

Guilfoyle James D
Form 4
February 25, 2019

FORM 4

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

OMB APPROVAL

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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 *
Guilfoyle James D

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)
4TH FLOOR, ONE VINE STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2019

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
EVP, Adv Polymer Sol & Sup Chn

LONDON, X0 W1J 0AH

(City) (State) (Zip)

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

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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Class A Ordinary Shares	02/21/2019		A		3,443	A	\$ 0 17,085 ⁽¹⁾	D
Class A Ordinary Shares	02/21/2019		A		3,390	A	\$ 0 20,475 ⁽²⁾	D

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

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SEC 1474 (9-02)

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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. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 88.5	02/21/2019		A	18,867	(3) 02/21/2029	Class A Ordinary Shares	18,867

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Guilfoyle James D 4TH FLOOR ONE VINE STREET LONDON, X0 W1J 0AH			EVP, Adv Polymer Sol & Sup Chn	

Signatures

/s/ Lara A. Mason, Attorney-in-Fact
Date: 02/25/2019

**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) Includes 7,877 restricted stock units ("RSUs") granted pursuant to the issuer's long-term incentive plan: 2,126 granted on February 16, 2017 that vest on February 16, 2020 and 2,308 granted on February 21, 2018 that vest on February 21, 2021. The 3,443 RSUs reported on this Form 4 vest on February 21, 2022.
 - (2) Includes 11,267 restricted stock units ("RSUs") granted pursuant to the issuer's long-term incentive plan: 2,126 granted on February 16, 2017 that vest on February 16, 2020; 2,308 granted on February 21, 2018 that vest on February 21, 2021 and 3,443 granted on February 21, 2019 that vest on February 21, 2022. The 3,390 RSUs reported on this Form 4 vest on February 21, 2022.
 - (3) Granted pursuant to the issuer's long-term incentive plan. Award vests in three equal installments on the 1st, 2nd and 3rd anniversaries of the date of grant of February 21, 2019.

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.