Huntsman James H Form 4 August 09, 2011

FORM 4

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

OMB APPROVAL OMB

Check this box if no longer subject to Section 16.

3235-0287 Number: January 31, Expires:

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

obligations may continue. See Instruction

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

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1(b).

(Print or Type Responses)

1. Name and A Huntsman J	Person * 2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
<i>a</i>	(T') (A)		Huntsman CORP [HUN]		(Check all applicable)			
(Last)	(First) (M		Earliest Tr	ansaction	Director			
500 HUNTSMAN WAY		`	(Month/Day/Year) 08/08/2011			give title 0t below)	% Owner her (specify	
					Ι	Division Presiden	ıt	
	4. If Ame	4. If Amendment, Date Original		6. Individual o	6. Individual or Joint/Group Filing(Check			
		Filed(Mon	nth/Day/Year)	Applicable Line) _X_ Form filed l	oy One Reporting l	Person	
SALT LAK	E CITY, UT 8410	8			Form filed b	y More than One I	Reporting	
(City)	(State) (Zip) Table	e I - Non-D	Perivative Securities A	cquired, Disposed	l of, or Benefici	ally Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transaction	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
					Reported			

(A) Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

Common 5,575 08/08/2011 A A \$0 46,022 D (1) Stock

By Brownie Common 20,590 (2) Ι Capital, Stock

By Huntsman Common 20,831,827 Family I Stock (3) Holdings

Company LLC

LLC

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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 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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 11.21	08/08/2011		A	12,279	<u>(4)</u>	08/08/2021	Common Stock	12,279

Reporting Owners

Reporting Owner Name / Address	Relationships
Kebulung Owner Name / Address	

Director 10% Owner Officer Other

Huntsman James H 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108

Division President

Signatures

Sean H. Pettey, by Power of Attorney

08/09/2011

**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) These shares of restricted stock granted under the Huntsman Stock Incentive Plan vest in three equal annual installments begining August 8, 2012.
- The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuinary interest therein, and the (2) inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- (3) These shares are owned directly by Huntsman Family Holdings Company LLC and indirectly by other members of Huntsman Family
 Holdings Company LLC and the reporting person. The reporting person disclaims beneficial ownership of the shares held by Huntsman
 Family Holdings Company LLC, except to the extent of his pecuinary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

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(4) These options granted under the Huntsman Stock Incentive Plan vest in three equal annual installments begining August 8, 2012. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.