
FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
under the Securities Exchange Act of 1934**

For the month of March, 2023

**001-14832
(Commission File Number)**

CELESTICA INC.

(Translation of registrant's name into English)

**5140 Yonge Street, Suite 1900
Toronto, Ontario
Canada M2N 6L7
(416) 448-5800**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F

Form 40-F

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Furnished Herewith (and incorporated by reference herein)

Exhibit No.

Description

[99.1](#)

[Press Release, dated March 14, 2023](#)

The information contained in this Form 6-K is not incorporated by reference into any registration statement (or into any prospectus that forms a part thereof) filed by Celestica Inc. with the Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: March 14, 2023

CELESTICA INC.

By: /s/ Robert Ellis

Robert Ellis

Chief Legal Officer and Corporate Secretary

EXHIBIT INDEX

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Description

[99.1](#)

[Press Release, dated March 14, 2023](#)



FOR IMMEDIATE RELEASE

March 14, 2023

ONEX INTENDS TO CONVERT ITS CELESTICA MVS TO SVS

TORONTO, Canada – Celestica Inc. (NYSE: CLS) (TSX: CLS), a leader in design, manufacturing and supply chain solutions for the world's most innovative companies, is announcing Onex' stated intention to convert its multiple voting shares (MVS) in Celestica then held to subordinate voting shares (SVS), on a one-for-one basis, in approximately six months.

“Celestica and Onex have shared a productive relationship for over 25 years. The planned conversion of Onex' MVS and the simplification of Celestica's voting structure is the natural next step in the company's evolution,” said Bobby Le Blanc, President of Onex.

“In 2022, Celestica posted its highest annual non-IFRS operating margin and highest non-IFRS adjusted EPS in the company's history. Celestica is a much different company than it was just five years ago and we view this as the next logical phase in the company's transformation,” said Rob Mionis, President and CEO, Celestica.

Celestica also announced it intends to file a Canadian base shelf prospectus.

About Celestica

Celestica enables the world's best brands. Through our recognized customer-centric approach, we partner with leading companies in Aerospace and Defense, Communications, Enterprise, HealthTech, Industrial and Capital Equipment to deliver solutions for their most complex challenges. As a leader in design, manufacturing, hardware platform and supply chain solutions, Celestica brings global expertise and insight at every stage of product development - from the drawing board to full-scale production and after-market services. With talented teams across North America, Europe and Asia, we imagine, develop and deliver a better future with our customers.

For more information, visit www.celestica.com.

Our securities filings can also be accessed at www.sedar.com and www.sec.gov.

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Cautionary Note Regarding Forward-looking Statements

This press release contains forward-looking statements, including, without limitation, statements related to Onex' intentions with respect to Celestica's securities, and Celestica's intention to file a Canadian shelf prospectus. All forward-looking statements herein attributable to Onex are derived from the Statement on Schedule 13D/A filed by Gerald W. Schwartz with the U.S. Securities and Exchange Commission on March 14, 2023. We are not aware of Onex's material assumptions underlying such statements or what Onex believes to be the material risks of such statements ultimately proving to be incorrect. Accordingly, we do not assume any responsibility or liability for the verification, accuracy or completeness of such information nor for updating or withdrawing such information should circumstance change in the future. There can be no assurance that Onex will convert any or all of its holdings of MVS into SVS or sell any holdings of Celestica securities. For forward-looking statements herein attributable to Celestica, we claim the protection of the safe harbor for forward-looking statements contained in the U.S. Private Securities Litigation Reform Act of 1995 and applicable Canadian securities laws.



Celestica

Forward-looking statements are provided to assist readers in understanding management's current expectations and plans relating to the future. Readers are cautioned that such information may not be appropriate for other purposes. Forward-looking statements are not guarantees of future performance and are subject to risks that could cause actual results to differ materially from those expressed or implied in such forward-looking statements, including, among others, that Onex does not convert its then-held Celestica MVS into SVS in approximately 6 months, or at all. Material risks and uncertainties with respect to our business and securities are discussed in our public filings at www.sedar.com and www.sec.gov, including in our most recent MD&A, our most recent Annual Report on Form 20-F filed with, and subsequent reports on Form 6-K furnished to, the U.S. Securities and Exchange Commission, and as applicable, the Canadian Securities Administrators.

Forward-looking statements speak only as of the date on which they are made, and we disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.

All forward-looking statements attributable to us are expressly qualified by these cautionary statements.

Non-IFRS Financial Measures

The non-IFRS financial measures mentioned in this press release are non-IFRS operating margin and non-IFRS adjusted EPS. See "Non-IFRS Financial Measures" in Item 5 of our latest Annual Report on Form 20-F (available at www.sec.gov and www.sedar.com) for the definitions and rationale for the use of these non-IFRS financial measures, as well as a reconciliation of these non-IFRS financial measures to the most directly-comparable IFRS financial measures for 2022.
