

ACCESS INDUSTRIES INC  
Form 4  
February 23, 2011

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
AI INTERNATIONAL  
CHEMICALS S.A.R.L.

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)  
15-17 AVE. GASTON DIDERICH  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/22/2011

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

LUXEMBOURG, N4 L-1420

(City) (State) (Zip)

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

**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   |
| Class A Ordinary Shares         | 02/22/2011                           |  | S                              |   | 208,262   | D  | \$ 28   |
|                                 |                                      |  |                                |   | 89,901,094  | D  | (1)   |
| Class A Ordinary Shares         | 02/22/2011                           |  | P                              |   | 208,262   | A  | \$ 28   |
|                                 |                                      |  |                                |   | 208,262   | I  | (2)   |
| Class A Ordinary Shares         |                                      |  |                                |   | 334,010   | D  | (3)   |

By partnership

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

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(9-02)

**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 (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| AI INTERNATIONAL CHEMICALS S.A.R.L.<br>15-17 AVE. GASTON DIDERICH<br>LUXEMBOURG, N4 L-1420 |               | X         |         |       |
| AI CHEMICAL HOLDINGS LLC<br>730 FIFTH AVENUE<br>NEW YORK, NY 10019                         |               | X         |         |       |
| AI SMS L.P.<br>TRINITY CHAMBERS, ROAD TOWN<br>TORTOLA, D8                                  |               | X         |         |       |
| AI SMS GP Ltd<br>TRINITY CHAMBERS, ROAD TOWN<br>TORTOLA, D8                                |               | X         |         |       |
| ACCESS INDUSTRIES, LLC<br>730 FIFTH AVENUE<br>NEW YORK, NY 10019                           |               | X         |         |       |
| ACCESS INDUSTRIES MANAGEMENT, LLC<br>730 FIFTH AVENUE<br>NEW YORK, NY 10019                |               | X         |         |       |
|  |               | X         |         |       |

Blavatnik Len  
730 FIFTH AVENUE  
NEW YORK, NY 10019

ALTEP 2010 L.P.  
730 FIFTH AVENUE X  
NEW YORK, NY 10019

ACCESS INDUSTRIES INC  
730 FIFTH AVENUE X  
NEW YORK, NY 10019

## Signatures

Alejandro Moreno for AI International Chemicals S.A.R.L., AI Chemical Holdings LLC, Access Industries, LLC, Access Industries Management, LLC, Altep 2010 L.P. and Access Industries, Inc. and as Attorney-in-Fact for Mr. Blavatnik 02/22/2011

\_\_Signature of Reporting Person Date

Ronan J.E. Kuczaj for Belvaux Management Limited for AI SMS L.P. and AI SMS GP Limited 02/22/2011

\_\_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).

The securities reported are held directly by AI International Chemicals S.A.R.L. ("AIIC") and may be deemed to be held indirectly by each of the other reporting persons (other than Altep 2010 L.P. and Access Industries, Inc.), because AIIC is a wholly owned subsidiary of AI Chemical Holdings LLC, which is a wholly owned subsidiary of AI SMS L.P., a partnership of which AI SMS GP Limited is the general partner, which is a wholly owned subsidiary of Access Industries, LLC, which is controlled by Access Industries Management, LLC, which is controlled by Mr. Blavatnik. Each of the reporting persons (other than AIIC) disclaims beneficial ownership of these securities, except to the extent of its or his pecuniary interest therein, and this Form shall not be construed as an admission that any such reporting person is the beneficial owner of any of the securities reported on this Form.

(1) The securities reported are held directly by Altep 2011 L.P. ("Altep 2011") and may be deemed to be beneficially owned by Access Industries, Inc. and Mr. Blavatnik because Access Industries, Inc. is the general partner of Altep 2011 and Mr. Blavatnik controls Access Industries, Inc. Each of the reporting persons disclaims beneficial ownership of these securities, except to the extent of its or his pecuniary interest therein, and this Form shall not be construed as an admission that any such reporting person is the beneficial owner of any such securities.

(2) The securities reported are held directly by Altep 2010 L.P. ("Altep 2010") and may be deemed to be beneficially owned by Access Industries, Inc. and Mr. Blavatnik because Access Industries, Inc. is the general partner of Altep 2010 and Mr. Blavatnik controls Access Industries, Inc. Each of the reporting persons (other than Altep 2010) disclaims beneficial ownership of these securities, except to the extent of its or his pecuniary interest therein, and this Form shall not be construed as an admission that any such reporting person is the beneficial owner of any such securities.

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.