Townsend Jay Form 4 February 08, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

obligations may continue. See Instruction

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(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Townsend Jay			2. Issuer Name and Ticker or Trading Symbol Celanese CORP [CE]					ng	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of Earliest Transaction					(Check all applicable)				
~		(Month/Day/Year)					Director 10% Owner					
C/O CELA	r D I	02/04/2011						X Officer (give title Other (specify below)				
CORPORATION, 1601 W. LBJ FREEWAY								SVP, Bus	P, Business Strategy Dev.			
	(Street)		4. If Ame	ndment,	Da	te Original	l		6. Individual or Joint/Group Filing(Check			
Filed(Month/Day/Year)							Applicable Line)					
DALLAS,								_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	le I - Noi	n-D	erivative S	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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)	
Carias A				Code	V	Amount	(D)	Price	(msu. 5 and 4)			
Series A Common Stock	02/04/2011			M		30,000	A	\$ 16	51,217	D		
Series A								\$				
Common	02/04/2011			S		30,000	D	42.67	21,217	D		

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

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(1)

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number.

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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 16	02/04/2011		M	30,000	(2)	01/21/2015	Series A Common Stock	30,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Townsend Jay C/O CELANESE CORPORATION 1601 W. LBJ FREEWAY DALLAS, TX 75234

SVP, Business Strategy Dev.

Signatures

/s/ James R. Peacock III, Attorney-in-fact for Jay Townsend

02/08/2011

**Signature of Reporting Person Date

Explanation of Responses:

31, 2007 and with respect to 10% on December 31, 2008.

- * 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 sales price in this line is a weighted average sales price. The actual prices varied from \$42.67 to \$43.24. The reporting (1) person will provide to the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of the shares purchased at each price within the range.
- Granted pursuant to the Company's 2004 Stock Incentive Plan. The options vested, with respect to 15% of the options on each of January (2) 21, 2005, with respect to 30% of the options on each of December 31, 2005 and December 31, 2006, with respect to 15% on December

Remarks:

The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

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.

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