

Gerrard Ronald W  
Form 3  
June 10, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Gerrard Ronald W                        |         | (Month/Day/Year)                     | Huntsman CORP [HUN]  |  |
| (Last)                                    | (First) | 06/01/2009                           |  |  |
| 500 HUNTSMAN WAY                          |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| SALT LAKE CITY, Â UT Â 84108              |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Sr. VP, EHS  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 20,579  | D  | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Title   | Amount or Number of                                    |  |   |

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|                       |       |            |              | Shares |          | (I)<br>(Instr. 5) |   |
|-----------------------|-------|------------|--------------|--------|----------|-------------------|---|
| Option (right to buy) | Â (1) | 02/10/2015 | Common Stock | 27,997 | \$ 23    | D                 | Â |
| Option (right to buy) | Â (2) | 03/01/2016 | Common Stock | 18,731 | \$ 20.5  | D                 | Â |
| Option (right to buy) | Â (3) | 02/20/2017 | Common Stock | 27,666 | \$ 20.66 | D                 | Â |
| Option (right to buy) | Â (4) | 03/02/2019 | Common Stock | 75,000 | \$ 2.59  | D                 | Â |
| Phantom Stock         | Â (5) | Â (5)      | Common Stock | 2,220  | \$ 0     | D                 | Â |
| Phantom Stock         | Â (6) | Â (6)      | Common Stock | 3,435  | \$ 0     | D                 | Â |
| Phantom Stock         | Â (7) | Â (7)      | Common Stock | 31,108 | \$ 0     | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                     |       |
|--|---------------|-----------|---------------------|-------|
|  | Director      | 10% Owner | Officer             | Other |
| Gerrard Ronald W<br>500 HUNTSMAN WAY<br>SALT LAKE CITY, UT 84108 | Â             | Â         | Â Sr.<br>VP,<br>EHS | Â     |

## Signatures

/s/ Sean H. Pettey, by Power of Attorney  
06/10/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) This option became exercisable in three equal annual installments on February 10, 2006, 2007 and 2008.
- (2) This option became exercisable in three equal annual installments on March 1, 2007, 2008 and 2009.
- (3) This option became exercisable as to 9,222 shares on February 20, 2008, an additional 9,222 shares on February 20, 2009 and becomes exercisable as to the remaining 9,222 shares on February 20, 2010.
- (4) This option becomes exercisable as to 25,000 shares on March 2, 2010, an additional 25,000 shares on March 2, 2011 and the remaining 25,000 shares on March 2, 2012.
- (5) These shares of phantom stock become payable on February 20, 2010.
- (6) These shares of phantom stock become payable in two equal annual installments beginning February 26, 2010.
- (7) These shares of phantom stock become payable in three equal annual installments beginning March 2, 2010.

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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