

Celanese CORP
Form 424B3
November 15, 2005
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Registration No. 333-127902

PROSPECTUS SUPPLEMENT
(To Prospectus dated November 7, 2005)

12,000,000 Shares

Celanese Corporation

SERIES A COMMON STOCK

The selling stockholders identified in this prospectus supplement are offering 12,000,000 shares of Series A common stock of Celanese Corporation in an underwritten offering. The selling stockholders will receive all of the net proceeds from this offering.

The Series A common stock is listed on the New York Stock Exchange under the symbol "CE". The last reported sale price of Celanese Corporation's Series A common stock on the New York Stock Exchange on November 11, 2005 was \$17.55 per share.

Investing in the Series A common stock involves risks. See "Risk Factors" beginning on page 14 of the accompanying prospectus.

The underwriter will purchase the Series A common stock from the selling stockholders at a price of \$17.10 per share, resulting in \$205,200,000 aggregate proceeds to the selling stockholders.

The underwriter may offer the Series A common stock from time to time in one or more transactions in the over-the-counter market or through negotiated transactions at market prices or at negotiated prices. See "Underwriter".

The selling stockholders have granted the underwriter the right to purchase up to an additional 1,800,000 shares of Series A common stock to cover over-allotments. The selling stockholders will receive the net proceeds from any shares sold pursuant to the underwriter's over-allotment option. If the over-allotment option is exercised in full, the selling stockholders will receive aggregate proceeds of \$235,980,000.

The Securities and Exchange Commission and state securities regulators have not approved or disapproved these securities, or determined if this prospectus supplement or the accompanying prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The underwriter expects to deliver the shares to purchasers on November 17, 2005.

Credit Suisse First Boston

November 14, 2005.

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This document is in two parts. The first part is this prospectus supplement, which describes the specific terms of the offering of common stock and also adds to and updates information contained in the accompanying prospectus. The second part is the accompanying prospectus, which gives more general information. If the description of the offering varies between this prospectus supplement and the accompanying prospectus, you should rely on the information in this prospectus supplement.

You should rely only on the information contained in this prospectus supplement and the accompanying prospectus. None of the Issuer, its subsidiaries or the selling stockholders have authorized anyone to provide you with information different from that contained in this prospectus supplement and the accompanying prospectus. The prospectus supplement and the accompanying prospectus may be used only for the purposes for which it has been published and no person has been authorized to give any information not contained in this prospectus supplement and the accompanying prospectus. If you receive any other information, you should not rely on it. The selling stockholders are not making an offer of these securities in any jurisdiction where the offer is not permitted.

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RECENT DEVELOPMENTS

The following information is based on our preliminary unaudited results as of September 30, 2005 and for the three and nine months ended September 30, 2005. The information is derived from preliminary internal financial reports, and as a result is subject to completion of our normal quarterly closing procedures.

Consolidated Statements of Operations

	Three Months Ended September 30, 2005	Three Months Ended September 30, 2004	Nine Months Ended September 30, 2005
in \$ millions, unaudited			
Net sales	1,536	1,265	4,562
Cost of sales	(1,253)	(1,005)	(3,553)

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Gross profit	283	260	1,009
Selling, general and administrative expenses	(144)	(153)	(441)
Research and development expenses	(22)	(23)	(68)
Special charges:			
Insurance recoveries associated with plumbing cases	—	(1)	4
Restructuring, impairment and other special charges	(24)	(58)	(93)
Foreign exchange gain (loss), net	(2)	(2)	—
Gain (loss) on disposition of assets	1	2	(1)
Operating profit	92	25	410
Equity in net earnings of affiliates	21	17	48
Interest expense			