

Rogers Robert Wade
Form 4
May 04, 2018

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Rogers Robert Wade

(Last) (First) (Middle)

10003 WOODLOCH FOREST
DRIVE

(Street)

THE WOODLANDS, TX 77380

(City) (State) (Zip)

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

Huntsman CORP [HUN]

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

05/02/2018

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 below) ____ Other (specify below)

Sr. VP, Human Resources

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/02/2018		M	15,021 A	\$ 13.5 292,411	D	
Common Stock	05/02/2018		F(1)	10,086 D	\$ 29.46 282,325	D	
Common Stock	05/02/2018		M	26,844 A	\$ 17.59 309,169	D	
Common Stock	05/02/2018		F(1)	20,275 D	\$ 29.49 288,894	D	
Common Stock	05/02/2018		M	38,915 A	\$ 13.41 327,809	D	

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Common Stock	05/02/2018	<u>F</u> (1)	26,052	D	\$ 29.48	301,757	D
Common Stock	05/02/2018	M	31,566	A	\$ 17.85	333,323	D
Common Stock	05/02/2018	<u>F</u> (1)	24,020	D	\$ 29.47	309,303	D
Common Stock	05/02/2018	M	25,961	A	\$ 21.22	335,264	D
Common Stock	05/02/2018	<u>F</u> (1)	21,531	D	\$ 29.53	313,733	D
Common Stock	05/02/2018	M	14,793	A	\$ 22.77	328,526	D
Common Stock	05/02/2018	<u>F</u> (1)	12,744	D	\$ 29.51	315,782	D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 13.5	05/02/2018		M		15,021		<u>(2)</u>	02/23/2020	Common Stock	15,021
Option (Right to Buy)	\$ 17.59	05/02/2018		M		26,844		<u>(3)</u>	02/11/2021	Common Stock	26,844
Option (Right to Buy)	\$ 13.41	05/02/2018		M		38,915		<u>(4)</u>	02/01/2022	Common Stock	38,915
Option (Right to Buy)	\$ 17.58	05/02/2018		M		31,566		<u>(5)</u>	02/06/2023	Common Stock	31,566

Buy)

Option (Right to Buy)	\$ 21.22	05/02/2018	M	25,961	<u>(6)</u>	02/05/2024	Common Stock	25,961
Option (Right to Buy)	\$ 22.77	05/02/2018	M	14,793	<u>(7)</u>	02/04/2025	Common Stock	14,793

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rogers Robert Wade 10003 WOODLOCH FOREST DRIVE THE WOODLANDS, TX 77380			Sr. VP, Human Resources	

Signatures

/s/ Rachel K. Muir, by Power of Attorney

05/04/2018

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).

Represents a "net exercise" of outstanding stock options. These shares were withheld by Huntsman Corporation for payment of the

- (1) exercise price and applicable taxes, based on the market price of Huntsman Corporation's common stock at the time of the option exercise on May 2, 2018 ranging between \$29.46 and \$29.53 per share.
- (2) These options granted under the Huntsman Stock incentive Plan vested in three equal annual installments beginning February 23, 2011.
- (3) These options granted under the Huntsman Stock incentive Plan vested in three equal annual installments beginning February 2, 2012.
- (4) These options granted under the Huntsman Stock incentive Plan vested in three equal annual installments beginning February 1, 2013.
- (5) These options granted under the Huntsman Stock incentive Plan vested in three equal annual installments beginning February 6, 2014.
- (6) These options granted under the Huntsman Stock incentive Plan vested in three equal annual installments beginning February 5, 2015.
- (7) These options granted under the Huntsman Stock incentive Plan vested in three equal annual installments beginning February 4, 2016.

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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