

CELESTICA INC
Form 6-K
July 28, 2004

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FORM 6-K
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer

**Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

For the month of July 2004

001-14832
(Commission File Number)

CELESTICA INC.
(Translation of registrant's name into English)

**1150 Eglinton Avenue East
Toronto, Ontario
Canada, M3C 1H7
(416) 448-5800**
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, is the registrant also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- _____



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Celestica Inc. Form 6-K Month of July 2004

The following information filed with this Form 6-K is deemed to be incorporated by reference into each prospectus pursuant to which Celestica currently is offering any of its securities, to the extent not superseded by documents or reports subsequently filed or furnished:

Management's Discussion and Analysis of Financial Conditions and Results of Operations for the second quarter 2004, the text of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Celestica Inc.'s second quarter 2004 consolidated financial information, the text of which is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

Celestica is voluntarily filing the following certifications with this Form 6-K; these certifications are not incorporated by reference into any registration statement or prospectus of Celestica:

Certification of Chief Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a), the text of which is attached hereto as Exhibit 99.3.

Certification of Chief Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a), the text of which is attached hereto as Exhibit 99.4.

Certification pursuant to Rule 13a-14(b), as required by 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the text of which is attached hereto as Exhibit 99.5.

Exhibits

- 99.1 Management's Discussion and Analysis for the Second Quarter 2004
 - 99.2 Consolidated Financial Information
 - 99.3 Certification of Chief Executive Officer
 - 99.4 Certification of Chief Financial Officer
 - 99.5 Certification required by Section 906 of the Sarbanes-Oxley Act of 2002
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CELESTICA INC.

Date: July 27, 2004

By: /s/ ELIZABETH L. DELBIANCO

Elizabeth L. DelBianco
Chief Legal Officer

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