LyondellBasell Industries N.V. Form SC 13D/A March 17, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 7)*

LyondellBasell Industries N.V.

(Name of Issuer)

Ordinary shares, par value 0.04 per share

(Title of Class of Securities)

N53745100

(CUSIP Number)

Alejandro Moreno

c/o Access Industries, Inc.

730 Fifth Avenue, 20th Floor

New York, New York 10019

(212) 247-6400

with copies to:

Matthew E. Kaplan

Debevoise & Plimpton LLP

919 Third Avenue

New York, New York 10022

(212) 909-6000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 8, 2016

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rules 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

- 1 NAME OF REPORTING PERSON.
 - AI International Chemicals S.à r.l.
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
 - (a) " (b) "
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS (SEE INSTRUCTIONS)

AF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

..

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Luxembourg

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 41,144,972 shares

8 SHARED VOTING POWER

OWNED BY

EACH

36,498,394 shares

REPORTING 9 SOLE DISPOSITIVE POWER

PERSON

WITH 41,144,972 shares

36,498,394 shares AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 77,643,366 shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 18.04%⁽¹⁾ TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO (Limited Liability Company)

(1) All percentages are based on an aggregate of 430,449,954 ordinary shares issued and outstanding as of March 3, 2016, as reported in the Issuer s preliminary Proxy Statement, filed on Schedule 14A, on March 9, 2016.

PERSON

WITH

0 shares

1	NAME OF	REPORTING PERSON.
2		nik HE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
3	SEC USE C	DNLY
4	SOURCE C	OF FUNDS (SEE INSTRUCTIONS)
5	AF CHECK IF 2(e)	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or
6	 CITIZENSI	HIP OR PLACE OF ORGANIZATION
NUMB		es of America SOLE VOTING POWER
SHA	RES	
BENEFIC	8	0 shares SHARED VOTING POWER
OWNF EAG		
REPOR		77,643,366 shares SOLE DISPOSITIVE POWER

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 77,643,366 shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 18.04%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

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IN

WITH

0 shares

1	NAME OF REPORTING PERSON.
2	AI Investments Holdings LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "
3	SEC USE ONLY
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)
5	AF CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) of 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
NUMBI SHAI	Delaware ER OF 7 SOLE VOTING POWER RES
BENEFIC	8 SHARED VOTING POWER
EAC REPOR	77,643,366 shares RTING 9 SOLE DISPOSITIVE POWER
PERS	SON

77,643,366 shares AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 77,643,366 shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 18.04%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

(1) All percentages are based on an aggregate of 430,449,954 ordinary shares issued and outstanding as of March 3,

EACH

REPORTING

PERSON

WITH

77,643,366 shares

0 shares

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

1	NAME OF REPORTING PERSON.
2	AI SMS L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "
3	SEC USE ONLY
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)
5	OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
NUMB SHA	British Virgin Islands ER OF 7 SOLE VOTING POWER RES
	CIALLY 0 shares 8 SHARED VOTING POWER ED BY

9

77,643,366 shares AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 77,643,366 shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 18.04%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN

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EACH

REPORTING

PERSON

WITH

77,643,366 shares

0 shares

9 SOLE DISPOSITIVE POWER

1	NAME OF REPORTING PERSON.	
2	AI International GP Limited CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)	
5	OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
NUMB SHA	British Virgin Islands ER OF 7 SOLE VOTING POWER RES	
BENEFI OWNI	CIALLY 0 shares 8 SHARED VOTING POWER ED BY	

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 77,643,366 shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN

REPORTING

PERSON

WITH

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

0 shares

1	NAME OF REPORTING PERSON.
2	AI SMS GP Limited CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "
3	SEC USE ONLY
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)
5	OO CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
NUMB	British Virgin Islands ER OF 7 SOLE VOTING POWER
SHAT BENEFIC OWNE	CIALLY 0 shares 8 SHARED VOTING POWER
EAG	CH O shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 O shares 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO (Limited Liability Company)

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WITH

0 shares

1	NAME OF REPORTING PERSON.
2	Access Industries, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "
3	SEC USE ONLY
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)
5	AF CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
NUMB!	Delaware ER OF 7 SOLE VOTING POWER RES
BENEFIC	8 SHARED VOTING POWER
EAC REPOR	77,643,366 shares RTING 9 SOLE DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 77,643,366 shares CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) ... 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11); 18.04%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

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WITH

0 shares

1	NAME OF REPORTING PERSON.
2	Access Industries Holdings LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "
3	SEC USE ONLY
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)
5	AF CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) of 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
NUMB!	Delaware ER OF 7 SOLE VOTING POWER RES
BENEFIC OWNE	8 SHARED VOTING POWER
EAC REPOR	77,643,366 shares RTING 9 SOLE DISPOSITIVE POWER

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1	NAME OF REPORTING PERSON.
2	Access Industries Management, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) "
3	SEC USE ONLY
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)
5	AF CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
NUMB SHA	Delaware ER OF 7 SOLE VOTING POWER RES
BENEFI OWNI	8 SHARED VOTING POWER
EA(77,643,366 shares RTING 9 SOLE DISPOSITIVE POWER
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