

Huntsman Jon M  
Form 4  
November 01, 2017

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Huntsman Jon M

(Last) (First) (Middle)

500 HUNTSMAN WAY

(Street)

SALT LAKE CITY, UT US 84108

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Huntsman CORP [HUN]

3. Date of Earliest Transaction  
(Month/Day/Year)

10/30/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Executive Chairman

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Common<br>Stock                       | 10/30/2017                              |   | S(1)                                 | 383,610   | D  |   |   |
|                                       |   |   |                                      | (A)<br>or<br>(D)  | Price  |   |   |
|                                       |   |   |                                      |   | \$   |   |   |
|                                       |   |   |                                      |   | 31.5831  | 115,206   | D   |
|                                       |   |   |                                      |   | (2)  |   |   |
| Common<br>Stock                       | 10/30/2017                              |   | S(1)(3)                              | 116,390   | D  |   |   |
|                                       |   |   |                                      | (A)<br>or<br>(D)  | Price  |   |   |
|                                       |   |   |                                      |   | \$   |   |   |
|                                       |   |   |                                      |   | 31.6533  | 10,222,466  | I   |
|                                       |   |   |                                      |   | (4)  | (5)   |   |
| Common<br>Stock                       | 11/01/2017                              |   | S(1)(3)                              | 100,000   | D  |   |   |
|                                       |   |   |                                      | (A)<br>or<br>(D)  | Price  |   |   |
|                                       |   |   |                                      |   | \$ 32.315  | 10,122,466  | I   |
|                                       |   |   |                                      |   | (6)  | (5)   |   |

By  
Huntsman  
Family  
Holdings  
Company  
LLC

By  
Huntsman  
Family

|                 |                       |   |  |
|-----------------|-----------------------|---|--|
| Common<br>Stock | 22,900 <sup>(7)</sup> | I | Holdings<br>Company<br>LLC<br><br>By Karen<br>H.<br>Huntsman<br>Inheritance<br>Trust |
|-----------------|-----------------------|---|--|

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| Huntsman Jon M<br>500 HUNTSMAN WAY<br>SALT LAKE CITY, UT US 84108 | Executive Chairman               |

## Signatures

Rachel K. Muir, by Power of  
Attorney 11/01/2017

          Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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 proceeds of the shares sold in lines 1, 2 and 3 of this report were used by Jon M. Huntsman to meet charitable obligations.

The price reported in Column 4 line 1 of Table I is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.13 to \$31.97 per share. The Reporting Person has provided to the Issuer, and undertakes to provide to any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in Footnote (2) to this Form 4.

- (3) At the request of Jon M. Huntsman, Huntsman Family Holdings Company LLC sold the shares reported in lines 2 and 3 of Table 1 of this report for the benefit of, and distributed the proceeds of such sales to, Jon M. Huntsman.

The price reported in Column 4 line 2 of Table I is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.50 to \$31.925 per share. The Reporting Person has provided to the Issuer, and undertakes to provide to any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in Footnote (4) to this Form 4.

- (5) These shares are owned directly by Huntsman Family Holdings Company LLC and indirectly by other members of Huntsman Family Holdings Company LLC and Jon M. Huntsman. Jon M. Huntsman disclaims beneficial ownership of the shares held by Huntsman Family Holdings Company LLC, except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of any of the reported shares for purposes of Section 16 or for any other purpose.

- (6) The price reported in Column 4 line 3 of Table I is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.25 to \$32.40 per share. The Reporting Person has provided to the Issuer, and undertakes to provide to any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in Footnote (6) to this Form 4.

These shares are owned directly by the Karen H. Huntsman Inheritance Trust. Jon M. Huntsman may be deemed to be the beneficial owner of these shares by virtue of being the spouse of Karen H. Huntsman, the trustee of the Karen H. Huntsman Inheritance Trust. Jon

- (7) M. Huntsman disclaims beneficial ownership of the shares held by the Karen H. Huntsman Inheritance Trust, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of any of the reported shares for purposes of Section 16 or for any other purpose.

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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