

Edgar Filing: CELESTICA INC - Form SC 13G/A

CELESTICA INC  
Form SC 13G/A  
March 12, 2007

SCHEDULE 13G

Amendment No. 5  
Celestica Incorporated  
Subordinate Voting Common Stock  
Cusip #15101Q108

Cusip #15101Q108  
Item 1: Reporting Person - FMR Corp.  
Item 4: Delaware  
Item 5: 1,440,850  
Item 6: 0  
Item 7: 11,345,360  
Item 8: 0  
Item 9: 11,345,360  
Item 11: 5.724%  
Item 12: HC

Cusip #15101Q108  
Item 1: Reporting Person - Edward C. Johnson 3d  
Item 4: United States of America  
Item 5: 0  
Item 6: 0  
Item 7: 11,345,360  
Item 8: 0  
Item 9: 11,345,360  
Item 11: 5.724%  
Item 12: IN

SCHEDULE 13G - TO BE INCLUDED IN  
STATEMENTS  
FILED PURSUANT TO RULE 13d-1(b) or 13d-2(b)

Item 1(a). Name of Issuer:  
Celestica Incorporated

Item 1(b). Name of Issuer's Principal Executive Offices:  
12 Concord Place  
7th Floor  
Ontario, Canada M3C 1V7

Item 2(a). Name of Person Filing:  
FMR Corp.

Item 2(b). Address or Principal Business Office or, if None,  
Residence:

Edgar Filing: CELESTICA INC - Form SC 13G/A

82 Devonshire Street, Boston,  
Massachusetts 02109

Item 2(c). Citizenship:

Not applicable

Item 2(d). Title of Class of Securities:

Subordinate Voting Common Stock

Item 2(e). CUSIP Number:

15101Q108

Item 3. This statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) and the person filing, FMR Corp., is a parent holding company in accordance with Section 240.13d-1(b)(ii)(G). (Note: See Item 7).

Item 4. Ownership

(a) Amount Beneficially Owned: 11,345,360

(b) Percent of Class: 5.724%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 1,440,850

(ii) shared power to vote or to direct the vote: 0

(iii) sole power to dispose or to direct the disposition of: 11,345,360

(iv) shared power to dispose or to direct the disposition of: 0

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Subordinate Voting Common Stock of Celestica Incorporated. No one person's interest in the Subordinate Voting Common Stock of Celestica Incorporated is more than five percent of the total outstanding Subordinate Voting Common Stock.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Edgar Filing: CELESTICA INC - Form SC 13G/A

See attached Exhibit A.

Item 8. Identification and Classification of Members of the Group.

Not applicable. See attached Exhibit A.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 12, 2007  
Date

/s/Stuart Fross  
Signature

Stuart Fross  
Duly authorized under Power of Attorney  
dated July 30, 2002, by Eric D. Roiter by and on behalf of  
FMR Corp. and its direct and indirect subsidiaries

SCHEDULE 13G - TO BE INCLUDED IN  
STATEMENTS  
FILED PURSUANT TO RULE 13d-1(b) or 13d-2(b)

Pursuant to the instructions in Item 7 of Schedule 13G, Fidelity Management & Research Company ("Fidelity"), 82 Devonshire Street, Boston, Massachusetts 02109, a wholly-owned subsidiary of FMR Corp. and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940, is the beneficial owner of 10,090,010 shares or 5.090% of the Subordinate Voting Common Stock outstanding of Celestica Incorporated ("the Company") as a result of acting as investment adviser to various investment companies registered under Section 8 of the Investment Company Act of 1940.

Edward C. Johnson 3d and FMR Corp., through its control of Fidelity, and the funds each has sole power to dispose of the 10,090,010 shares owned by the Funds.

## Edgar Filing: CELESTICA INC - Form SC 13G/A

Members of the family of Edward C. Johnson 3d, Chairman of FMR Corp., are the predominant owners, directly or through trusts, of Series B shares of common stock of FMR Corp., representing 49% of the voting power of FMR Corp. The Johnson family group and all other Series B shareholders have entered into a shareholders' voting agreement under which all Series B shares will be voted in accordance with the majority vote of Series B shares. Accordingly, through their ownership of voting common stock and the execution of the shareholders' voting agreement, members of the Johnson family may be deemed, under the Investment Company Act of 1940, to form a controlling group with respect to FMR Corp.

Neither FMR Corp. nor Edward C. Johnson 3d, Chairman of FMR Corp., has the sole power to vote or direct the voting of the shares owned directly by the Fidelity Funds, which power resides with the Funds' Boards of Trustees. Fidelity carries out the voting of the shares under written guidelines established by the Funds' Boards of Trustees.

Pyramis Global Advisors, LLC ("PGALLC"), 53 State Street, Boston, Massachusetts, 02109, an indirect wholly-owned subsidiary of FMR Corp. and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940, is the beneficial owner of 1,247,610 shares or 0.629% of the outstanding Subordinate Voting Common Stock of Celestica Incorporated as a result of its serving as investment adviser to institutional accounts, non-U.S. mutual funds, or investment companies registered under Section 8 of the Investment Company Act of 1940 owning such shares.

Edward C. Johnson 3d and FMR Corp., through its control of PGALLC, each has sole dispositive power over 1,247,610 shares and sole power to vote or to direct the voting of 1,247,610 shares of Subordinate Voting Common Stock owned by the institutional accounts or funds advised by PGALLC as reported above.

Pyramis Global Advisors Trust Company ("PGATC"), 53 State Street, Boston, Massachusetts, 02109, an indirect wholly-owned subsidiary of FMR Corp. and a bank as defined in Section 3(a)(6) of the Securities Exchange Act of 1934, is the beneficial owner of 7,740 shares or 0.004% of the outstanding Subordinate Voting Common Stock of the Celestica Incorporated as a result of its serving as investment manager of institutional accounts owning such shares.

Edward C. Johnson 3d and FMR Corp., through its control of Pyramis Global Advisors Trust Company, each has sole dispositive power over 7,740 shares and sole power to vote or to direct the voting of 7,740 shares of Subordinate Voting Common Stock owned by the institutional accounts managed by PGATC as reported above.

SCHEDULE 13G - TO BE INCLUDED IN  
STATEMENTS

FILED PURSUANT TO RULE 13d-1(b) or 13d-2(b)  
RULE 13d-1(f)(1) AGREEMENT

Edgar Filing: CELESTICA INC - Form SC 13G/A

The undersigned persons, on March 12, 2007, agree and consent to the joint filing on their behalf of this Schedule 13G in connection with their beneficial ownership of the Subordinate Voting Common Stock of Celestica Incorporated at February 28, 2007.

FMR Corp.

By /s/ Stuart Fross  
Stuart Fross

Duly authorized under Power of Attorney dated July 30, 2002, by Eric D. Roiter by and on behalf of FMR Corp. and its direct and indirect subsidiaries

Edward C. Johnson 3d

By /s/ Stuart Fross  
Stuart Fross

Duly authorized under Power of Attorney dated July 30, 2002, by Eric D. Roiter by and on behalf of Edward C. Johnson 3d

Fidelity Management & Research Company

By /s/ Stuart Fross  
Stuart Fross

Duly authorized under Power of Attorney dated July 30, 2002, by Eric D. Roiter Senior V.P. and General Counsel