

Celanese Q3 2012 Earnings

Monday, October 22, 2012

Mark Rohr, Chairman and Chief Executive Officer

Steven Sterin, Senior Vice President and Chief Financial Officer

Forward-Looking Statements

This presentation and remarks made as part of this presentation contain “forward-looking statements,” which include information concerning the company’s plans, objectives, goals, strategies, future revenues or performance, capital expenditures, financing needs and other information that is not historical information. When used in this presentation and related remarks, the words “outlook,” “forecast,” “estimates,” “expects,” “anticipates,” “projects,” “plans,” “intends,” “believes,” “may,” “can,” “could,” “might,” “will” and variations of such words or similar expressions are intended to identify forward-looking statements. All forward-looking statements are based upon current expectations and beliefs and various assumptions. There can be no assurance that the company will realize these expectations or that these beliefs will prove correct.

There are a number of risks and uncertainties that could cause actual results to differ materially from the results expressed or implied in the forward-looking statements contained in this presentation and related remarks. These risks and uncertainties include, among other things: changes in general economic, business, political and regulatory conditions in the countries or regions in which we operate; the length and depth of product and industry business cycles, particularly in the automotive, electrical, textiles, electronics and construction industries; changes in the price and availability of raw materials, particularly changes in the demand for, supply of, and market prices of ethylene, methanol, natural gas, wood pulp and fuel oil and the prices for electricity and other energy sources; the ability to pass increases in raw material prices on to customers or otherwise improve margins through price increases; the ability to maintain plant utilization rates and to implement planned capacity additions and expansions; the ability to improve productivity by implementing technological improvements to existing plants; increased price competition and the introduction of competing products by other companies; market acceptance of our technology; the ability to obtain governmental approvals and to construct facilities on terms and schedules acceptable to the company; changes in the degree of intellectual property and other legal protection afforded to our products or technology, or the theft of such intellectual property; compliance and other costs and potential disruption or interruption of production or operations due to accidents, cyber security incidents, terrorism or political unrest or other unforeseen events or delays in construction or operation of facilities, including as a result of geopolitical conditions, including the occurrence of acts of war or terrorist incidents, or as a result of weather or natural disasters; potential liability for remedial actions and increased costs under existing or future environmental regulations, including those relating to climate change; potential liability resulting from pending or future litigation, or from changes in the laws, regulations or policies of governments or other governmental activities in the countries in which we operate; changes in currency exchange rates and interest rates; our level of indebtedness, which could diminish our ability to raise additional capital to fund operations or limit our ability to react to changes in the economy or the chemicals industry; and various other factors discussed from time to time in the company’s filings with the Securities and Exchange Commission.

In addition to the risks and uncertainties identified above, the following risks and uncertainties, among others, could cause the company’s actual results regarding its initiatives involving the use of advanced technology for the production of ethanol for chemical applications and other uses to differ materially from the results expressed or implied in these materials: the impact of technological developments and competition; our ability to obtain licenses of, or other access to, alternative ethanol production processes on attractive terms; unanticipated operational or commercialization difficulties, including failure of facilities or processes to operate in accordance with specifications or expectations; the cost and availability of capital necessary to fund plant construction and expansion; the unavailability of required materials and equipment; changes in the price and availability of commodities and supplies; the ability to achieve the anticipated cost structure; the growth in demand for products produced from our technology in certain industries or geographic regions; the adoption of new or different industry or regulatory standards; and the ability of third parties, including our commercial partners or suppliers, to comply with their commitments to us.

Forward-looking statements speak only as of the date on which they are made, and the company undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which it is made or to reflect the occurrence of anticipated or unanticipated events or circumstances.

Results Unaudited

The results in this presentation, together with the adjustments made to present the results on a comparable basis, have not been audited and are based on internal financial data furnished to management. Quarterly and full fiscal year results should not be taken as an indication of the results of operations to be reported for any subsequent period or for the full fiscal year.

Non-US GAAP Financial Information

Reconciliation of Non-U.S. GAAP Measures to U.S. GAAP

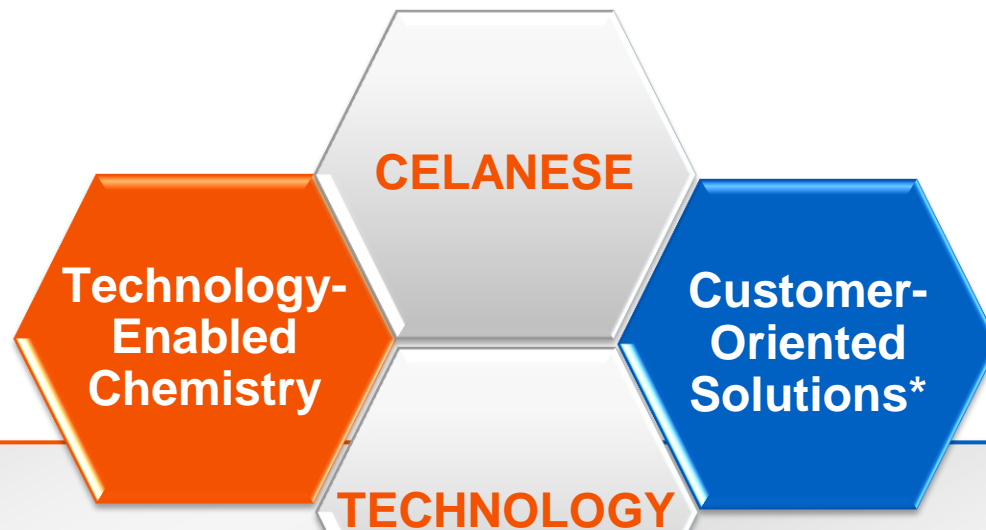
This presentation reflects the following performance measures: operating EBITDA, business operating EBITDA, affiliate EBITDA and proportional affiliate EBITDA, adjusted earnings per share, net debt, and adjusted free cash flow as non-U.S. GAAP measures. These measurements are not recognized in accordance with U.S. GAAP and should not be viewed as an alternative to U.S. GAAP measures of performance. The most directly comparable financial measure presented in accordance with U.S. GAAP in our consolidated financial statements for operating EBITDA and business operating EBITDA is net income; for proportional affiliate EBITDA is equity in net earnings of affiliates; for affiliate EBITDA is operating profit; for adjusted earnings per share is earnings per common share-diluted; for net debt is total debt; and for adjusted free cash flow is cash flow from operations.

Use of Non-U.S. GAAP Financial Information

- ▶ Operating EBITDA, a measure used by management to measure performance, is defined by the company as net earnings minus interest income plus loss (earnings) from discontinued operations, interest expense, income taxes and depreciation and amortization, and further adjusted for Other Charges and Adjustments as described in the Appendix. We may provide guidance on operating EBITDA and are unable to reconcile forecasted operating EBITDA to a U.S. GAAP financial measure because a forecast of Other Charges and Adjustments is not practical.
- ▶ Business operating EBITDA, a measure used by management to measure performance of its internal operations, is defined by the company as net earnings minus interest income plus loss (earnings) from discontinued operations, interest expense, income taxes and depreciation and amortization, and further adjusted for Other Charges and Adjustments as described in the Appendix, less equity in net earnings of affiliates, dividend income from cost investments and other (income) expense. This reflects the operating results of the company's operations without regard to its equity and cost investments. The company believes that investors should consider business operating EBITDA when evaluating the company's internal operations.
- ▶ Affiliate EBITDA is defined by the company as operating profit plus the depreciation and amortization of its equity affiliates. Proportional affiliate EBITDA, a measure used by management to measure performance of its equity investments, is defined by the company as the proportional operating profit plus the proportional depreciation and amortization of its equity investments. The company has determined that it does not have sufficient ownership for operating control of these investments to consider their results on a consolidated basis. We believe that investors should consider proportional affiliate EBITDA as an additional measure of operating results.
- ▶ Adjusted earnings per share is a measure used by management to measure performance. It is defined by the company as net earnings (loss) available to common shareholders plus preferred dividends, adjusted for other charges and adjustments, and divided by the number of basic common shares, diluted preferred shares, and options valued using the treasury method. We may provide guidance on an adjusted earnings per share basis and are unable to reconcile forecasted adjusted earnings per share to a U.S. GAAP financial measure without unreasonable effort because a forecast of Other Items is not practical. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding various financial and business trends relating to our financial condition and results of operations, and that when U.S. GAAP information is viewed in conjunction with non-U.S. GAAP information, investors are provided with a more meaningful understanding of our ongoing operating performance. Note: The income tax rate used for adjusted earnings per share approximates the midpoint in a range of forecasted tax rates for the year. This range may include certain partial or full-year forecasted tax opportunities, where applicable, and specifically excludes changes in uncertain tax positions, discrete items and other material items adjusted out of our U.S. GAAP earnings for adjusted earnings per share purposes, and changes in management's assessments regarding the ability to realize deferred tax assets. We analyze this rate quarterly and adjust if there is a material change in the range of forecasted tax rates; an updated forecast would not necessarily result in a change to our tax rate used for adjusted earnings per share. The adjusted tax rate is an estimate and may differ from the tax rate used for U.S. GAAP reporting in any given reporting period. It is not practical to reconcile our prospective adjusted tax rate to the actual U.S. GAAP tax rate in any given future period.
- ▶ Net debt is defined by the company as total debt less cash and cash equivalents. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding changes to the company's capital structure. Our management and credit analysts use net debt to evaluate the company's capital structure and assess credit quality. Proportional net debt is defined as our proportionate share of our affiliates' net debt.
- ▶ Adjusted free cash flow is defined by the company as cash flow from operations less other productive asset purchases, operating cash from discontinued operations and certain other charges and adjustments. We believe that the presentation of this non-U.S. GAAP measure provides useful information to management and investors regarding changes to the company's cash flow. Our management and credit analysts use adjusted free cash flow to evaluate the company's liquidity and assess credit quality. Although we use adjusted free cash flow as a financial measure to assess the performance of our business, the use of adjusted free cash flow has important limitations, including that adjusted free cash flow does not reflect the cash requirements necessary to service our indebtedness, lease obligations, unconditional purchase obligations or pension and postretirement funding obligations.

Mark Rohr
Chairman and Chief Executive Officer

Highlights of recent activities



- ▶ Started up the Technology Development Unit for ethanol at our Clear Lake plant
- ▶ Continue to make progress on the construction of ethanol unit in Nanjing

- ▶ Announced innovative, new CeIFX™ matrix technology for filter media

Stronger Growth

Higher Return

Lower Volatility

Optionality

Continue to make progress on strategic initiatives

Celanese Corporation Q3'12 Highlights

| in millions (except EPS) | Q3'11 | Q2'12 | Q3'12 |
|--|---------|---------|----------------|
| Net Sales | \$1,807 | \$1,675 | \$1,609 |
| Proportional Net Sales of Affiliates* | \$460 | \$455 | \$419 |
| Total: | \$2,267 | \$2,130 | \$2,028 |
| Operating Profit/(Loss) | \$196 | \$164 | \$163 |
| Adjusted EPS | \$1.27 | \$1.47 | \$0.93 |
| Operating EBITDA | \$374 | \$402 | \$298 |
| Proportional Affiliate EBITDA in excess of Equity in net earnings of affiliates* | \$41 | \$43 | \$38 |
| Total: | \$415 | \$445 | \$336 |

- ▶ The acetyl industry continues to experience trough-like conditions due to soft demand in Europe and Asia
- ▶ Portfolio of customer-oriented solution businesses delivered higher year-over-year (YoY) operating margins, driven by Advanced Engineered Materials
- ▶ Improved sequential and YoY Operating EBITDA and margins, excluding affiliates, in Consumer Specialties and Advanced Engineered Materials
- ▶ Record quarterly earnings in Emulsions

Steven Sterin
Senior Vice President and Chief Financial Officer

Advanced Engineered Materials

Q3 Performance

| in millions | Q3'11 | Q2'12 | Q3'12 |
|-------------------------|-------|-------|-------|
| Net Sales | \$332 | \$323 | \$322 |
| Operating EBITDA | \$112 | \$114 | \$109 |
| Operating EBITDA Margin | 34% | 35% | 34% |

Factors Affecting Net Sales Changes

| | Q3'12 | |
|---------------------------|--------------------|--------------------|
| | vs. Q3'11 | vs. Q2'12 |
| Volume | (1%) | (1%) |
| Price | 3% | 1% |
| Currency | (5%) | (1%) |
| Other | - | - |
| <u>Total Sales</u> | <u>(3%)</u> | <u>(1%)</u> |

Key Business Highlights

Sequential (Q3'12 vs Q2'12)

- ▶ Higher pricing offset by lower volumes and unfavorable currency
- ▶ Improved base business earnings
- ▶ Lower equity earnings from strategic affiliates

Year-over-Year (Q3'12 vs Q3'11)

- ▶ Higher pricing offset by lower volumes and unfavorable currency
- ▶ Sustained margins driven by innovative solutions, lower equity earnings from strategic affiliates

Q4'12 Expectations

| in millions | Q4'11 |
|-------------------------|-------|
| Net Sales | \$292 |
| Operating EBITDA | \$73 |
| Operating EBITDA Margin | 25% |

- ▶ Sequentially lower earnings due to seasonality
- ▶ YoY earnings growth driven by
 - German expansion
 - Innovative customer solutions
- ▶ Degree of seasonality in Europe uncertain

Consumer Specialties

Q3 Performance

| in millions | Q3'11 | Q2'12 | Q3'12 |
|-------------------------|-------|-------|-------|
| Net Sales | \$298 | \$327 | \$314 |
| Operating EBITDA | \$78 | \$168 | \$87 |
| Operating EBITDA Margin | 26% | 51% | 28% |

Factors Affecting Net Sales Changes

| | Q3'12 | |
|---------------------------|------------------|--------------------|
| | vs. Q3'11 | vs. Q2'12 |
| Volume | - | (5%) |
| Price | 6% | 1% |
| Currency | (1%) | - |
| Other | - | - |
| <u>Total Sales</u> | <u>5%</u> | <u>(4%)</u> |

Key Business Highlights

Sequential

- ▶ Lower Q3 volumes due to temporarily higher volumes in Q2 related to Q1 production interruption
- ▶ Modest earnings growth and margin expansion, excluding dividends from strategic affiliates of \$83 million in Q2'12

YoY

- ▶ Earnings growth and margin expansion due to higher pricing on continued strong global demand

Q4'12 Expectations

| in millions | Q4'11 |
|-------------------------|-------|
| Net Sales | \$306 |
| Operating EBITDA | \$73 |
| Operating EBITDA Margin | 24% |

- ▶ Sequentially lower volumes
- ▶ Sustained YoY earnings
 - Acetate facility rationalization expected to reduce Q4 volumes
 - Offset by higher pricing in Acetate and Nutrinova

Industrial Specialties

Q3 Performance

| in millions | Q3'11 | Q2'12 | Q3'12 |
|-------------------------|-------|-------|-------|
| Net Sales | \$332 | \$327 | \$297 |
| Operating EBITDA | \$43 | \$47 | \$36 |
| Operating EBITDA Margin | 13% | 14% | 12% |

Factors Affecting Net Sales Changes

| | Q3'12 | |
|---------------------------|---------------------|--------------------|
| | vs. Q3'11 | vs. Q2'12 |
| Volume | 2% | (4%) |
| Price | (8%) | (4%) |
| Currency | (5%) | (1%) |
| Other | - | - |
| <u>Total Sales</u> | <u>(11%)</u> | <u>(9%)</u> |

Key Business Highlights

Sequential

- ▶ Lower pricing driven by weak demand for EVA applications
- ▶ Record quarterly earnings in Emulsions more than offset by weak demand for EVA applications

YoY

- ▶ Lower pricing due to weak demand for EVA applications and lower raw material costs; unfavorable currency
- ▶ Record quarterly earnings in Emulsions more than offset by weak demand for EVA applications

Q4'12 Expectations

| in millions | Q4'11 |
|-------------------------|-------|
| Net Sales | \$272 |
| Operating EBITDA | \$30 |
| Operating EBITDA Margin | 11% |

- ▶ Sequentially lower earnings due to seasonality and mix
- ▶ YoY lower earnings primarily due to continued weak demand for EVA applications

Acetyl Intermediates

Q3 Performance

| in millions | Q3'11 | Q2'12 | Q3'12 |
|-------------------------|-------|-------|-------|
| Net Sales | \$975 | \$821 | \$785 |
| Operating EBITDA | \$168 | \$99 | \$91 |
| Operating EBITDA Margin | 17% | 12% | 12% |

Factors Affecting Net Sales Changes

| | Q3'12 | |
|---------------------------|---------------------|--------------------|
| | vs. Q3'11 | vs. Q2'12 |
| Volume | (5%) | 1% |
| Price | (11%) | (4%) |
| Currency | (3%) | (1%) |
| Other | - | - |
| <u>Total Sales</u> | <u>(19%)</u> | <u>(4%)</u> |

Key Business Highlights

Sequential

- ▶ Lower pricing due to lower raw material costs and continued soft demand in Europe and Asia
- ▶ Flat margins as lower pricing was offset by lower raw material costs

YoY

- ▶ Lower pricing and volumes due to temporarily elevated utilization in prior year and soft demand in Europe and Asia in Q3'12
- ▶ Earnings decrease due to pricing and volumes, which more than offset lower raw material costs

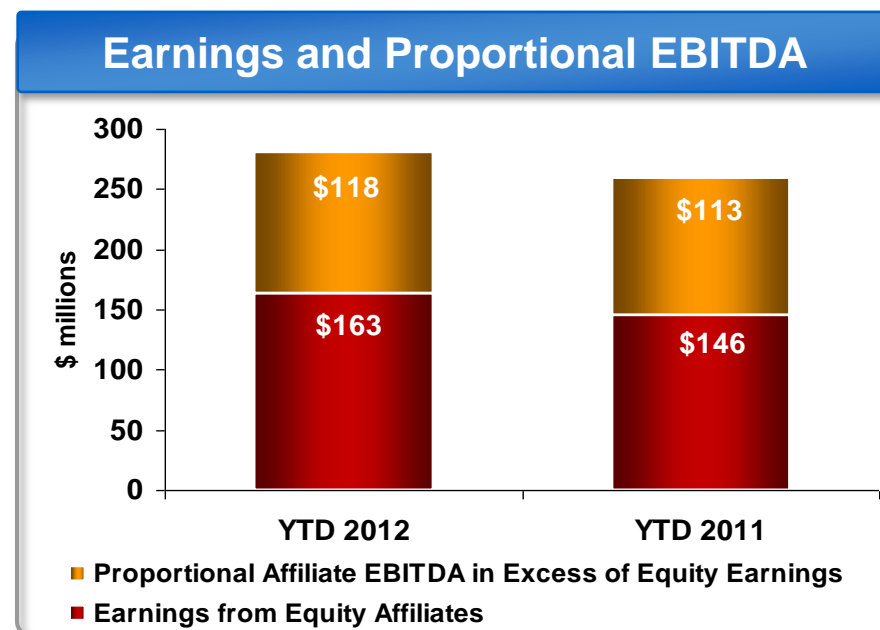
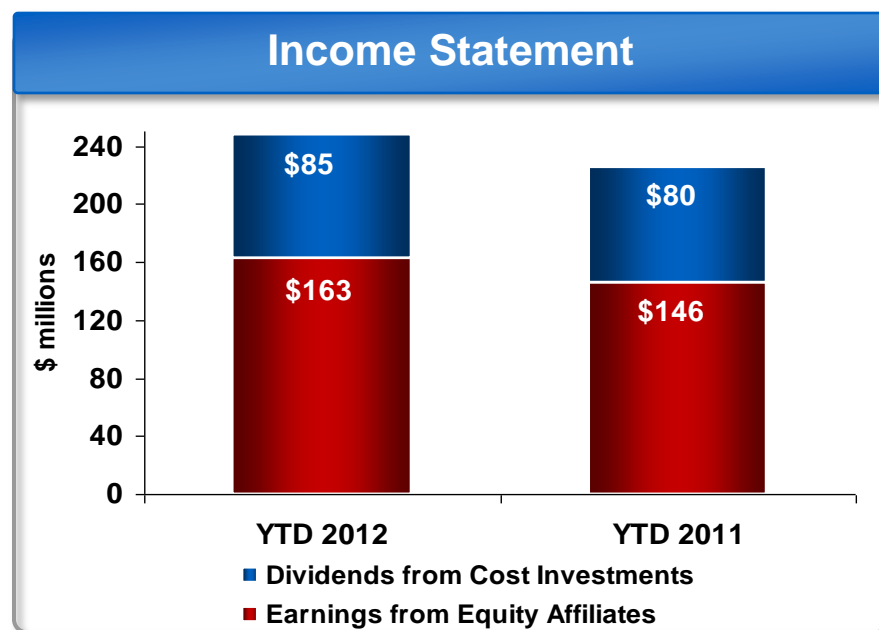
Q4'12 Expectations

| in millions | Q4'11 |
|-------------------------|-------|
| Net Sales | \$849 |
| Operating EBITDA | \$95 |
| Operating EBITDA Margin | 11% |

- ▶ Expect trough-like conditions in the acetyl chain to continue through rest of 2012
 - Muted seasonal volumes ahead of Chinese New Year
 - European downstream derivatives demand expected to remain weak

Strategic Affiliate Performance

- ▶ Q3'12: equity affiliates contributed \$50 million to earnings with an additional \$38 million proportional Affiliate EBITDA not included in Operating EBITDA
- ▶ Equity and cost investment dividends were \$38 million, down \$10 million from Q3'11
- ▶ Q4 Outlook: equity earnings from AEM's strategic affiliates expected to be higher than 2011 due to turnaround in the prior year



Free Cash Flow Q3'12

Adjusted Free Cash Flow

| <i>in millions</i> | Q3'11 | Q3'12 |
|--|--------------|--------------|
| Net cash provided by operating activities | \$165 | \$258 |
| Adjustment to operating cash for discontinued operations | 5 | 1 |
| Net cash provided by operating activities from continuing operations | 170 | 259 |
| Less: Capital expenditures | (90) | (87) |
| Add: Cash Flow adjustments ¹ | 39 | (14) |
| Adjusted Free Cash Flow² | \$119 | \$158 |

- ▶ Strong free cash flow continues despite weak economic conditions
- ▶ Continue to invest in high return strategic growth initiatives

¹2012 amounts primarily associated with cash outflows for purchases of other productive assets that are classified as 'investing activities' for U.S. GAAP purposes. 2011 amounts primarily associated with Fraport related cash expenses

²Excludes cash flows related to POM expansion in Germany

Expected Uses of Cash in 2012

2012E Adjusted Free Cash Outflows (off Operating EBITDA Base) *in millions*

| | |
|-------------------------------------|------------------------|
| Cash Taxes | \$120 – \$140 |
| Capital Expenditures | \$325 – \$350 |
| Reserve/Other | \$125 – \$150 |
| Net Interest | \$190 – \$200 |
| Pension | \$100 – \$125 |
| Working Capital | (\$50) – \$0 |
| Adjusted Free Cash Outflows* | \$800 – \$1,000 |

- ▶ Dividend, debt service, option receipts, and share repurchases of ~\$80-100 million
- ▶ Recently increased share repurchase authorization to \$400 million, with \$136 million remaining as of September 30, 2012

* Excludes cash outflows for capital expenditures of approximately \$60 million related to POM expansion in Germany

Appendix

Notes:

References on the following slides to tables correspond to the tables included with Celanese press release dated October 22, 2012

Reg G: Business segment data and reconciliation of operating profit (loss) to operating EBITDA - a non-U.S. GAAP measure – unaudited (Table 1)



| (in \$ millions) | Three Months Ended | | |
|---|--------------------|---------------|---------------------------------|
| | September 30, 2012 | June 30, 2012 | December 31, September 30, 2011 |
| Net Sales | | | |
| Advanced Engineered Materials | 322 | 323 | 292 |
| Consumer Specialties | 314 | 327 | 306 |
| Industrial Specialties | 297 | 327 | 272 |
| Acetyl Intermediates | 785 | 821 | 849 |
| Other Activities ¹ | - | - | - |
| Intersegment eliminations | (109) | (123) | (105) |
| Total | 1,609 | 1,675 | 1,614 |
| Operating Profit (Loss) | | | |
| Advanced Engineered Materials | 43 | 21 | (3) |
| Consumer Specialties | 70 | 75 | 59 |
| Industrial Specialties | 23 | 34 | 17 |
| Acetyl Intermediates | 62 | 77 | 67 |
| Other Activities ¹ | (35) | (43) | (43) |
| Total | 163 | 164 | 97 |
| Other Charges and Other Adjustments² | | | |
| Advanced Engineered Materials | (8) | 10 | 8 |
| Consumer Specialties | 7 | (1) | 5 |
| Industrial Specialties | - | - | 1 |
| Acetyl Intermediates | 7 | 1 | 4 |
| Other Activities ¹ | - | 9 | 1 |
| Total | 6 | 19 | 19 |
| Depreciation and Amortization Expense³ | | | |
| Advanced Engineered Materials | 29 | 28 | 32 |
| Consumer Specialties | 10 | 10 | 9 |
| Industrial Specialties | 13 | 13 | 11 |
| Acetyl Intermediates | 20 | 19 | 21 |
| Other Activities ¹ | 3 | 4 | 3 |
| Total | 75 | 74 | 76 |
| Business Operating EBITDA | | | |
| Advanced Engineered Materials | 64 | 59 | 37 |
| Consumer Specialties | 87 | 84 | 73 |
| Industrial Specialties | 36 | 47 | 29 |
| Acetyl Intermediates | 89 | 97 | 92 |
| Other Activities ¹ | (32) | (30) | (39) |
| Total | 244 | 257 | 192 |
| Equity Earnings, Cost - Dividend Income and Other Income (Expense) | | | |
| Advanced Engineered Materials | 45 | 55 | 36 |
| Consumer Specialties | - | 84 | - |
| Industrial Specialties | - | - | 1 |
| Acetyl Intermediates | 2 | 2 | 3 |
| Other Activities ¹ | 7 | 4 | 11 |
| Total | 54 | 145 | 51 |
| Operating EBITDA | | | |
| Advanced Engineered Materials | 109 | 114 | 73 |
| Consumer Specialties | 87 | 168 | 73 |
| Industrial Specialties | 36 | 47 | 30 |
| Acetyl Intermediates | 91 | 99 | 95 |
| Other Activities ¹ | (25) | (26) | (28) |
| Total | 298 | 402 | 243 |

¹ Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.

² See Table 7 for details.

³ Excludes accelerated depreciation and amortization expense included in Other Charges and Other Adjustments above. See Table 1A for details.

Reg G: Reconciliation of consolidated net earnings (loss) to operating EBITDA - a non-U.S. GAAP measure – unaudited (Table 1A)



| <i>(in \$ millions)</i> | Three Months Ended | | | |
|--|-----------------------|------------------|----------------------|-----------------------|
| | September 30, 2012 | June 30, 2012 | December 31, 2011 | September 30, 2011 |
| Net earnings (loss) attributable to Celanese Corporation | 117 | 210 | 95 | 167 |
| (Earnings) loss from discontinued operations | 2 | - | 1 | - |
| Interest income | - | - | (1) | (1) |
| Interest expense | 44 | 45 | 55 | 54 |
| Refinancing expense | - | - | - | - |
| Income tax provision (benefit) | 54 | 54 | (2) | 34 |
| Depreciation and amortization expense ² | 75 | 74 | 76 | 77 |
| Other charges (gains), net ¹ | (2) | 3 | 9 | 24 |
| Other adjustments ¹ | 8 | 16 | 10 | 19 |
| Operating EBITDA | 298 | 402 | 243 | 374 |
| Detail by Business Segment | | | | |
| Advanced Engineered Materials | 109 | 114 | 73 | 112 |
| Consumer Specialties | 87 | 168 | 73 | 78 |
| Industrial Specialties | 36 | 47 | 30 | 43 |
| Acetyl Intermediates | 91 | 99 | 95 | 168 |
| Other Activities ³ | (25) | (26) | (28) | (27) |
| Operating EBITDA | 298 | 402 | 243 | 374 |

¹ See Table 7 for details.

² Excludes accelerated depreciation and amortization expense as detailed in the table below and included in Other adjustments above.

³ Other Activities includes corporate selling, general and administrative expenses and the results from captive insurance companies.

| <i>(in \$ millions)</i> | Three Months Ended | | | |
|--|-----------------------|------------------|----------------------|-----------------------|
| | September 30, 2012 | June 30, 2012 | December 31, 2011 | September 30, 2011 |
| Advanced Engineered Materials | - | - | - | - |
| Consumer Specialties | 3 | 1 | 1 | - |
| Industrial Specialties | - | - | - | - |
| Acetyl Intermediates | - | - | - | - |
| Other Activities ³ | - | - | - | - |
| Accelerated depreciation and amortization expense | 3 | 1 | 1 | - |
| Depreciation and amortization expense ² | 75 | 74 | 76 | 77 |
| Total depreciation and amortization expense | 78 | 75 | 77 | 77 |

Reg G: Adjusted earnings (loss) per share - reconciliation of a non-U.S. GAAP measure – unaudited (Table 6)

| <i>(in \$ millions, except share and per share data)</i> | Three Months Ended | | | | | |
|--|-----------------------|--------------|------------------|--------------|-----------------------|--------------|
| | September 30, 2012 | | June 30, 2012 | | September 30, 2011 | |
| | | per share | | per share | | per share |
| Earnings (loss) from continuing operations | 119 | 0.74 | 210 | 1.31 | 167 | 1.05 |
| Deduct: Income tax (provision) benefit | (54) | | (54) | | (34) | |
| Earnings (loss) from continuing operations before tax | 173 | | 264 | | 201 | |
| Other charges and other adjustments ¹ | 6 | | 19 | | 43 | |
| Refinancing - related expenses | - | | - | | (1) | |
| Adjusted earnings (loss) from continuing operations before tax | 179 | | 283 | | 243 | |
| Income tax (provision) benefit on adjusted earnings ² | (30) | | (48) | | (41) | |
| Less: Noncontrolling interests | - | | - | | - | |
| Adjusted earnings (loss) from continuing operations | 149 | 0.93 | 235 | 1.47 | 202 | 1.27 |
| <i>Diluted shares (in millions) ³</i> | | | | | | |
| Weighted average shares outstanding | 159.1 | | 158.1 | | 156.2 | |
| Dilutive stock options | 0.3 | | 1.0 | | 1.9 | |
| Dilutive restricted stock units | 0.7 | | 0.6 | | 0.9 | |
| Total diluted shares | 160.1 | | 159.7 | | 159.0 | |

¹ See Table 7 for details.

² The adjusted effective tax rate is 17% for the three months ended September 30, 2012, June 30, 2012, and September 30, 2011.

³ Potentially dilutive shares are included in the adjusted earnings per share calculation when adjusted earnings are positive.

Reg G: Other charges and other adjustments - reconciliation of a non-U.S. GAAP measure – unaudited (Table 7)



| <i>(in \$ millions)</i> | Three Months Ended | | | |
|-------------------------------|-----------------------|------------------|----------------------|-----------------------|
| | September 30, 2012 | June 30, 2012 | December 31, 2012 | September 30, 2011 |
| Employee termination benefits | 1 | 1 | 4 | 5 |
| Kelsterbach plant relocation | 3 | 2 | 4 | 14 |
| Plumbing actions | (4) | - | - | (2) |
| Asset impairments | - | - | 1 | - |
| Commercial disputes | (2) | - | - | 7 |
| Total | (2) | 3 | 9 | 24 |

Other Adjustments: ¹

| <i>(in \$ millions)</i> | Three Months Ended | | | | Income Statement Classification |
|--|-----------------------|------------------|----------------------|-----------------------|---------------------------------------|
| | September 30, 2012 | June 30, 2012 | December 31, 2012 | September 30, 2011 | |
| Business optimization | - | 3 | 1 | 2 | Cost of sales / SG&A |
| Kelsterbach plant relocation | (7) | 8 | 1 | 5 | Cost of sales |
| Plant closures | 10 | 2 | 3 | 2 | Cost of sales / SG&A |
| (Gain) loss on disposition of assets | 1 | - | - | (1) | (Gain) loss on disposition |
| Commercial disputes | - | - | 1 | 7 | Cost of sales |
| Other | 4 | 3 | 4 | 4 | Various |
| Total | 8 | 16 | 10 | 19 | |
| Total other charges and other adjustments | 6 | 19 | 19 | 43 | |

¹ These items are included in net earnings but not included in Other charges (gains), net.

Q3 2012 Other charges and other adjustments by business segment - reconciliation of a non-U.S. GAAP measure - unaudited

| in \$ millions | AEM | CS | IS | AI | Other | Total | Income Statement Classification |
|--|------------|----------|----------|----------|----------|----------|---------------------------------|
| Employee termination benefits | - | 1 | - | 1 | (1) | 1 | |
| Kelsterbach plant relocation | 3 | - | - | - | - | 3 | |
| Plumbing actions | (4) | - | - | - | - | (4) | |
| Commercial disputes | - | - | - | (2) | - | (2) | |
| Total other charges | (1) | 1 | - | (1) | (1) | (2) | |
| Kelsterbach plant relocation | (7) | - | - | - | - | (7) | Cost of Sales |
| Plant closures | - | 3 | - | 7 | - | 10 | Cost of Sales / SG&A |
| (Gain)/loss on disposition of assets | - | 1 | - | - | - | 1 | (Gain) loss on disposition |
| Other | - | 2 | - | 1 | 1 | 4 | Various ¹ |
| Total other adjustments | (7) | 6 | - | 8 | 1 | 8 | |
| Total other charges and other adjustments | (8) | 7 | - | 7 | - | 6 | |

¹ The following summarizes the income statement classification of the other adjustments:

| | | | | | | |
|-----------------------------------|----------|----------|----------|----------|----------|----------|
| Cost of Sales | - | 2 | - | 1 | - | 3 |
| Selling, General & Administrative | - | - | - | - | 1 | 1 |
| Total other | - | 2 | - | 1 | 1 | 4 |

Q2 2012 Other charges and other adjustments by business segment - reconciliation of a non-U.S. GAAP measure - unaudited

| in \$ millions | AEM | CS | IS | AI | Other | Total | Income Statement Classification |
|--|-----------|------------|----------|----------|----------|-----------|---------------------------------|
| Employee termination benefits | - | 2 | - | (1) | - | 1 | |
| Kelsterbach plant relocation | 2 | - | - | - | - | 2 | |
| Insurance recoveries | - | (6) | - | - | 6 | - | |
| Total other charges (gains), net | 2 | (4) | - | (1) | 6 | 3 | |
| Business optimization | - | - | - | - | 3 | 3 | SG&A |
| Kelsterbach plant relocation | 8 | - | - | - | - | 8 | Cost of Sales |
| Plant closures | - | 1 | - | 1 | - | 2 | Cost of Sales |
| Other | - | 2 | - | 1 | - | 3 | Various ¹ |
| Total other adjustments | 8 | 3 | - | 2 | 3 | 16 | |
| Total other charges and other adjustments | 10 | (1) | - | 1 | 9 | 19 | |

¹ The following summarizes the income statement classification of the other adjustments:

| | | | | | | |
|---------------------------|----------|----------|----------|----------|----------|----------|
| Cost of Sales | - | 2 | - | - | - | 2 |
| Other income/expense, net | - | - | - | 1 | - | 1 |
| Total other | - | 2 | - | 1 | - | 3 |

Q4 2011 Other charges and other adjustments by business segment - reconciliation of a non-U.S. GAAP measure - unaudited

| in millions | | | | | | | Income |
|--|----------|----------|----------|----------|----------|-----------|-----------------------------|
| | AEM | CS | IS | AI | Other | Total | Statement Classification |
| Employee termination benefits | 3 | 1 | - | - | - | 4 | |
| Kelsterbach plant relocation | 4 | - | - | - | - | 4 | |
| Asset impairments | - | - | - | 1 | - | 1 | |
| Total other charges | 7 | 1 | - | 1 | - | 9 | |
| Business optimization | - | - | - | - | 1 | 1 | Cost of Sales / SG&A |
| Kelsterbach plant relocation | 1 | - | - | - | - | 1 | Cost of Sales |
| Plant closures | - | 1 | 1 | 1 | - | 3 | Cost of Sales / SG&A |
| Commercial disputes | - | - | - | 1 | - | 1 | Cost of Sales |
| Other | - | 3 | - | 1 | - | 4 | Cost of Sales |
| Total other adjustments | 1 | 4 | 1 | 3 | 1 | 10 | |
| Total other charges and other adjustments | 8 | 5 | 1 | 4 | 1 | 19 | |

Q3 2011 Other charges and other adjustments by business segment - reconciliation of a non-U.S. GAAP measure - unaudited



| in millions | AEM | CS | IS | AI | Other | Total | Income Statement Classification | |
|--|-----------|----------|----------|----------|-----------|-----------|---------------------------------|----------------------------|
| Employee termination benefits | 1 | (2) | - | - | 2 | 4 | 5 | |
| Kelsterbach plant relocation | 14 | - | - | - | - | - | 14 | |
| Plumbing actions | (2) | - | - | - | - | - | (2) | |
| Commercial disputes | - | - | - | - | 3 | 4 | 7 | |
| Total other charges | 13 | (2) | - | - | 5 | 8 | 24 | |
| Business optimization | - | - | - | - | - | 2 | 2 | Cost of Sales / SG&A |
| Kelsterbach plant relocation | 5 | - | - | - | - | - | 5 | Cost of Sales |
| Plant closures | - | 1 | - | - | 1 | - | 2 | Cost of Sales / SG&A |
| (Gain)/loss on disposition of assets | - | - | - | - | (1) | - | (1) | (Gain) loss on disposition |
| Commercial disputes | - | - | - | - | 7 | - | 7 | Cost of Sales |
| Other | - | 4 | - | - | - | - | 4 | Cost of Sales |
| Total other adjustments | 5 | 5 | - | - | 7 | 2 | 19 | |
| Total other charges and other adjustments | 18 | 3 | - | - | 12 | 10 | 43 | |

Reg G: Equity affiliate results and reconciliation of operating profit to affiliate EBITDA - a non-U.S. GAAP measure - total - unaudited (Table 8)

| <i>(in \$ millions)</i> | Three Months Ended | | |
|---------------------------------------|-----------------------|------------------|-----------------------|
| | September 30, 2012 | June 30, 2012 | September 30, 2011 |
| Net Sales | | | |
| Affiliates - Asia ¹ | 431 | 441 | 428 |
| Affiliates - Middle East ² | 281 | 380 | 334 |
| Infraserv Affiliates ³ | 457 | 478 | 540 |
| Total | 1,169 | 1,299 | 1,302 |
| Operating Profit | | | |
| Affiliates - Asia ¹ | 55 | 57 | 56 |
| Affiliates - Middle East ² | 134 | 197 | 163 |
| Infraserv Affiliates ³ | 31 | 31 | 33 |
| Total | 220 | 285 | 252 |
| Depreciation and Amortization | | | |
| Affiliates - Asia ¹ | 19 | 19 | 20 |
| Affiliates - Middle East ² | 9 | 9 | 8 |
| Infraserv Affiliates ³ | 25 | 26 | 29 |
| Total | 53 | 54 | 57 |
| Affiliate EBITDA | | | |
| Affiliates - Asia ¹ | 74 | 76 | 76 |
| Affiliates - Middle East ² | 143 | 206 | 171 |
| Infraserv Affiliates ³ | 56 | 57 | 62 |
| Total | 273 | 339 | 309 |
| Net Income | | | |
| Affiliates - Asia ¹ | 37 | 36 | 39 |
| Affiliates - Middle East ² | 120 | 175 | 145 |
| Infraserv Affiliates ³ | 17 | 23 | 16 |
| Total | 174 | 234 | 200 |
| Net Debt | | | |
| Affiliates - Asia ¹ | 378 | 273 | 134 |
| Affiliates - Middle East ² | (94) | (184) | (115) |
| Infraserv Affiliates ³ | 287 | 328 | 239 |
| Total | 571 | 417 | 258 |

¹ Affiliates - Asia accounted for using the equity method includes Polyplastics (45%), Korean Engineering Plastics (50%), Fortron Industries (50%), Una SA (50%). Una SA was divested during the three months ended March 31, 2011.

² Affiliates - Middle East accounted for using the equity method includes National Methanol Company (Ibn Sina) (25%).

³ Infraserv Affiliates accounted for using the equity method includes Infraserv Hoechst (32%), Infraserv Gendorf (39%) and Infraserv Knapsack (27%).

Reg G: Equity affiliate results and reconciliation of proportional operating profit to proportional affiliate EBITDA - a non-U.S. GAAP measure - Celanese proportional share – unaudited (Table 8 continued)

| | Three Months Ended | | |
|---|--------------------|---------------|--------------------|
| | September 30, 2012 | June 30, 2012 | September 30, 2011 |
| <i>(in \$ millions)</i> | | | |
| Proportional Net Sales | | | |
| Affiliates - Asia ¹ | 199 | 203 | 198 |
| Affiliates - Middle East ² | 70 | 95 | 84 |
| Infraserv Affiliates ³ | 150 | 157 | 178 |
| Total | 419 | 455 | 460 |
| Proportional Operating Profit | | | |
| Affiliates - Asia ¹ | 26 | 26 | 26 |
| Affiliates - Middle East ² | 34 | 49 | 41 |
| Infraserv Affiliates ³ | 10 | 10 | 10 |
| Total | 70 | 85 | 77 |
| Proportional Depreciation and Amortization | | | |
| Affiliates - Asia ¹ | 8 | 9 | 9 |
| Affiliates - Middle East ² | 2 | 3 | 2 |
| Infraserv Affiliates ³ | 8 | 8 | 10 |
| Total | 18 | 20 | 21 |
| Proportional Affiliate EBITDA | | | |
| Affiliates - Asia ¹ | 34 | 35 | 35 |
| Affiliates - Middle East ² | 36 | 52 | 43 |
| Infraserv Affiliates ³ | 18 | 18 | 20 |
| Total | 88 | 105 | 98 |
| Equity in net earnings of affiliates (as reported in the Consolidated Statement of Operations) | | | |
| Affiliates - Asia ¹ | 18 | 17 | 18 |
| Affiliates - Middle East ² | 27 | 38 | 34 |
| Infraserv Affiliates ³ | 5 | 7 | 5 |
| Total | 50 | 62 | 57 |
| Proportional Affiliate EBITDA in excess of Equity in net earnings of affiliates | | | |
| Affiliates - Asia ¹ | 16 | 18 | 17 |
| Affiliates - Middle East ² | 9 | 14 | 9 |
| Infraserv Affiliates ³ | 13 | 11 | 15 |
| Total | 38 | 43 | 41 |
| Proportional Net Debt | | | |
| Affiliates - Asia ¹ | 171 | 121 | 60 |
| Affiliates - Middle East ² | (24) | (46) | (29) |
| Infraserv Affiliates ³ | 94 | 107 | 79 |
| Total | 241 | 182 | 110 |

¹ Affiliates - Asia accounted for using the equity method includes Polyplastics (45%), Korean Engineering Plastics (50%), Fortron Industries (50%), Una SA (50%). Una SA was divested during the three months ended March 31, 2011.

² Affiliates - Middle East accounted for using the equity method includes National Methanol Company (IBN Sina) (25%).

³ Infraserv Affiliates accounted for using the equity method includes Infraserv Hoechst (32%), Infraserv Gendorf (39%) and Infraserv Knapsack (27%).