

LyondellBasell Industries N.V.

Form 4

December 31, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *

AI INTERNATIONAL
CHEMICALS S.A.R.L.

(Last) (First) (Middle)

15-17 AVENUE GASTON
DIDERICH

(Street)

LUXEMBOURG, N4 L-1420

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

LyondellBasell Industries N.V.
[LYB]3. Date of Earliest Transaction
(Month/Day/Year)

12/29/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary shares	12/29/2014		J ⁽¹⁾		20,000,000	D	⁽¹⁾	52,372,438 ⁽²⁾	D ⁽²⁾	
Ordinary shares	12/30/2014		J ⁽³⁾		68,372,438	D	⁽³⁾	0 ⁽³⁾	I ⁽³⁾	through subsidiary
Ordinary shares								20,000,000	D ⁽⁴⁾	

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

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information contained in this form are not
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SEC 1474
(9-02)

displays a currently valid OMB control 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. 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following the Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
AI INTERNATIONAL CHEMICALS S.A.R.L. 15-17 AVENUE GASTON DIDERICH LUXEMBOURG, N4 L-1420	X
AI INVESTMENTS HOLDINGS LLC 730 FIFTH AVENUE, 20TH FL NEW YORK, NY 10019	X
AIPH Holdings LLC 730 FIFTH AVENUE, 20TH FL NEW YORK, NY 10019	X

Signatures

/s/ Alejandro Moreno for AI International Chemicals Sarl	12/30/2014
**Signature of Reporting Person	Date
/s/ Alejandro Moreno for AI Investments Holdings LLC	12/30/2014
**Signature of Reporting Person	Date
/s/ Alejandro Moreno for AIPH Holdings LLC	12/30/2014
**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) Reflects a distribution of 20,000,000 ordinary shares by AI International Chemicals Sarl ("AIIC") to AI Investment Holdings LLC ("AIIH"), which then transferred such shares to its parent company, AIPH Holdings LLC ("AIPH").

(2) The securities reported are held directly by AIIC and may be deemed to be beneficially owned by AIIH because AIIH holds a majority of the outstanding voting interests in AIIC. Each of AIPH and AIIH disclaim beneficial ownership of the securities held directly by AIIC except to the extent of any pecuniary interest therein.

(3) Reflects a distribution of interests in subsidiaries, as part of an internal corporate restructuring, that indirectly may be deemed to beneficially own the 52,372,438 ordinary shares held directly by AIIC and 16,000,000 ordinary shares held directly by AI European Holdings Sarl.

(4) These securities are held directly by AIPH. Each of AIIC and AIIH disclaim beneficial ownership of the securities held directly by AIPH.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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