

Celanese Corp
Form 3
June 09, 2015

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 *

Â Sutton Scott McDougald

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/01/2015

3. Issuer Name **and** Ticker or Trading Symbol
Celanese Corp [CE]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

___ Director ___ 10% Owner

☒ Officer ___ Other

(give title below) (specify below)

EVP & Pres, Materials Solution

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

C/O CELANESE
CORPORATION,Â 222 W LAS
COLINAS BLVD, SUITE 900N

(Street)

IRVING,Â TXÂ 75039

(City)

(State)

(Zip)

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

16,771.31 ⁽¹⁾

D

Â

Series A Common Stock

5.36

I

By 401(k) Plan

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

SEC 1473 (7-02)

**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.**

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

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
			Title				
Phantom Stock	Â (2)	Â (2)	Series A Common Stock	521.24	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sutton Scott McDougald C/O CELANESE CORPORATION 222 W LAS COLINAS BLVD, SUITE 900N IRVING, TX 75039	Â	Â	Â EVP & Pres, Materials Solution	Â

Signatures

/s/ Jacqueline R. Hall, attorney-in-fact for Scott McDougald
Sutton

06/09/2015

__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).

Includes 1,190 and 11,318 time-vesting restricted stock units ("RSUs") granted pursuant to the Company's 2009 Global Incentive Plan on October 24, 2013 and February 4, 2015. Subject to continued employment, the RSUs vest as follows: 585 RSUs on October 24, 2015, 605 RSUs on October 24, 2016, 3,734 RSUs on each of February 4, 2016 and February 4, 2017 and 3,850 RSUs on February 4, 2018.

(1) The reported phantom stock represents compensation deferred under the Company's 2008 Deferred Compensation Plan (the "Plan"). As provided by the Plan, the reporting person may transfer the phantom stock account into an alternative investment account at any time. The phantom stock becomes payable in cash, subject to certain exceptions and limitations, on the earlier of the date previously elected by the reporting person to receive payment or the reporting person's termination of employment.

(3) Each share of phantom stock represents the right to receive one share of Series A Common Stock.

Â

Remarks:

ExhibitÂ List:Â ExhibitÂ No.Â 24Â -Â PowerÂ ofÂ Attorney

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.