC. Each of the Reporting Persons, and each of their affiliated entities and the officers, partners, members, and managers thereof, disclaims beneficial ownership of the ordinary shares held directly by each of AI Altep Holdings, Inc., Altep 2010, Altep 2011, Altep 2014, AI New Holdings LLC and AI New Holdings 2 LLC.
- (8)

- The securities reported were, at December 31, 2017, held directly as follows: (i) 10,456,829 ordinary shares owned directly by AI New Holdings 2 LLC, and (ii) 247,312 ordinary shares owned directly by AI New Holdings LLC. Each of Access Industries Management, LLC, Access Industries Holdings LLC and Len Blavatnik may be deemed to indirectly beneficially own the ordinary shares held directly by AI New Holdings 2 LLC because Mr. Blavatnik controls Access Industries Management, LLC, Access Industries Holdings LLC owns a majority of the outstanding voting interests in RSB 2 Limited which is the sole member of AI New Holdings 2 LLC, and Access Industries Management, LLC controls AI New Holdings 2 LLC. Len Blavatnik may be deemed to indirectly beneficially own the ordinary shares held directly by AI New Holdings LLC because he controls AI Altep Holdings, Inc. and AI Altep Holdings, Inc. holds all of the outstanding voting interests in AI New Holdings LLC.
- (9)

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.