

LyondellBasell Industries N.V.  
Form 3  
December 07, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
AI European Holdings Sarl		(Month/Day/Year)	LyondellBasell Industries N.V. [LYB]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/07/2012		
15-17 AVENUE GASTON			(Check all applicable)	
DIDERICH			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(Street)			<input type="checkbox"/> Officer	<input checked="" type="checkbox"/> Other
			(give title below)	(specify below)
LUXEMBOURG, N4 L-1420			Affiliate of Ten Percent Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)		<input type="checkbox"/> Form filed by One Reporting Person
				<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Ordinary Shares	16,000,000	D <u>(1)</u>	^
Class A Ordinary Shares	16,000,000	D <u>(2)</u>	^
Class A Ordinary Shares	16,000,000	D <u>(3)</u>	^
Class A Ordinary Shares	16,000,000	D <u>(4)</u>	^

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AI European Holdings Sarl 15-17 AVENUE GASTON DIDERICH LUXEMBOURG, N4 L-1420	^	^	^	Affiliate of Ten Percent Owner
AI European Holdings L.P. 15-17 AVENUE GASTON DIDERICH LUXEMBOURG, N4 L-1420	^	^ X	^	^
AI European Holdings GP Ltd 15-17 AVENUE GASTON DIDERICH LUXEMBOURG, N4 L-1420	^	^ X	^	^
Access Industries Start-Up Holdings LLC 730 FIFTH AVENUE, 20TH FL NEW YORK, NY 10019	^	^ X	^	^

## Signatures

Peter L. Thoren, for AI European Holdings Sarl and Access Industries Start-up Holdings LLC	12/07/2012
__Signature of Reporting Person	Date
Dawn E. Shand, for AI European Holdings Sarl, AI European Holdings L.P. and AI European Holdings GP Limited	12/07/2012
__Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The securities reported are held directly by Access Industries Start-Up Holdings LLC ("AI Start-Up"). Each of the reporting persons (other than AI Start-Up) disclaims beneficial ownership of these securities, except to the extent of its 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 such securities.
- (2) The securities reported are held directly by AI European Holdings GP Limited ("AIEH GP"). Each of the reporting persons (other than AIEH GP) disclaims beneficial ownership of these securities, except to the extent of its 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 such securities.
- (3) The securities reported are held directly by AI European Holdings L.P. ("AIEH LP"). Each of the reporting persons (other than AIEH LP) disclaims beneficial ownership of these securities, except to the extent of its 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 such securities.
- (4) The securities reported are held directly by AI European Holdings Sarl ("AIEH"). Each of the reporting persons (other than AIEH) disclaims beneficial ownership of these securities, except to the extent of its pecuniary interest therein, and this Form shall not be

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construed as an admission that any such reporting person is the beneficial owner of any of 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.

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