

Gerrard Ronald W
 Form 3
 June 10, 2009

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 and Ticker or Trading Symbol | |
| Â Gerrard Ronald W | | (Month/Day/Year) | Huntsman CORP [HUN] | |
| (Last) | (First) | (Middle) | 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 UTÂ 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 | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (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 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 | Â | Â | Â Sr. VP, 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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