

LyondellBasell Industries N.V.
Form 4
October 24, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KLEINMAN SCOTT

2. Issuer Name and Ticker or Trading Symbol
LyondellBasell Industries N.V. [LYB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/18/2013

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

C/O APOLLO MANAGEMENT L P, 1301 AVENUE OF THE AMERICANS 38TH FL.

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10018

(City) (State) (Zip)

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 or Disposed of (A) or (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 Ownership (Instr. 4)
Class A ordinary shares	10/18/2013		J ⁽¹⁾	V	10,469 <u>(1)</u>	D	\$ 0 <u>(1)</u> 2,075 <u>(2)</u> D

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

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SEC 1474 (9-02)

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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 Owned Following Transaction (Instr. 5)
				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
KLEINMAN SCOTT C/O APOLLO MANAGEMENT L P 1301 AVENUE OF THE AMERICANS 38TH FL. NEW YORK, NY 10018		X		

Signatures

Amanda M. Maki,
Attorney-in-Fact

10/24/2013

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 the transfer on record, of 10,469 ordinary shares to Apollo Management Holdings, L.P. following the issuance of the ordinary shares upon vesting of restricted stock units. The restricted stock units were granted to Scott Kleinman as a director on the supervisory board of the Issuer pursuant to the Issuer's long-term incentive plan. The restricted stock units vested as of June 30, 2013. Mr. Kleinman is associated with Apollo Management, L.P. and its affiliated investment managers and advisors, including Apollo Management Holdings, L.P., and held the restricted stock units and the ordinary shares as a nominee for the benefit of certain investment managers affiliated with Apollo Management Holdings, L.P.

(2) Represents 2,075 restricted stock units granted to Mr. Kleinman as of May 22, 2013. The restricted stock units vest on the date of the annual general meeting of shareholders in 2016 but will be issued and delivered on June 30, 2016. Mr. Kleinman holds the restricted stock units and will hold the ordinary shares as a nominee for the benefit of certain investment managers affiliated with Apollo Management Holdings, L.P. Mr. Kleinman expressly disclaims beneficial ownership of all of the ordinary shares issued and issuable upon vesting of the restricted stock units, except to the extent of any pecuniary interest therein, and the filing of this Form 4 shall not be deemed an admission that Mr. Kleinman is the beneficial owner of or has any pecuniary interest in any such securities for the purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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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