

ESPLIN J KIMO
Form 4
December 07, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ESPLIN J KIMO

2. Issuer Name and Ticker or Trading Symbol
Huntsman CORP [HUN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

HUNTSMAN CORPORATION, 500 HUNTSMAN WAY

3. Date of Earliest Transaction (Month/Day/Year)
12/05/2017

____ Director
____ Officer (give title below) _____ 10% Owner
____ Other (specify below)
Exec VP, Strategy & Investment

(Street)

SALT LAKE CITY, UT US 84108

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

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

(City) (State) (Zip)

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)
			Code	V	Amount	(D)	Price
Common Stock	12/05/2017		M		32,189	A	\$ 13.5
Common Stock	12/05/2017		S		32,189	D	\$ 31.28 (1)
Common Stock	12/05/2017		M		75,758	A	\$ 17.85
Common Stock	12/05/2017		S		75,758	D	\$ 31.3059 (2)
Common Stock	12/05/2017		M		59,002	A	\$ 13.41

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Common Stock	12/05/2017	S	59,002	D	\$ 31,348 (3)	496,700	D
Common Stock	12/06/2017	M	19,614	A	\$ 13.41	516,314	D
Common Stock	12/06/2017	S	19,614	D	\$ 30.2502 (4)	496,700	D
Common Stock	12/06/2017	M	54,230	A	\$ 17.59	550,930	D
Common Stock	12/06/2017	S	54,230	D	\$ 30.2502 (5)	496,700	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
Option (right to buy)	\$ 13.5	12/05/2017		M	32,189	(6) 02/23/2020	Common Stock	32,189
Option (Right to Buy)	\$ 17.85	12/05/2017		M	75,758	(7) 02/06/2023	Common Stock	75,758
Option (Right to Buy)	\$ 13.41	12/05/2017		M	59,002	(8) 02/01/2022	Common Stock	59,002
Option (Right to Buy)	\$ 13.41	12/06/2017		M	19,614	(8) 02/01/2022	Common Stock	19,614
	\$ 17.59	12/06/2017		M	54,230	(9) 02/02/2021		54,230

Option
(Right to
Buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ESPLIN J KIMO HUNTSMAN CORPORATION 500 HUNTSMAN WAY SALT LAKE CITY, UT US 84108			Exec VP, Strategy & Investment	

Signatures

Rachel K. Muir, by Power of
Attorney

12/07/2017

__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 price reported in Column 4 of Line 2 with respect to the 32,189 shares sold on December 5, 2017 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.25 to \$31.345. 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 (1) to this Form 4.

(2) The price reported in Column 4 of Line 4 with respect to the 75,758 shares sold on December 5, 2017 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.25 to \$31.355. 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) The price reported in Column 4 of Line 6 with respect to the 59,002 shares sold on December 5, 2017 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.25 to \$31.415. 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 (3) to this Form 4.

(4) The price reported in Column 4 of Line 8 with respect to the 19,614 shares sold on December 6, 2017 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.25 to \$30.26. 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) The price reported in Column 4 of Line 10 with respect to the 54,230 shares sold on December 6, 2017 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.25 to \$30.26. 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 (5) to this Form 4.

(6) These options vested in three equal annual installments beginning February 23, 2011.

(7) These options vested in three equal annual installments beginning February 6, 2014.

(8) These options vested in three equal annual installments beginning February 1, 2013.

(9) These options vested in three equal annual installments beginning February 2, 2012.

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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