

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **May 1, 2018**

**Huntsman Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-32427**  
(Commission  
File Number)

**42-1648585**  
(IRS Employer  
Identification No.)

**10003 Woodloch Forest Drive**  
**The Woodlands, Texas**  
(Address of principal executive offices)

**77380**  
(Zip Code)

Registrant's telephone number, including area code:  
**(281) 719-6000**

**Not applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 2.02. Results of Operations and Financial Condition.**

On May 1, 2018, we issued a press release announcing our results for the three months ended March 31, 2018. The press release is furnished herewith as Exhibit 99.1.

We will hold a telephone conference to discuss our 2018 first quarter financial results on Tuesday, May 1, 2018 at 10:00 a.m. Eastern Time.

Call-in number for U.S. participants: (888) 713 - 4213  
International participants: (617) 213 - 4865  
Passcode: 755 496 16#

The conference call will be available via webcast and can be accessed from the investor relations page of our website at <http://ir.huntsman.com>.

The conference call will be available for replay beginning May 1, 2018 and ending May 8, 2018. The call-in numbers for the replay are as follows:

Within the U.S.: (888) 286 - 8010  
International participants: (617) 801 - 6888  
Replay code: 29385180

Information with respect to the conference call, together with a copy of the press release furnished herewith as Exhibit 99.1, is available on the investor relations page of our website at <http://ir.huntsman.com>.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Number</b> | <b>Description of Exhibits</b>  |
|---------------|---|
| 99.1          | <a href="#">Press Release dated May 1, 2018 regarding first quarter 2018 earnings</a> |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HUNTSMAN CORPORATION

/s/ IVAN MARCUSE

*Vice President, Investor Relations*

Dated: May 1, 2018

## News Release



## FOR IMMEDIATE RELEASE

May 1, 2018  
The Woodlands, TX  
NYSE: HUN

**Media:**  
Gary Chapman  
(281) 719-4324

**Investor Relations:**  
Ivan Marcuse  
(281) 719-4637

**Huntsman Announces Strong First Quarter 2018 Results,  
With Every Division Showing Earnings Growth Versus the Prior Year;  
Greater Than \$100 Million in Share Repurchases Completed to Date**

## First Quarter 2018 Highlights

- Net income was \$350 million compared to \$92 million in the prior year period and \$287 million in the prior quarter.
- Adjusted EBITDA was \$405 million compared to \$260 million in the prior year period and \$360 million in the prior quarter.
- Diluted income per share was \$1.11 compared to \$0.31 in the prior year period and \$1.00 in the prior quarter.
- Adjusted diluted income per share was \$0.96 compared to \$0.45 in the prior year period and \$0.76 in the prior quarter.
- Net cash provided by operating activities was \$111 million. Free cash flow generation was \$56 million.
- Balance sheet remains strong with a net leverage of 1.3x.
- Completed share repurchases of approximately \$103 million through April 19, 2018, and approximately \$347 million remains on the existing share repurchase authorization.
- Expanded the Polyurethanes downstream business with the acquisition of Demilec, a leading North American polyurethane spray foam producer, which was completed on April 23, 2018.

| In millions, except per share amounts                                | Three months ended |          |              |
|--|--------------------|----------|--------------|
|  | March 31,          |          | December 31, |
|  | 2018               | 2017     | 2017         |
| Revenues   | \$ 2,295           | \$ 1,932 | \$ 2,203     |
| Net income   | \$ 350             | \$ 92    | \$ 287       |
| Adjusted net income(1)   | \$ 237             | \$ 110   | \$ 186       |
| Diluted income per share   | \$ 1.11            | \$ 0.31  | \$ 1.00      |
| Adjusted diluted income per share(1)                                 | \$ 0.96            | \$ 0.45  | \$ 0.76      |
| Adjusted EBITDA(1)   | \$ 405             | \$ 260   | \$ 360       |
| Net cash provided by operating activities from continuing operations | \$ 111             | \$ 70    | \$ 304       |
| Free cash flow(3)  | \$ 56              | \$ 23    | \$ 190       |

See end of press release for footnote explanations

THE WOODLANDS, Texas — Huntsman Corporation (NYSE: HUN) today reported first quarter 2018 results with revenues of \$2,295 million, net income of \$350 million and adjusted EBITDA of \$405 million.

Peter R. Huntsman, Chairman, President and CEO, commented:

*"We have started 2018 fully engaged in executing the priorities that we have outlined to our shareholders. Our core business continues to perform well. All of our divisions improved over the previous year and we continue to expect all divisions will finish this year stronger than last year. Our continued focus on free cash flow produced cash generation well ahead of last year and puts us fully on pace to achieve our 2018 target of \$450-\$650 million."*

*"As we announced in the previous quarter, we have initiated a share buyback program. Through April 19, 2018, we spent \$103 million on buybacks at an average price of \$29.45 per share. We also announced the closing of the Demilec acquisition. This acquisition will provide further downstream growth while generating stronger margins and stability. We will continue to pursue the prudent deployment of capital to create further shareholder value."*

## Segment Analysis for 1Q18 Compared to 1Q17

## Polyurethanes

The increase in revenues in our Polyurethanes segment for the three months ended March 31, 2018 compared to the same period of 2017 was due to higher average selling prices and higher sales volumes. MDI average selling prices increased in response to continued strong market conditions. MTBE average selling prices increased primarily as a result of higher pricing for high octane gasoline. MDI sales volumes increased due to increased demand across most major markets. MTBE sales volumes increased due to increased demand for MTBE. The increase in segment adjusted EBITDA was primarily due to higher MDI margins as well as higher MTBE margins.

## Performance Products

The increase in revenues in our Performance Products segment for the three months ended March 31, 2018 compared to the same period of 2017 was due to higher average selling prices and higher sales volumes. Average selling prices increased primarily due to strong market conditions across several of our derivatives businesses and in response to higher raw material costs. Sales volumes increased in our amines, maleic anhydride and ethylene glycol businesses. The increase in segment adjusted EBITDA was primarily due to higher volumes and margins.

#### *Advanced Materials*

The increase in revenues in our Advanced Materials segment for the three months ended March 31, 2018, compared to the same period in 2017 was due to higher average selling prices, partially offset by lower sales volumes. Average selling prices increased largely in response to higher raw material costs and the impact of a weaker U.S. dollar against major international currencies. Sales volumes increased across most markets in our core specialty business but were more than offset by lower sales volumes in our wind market. Segment adjusted EBITDA increased due to higher specialty sales volumes and lower fixed costs, partially offset by higher raw material costs.

#### *Textile Effects*

The increase in revenues in our Textile Effects segment for the three months ended March 31, 2018 compared to the same period of 2017 was due to higher sales volumes, partially offset by lower average selling prices. Sales volumes increased in textile chemicals, particularly in our Asia and South America regions. Average selling prices decreased primarily due to product mix effect, partially offset by the impact of a weaker U.S.

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dollar against major international currencies. The increase in segment adjusted EBITDA was primarily due to higher sales volumes, lower fixed costs and certain credits during the three months ended March 31, 2018.

#### *Corporate, LIFO and other*

For the three months ended March 31, 2018, segment adjusted EBITDA from Corporate and other for Huntsman Corporation was a loss of \$43 million which was flat with the prior year period 2017.

#### **Held for Sale and Discontinued Operations**

Our former Pigments and Additives segment, now known as Venator, is classified as held for sale on our balance sheet and treated as discontinued operations on our income statement. Please refer to the Form 8-K we filed on October 31, 2017 with certain restated historical financial data. Huntsman currently owns 53% of Venator's outstanding shares.

#### **Liquidity, Capital Resources and Outstanding Debt**

During the quarter we generated adjusted free cash flow of \$56 million compared to \$23 million a year ago. As of March 31, 2018, we had \$1,249 million of combined cash and unused borrowing capacity compared to \$1,247 million as of December 31, 2017.

During the three months ended March 31, 2018, we spent \$55 million on capital expenditures compared to \$51 million in the same period of 2017. We expect to spend approximately \$325 million on capital expenditures in 2018.

Through April 19, 2018, we have spent approximately \$103 million to repurchase approximately 3.5 million shares. We currently have approximately \$347 million remaining on our existing share repurchase authorization.

On April 23, 2018, we completed the acquisition of Demilec. We funded the purchase price of \$350 million, plus customary working capital adjustments, with available liquidity.

#### **Income Taxes**

During the three months ended March 31, 2018, we recorded income tax expense of \$53 million compared to \$19 million during the same period in 2017. In the first quarter 2018, our adjusted effective tax rate was 19%. Our 2018 adjusted effective tax rate will be approximately 20% - 22%. We expect our long-term adjusted effective tax rate will be approximately 23% - 25%.

#### **Earnings Conference Call Information**

We will hold a conference call to discuss our first quarter 2018 financial results on Tuesday, May 1, 2018 at 10:00 a.m. ET.

Call-in numbers for the conference call:

|                            |                  |
|----------------------------|------------------|
| U.S. participants          | (888) 713 - 4213 |
| International participants | (617) 213 - 4865 |
| Passcode                   | 755 496 16#      |

In order to facilitate the registration process, you may use the following link to pre-register for the conference call. Callers who pre-register will be given a unique PIN to gain immediate access to the call and bypass the live operator. You may pre-register at any time, including up to and after the call start time. To pre-register, please go to: <https://www.theconferencingservice.com/prereg/key.process?key=P8QQKLTUE>

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#### **Webcast Information**

The conference call will be available via webcast and can be accessed from the company's website at [ir.huntsman.com](http://ir.huntsman.com).

#### **Replay Information**

The conference call will be available for replay beginning May 1, 2018 and ending May 8, 2018.

Call-in numbers for the replay:

U.S. participants (888) 286 - 8010  
International participants (617) 801 - 6888  
Replay code 29385180

### Upcoming Conferences

During the second quarter a member of management is expected to present at:

Wells Fargo Industrials Conference on May 8, 2018  
TPH Hotter 'N Hell Conference on May 15, 2018  
KeyBanc Capital Markets' Industrials and Basic Materials Conference on May 30, 2018  
Deutsche Bank's Annual Global Industrials and Materials Summit on June 6, 2018  
Vertical Research Partners Global Materials Conference on June 14, 2018

A webcast of the presentation, if applicable, along with accompanying materials will be available at [ir.huntsman.com](http://ir.huntsman.com).

### 2018 Investor Day

Huntsman will host a meeting for investors and analysts on Wednesday, May 23, 2018, from 8:30 a.m. to 12:00 p.m., local time in New York City. The agenda for the meeting will include a review of the company's business strategy and an in-depth discussion of each of the company's businesses. Presenters will include Peter Huntsman, Chairman, President and CEO, and other business leaders. Contact [ir@huntsman.com](mailto:ir@huntsman.com) for more information or to RSVP. A live webcast and presentation materials will be available the day of the event at [ir.huntsman.com](http://ir.huntsman.com). A replay of the webcast will be available following the presentations.

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**Table 1 — Results of Operations**

| In millions, except per share amounts                           | Three months ended<br>March 31, |          |
|---|---------------------------------|----------|
|   | 2018                            | 2017     |
| <b>Revenues</b>   | \$ 2,295                        | \$ 1,932 |
| Cost of goods sold  | 1,755                           | 1,542    |
| <b>Gross profit</b>   | 540                             | 390      |
| Operating expenses  | 242                             | 219      |
| Restructuring, impairment and plant closing costs               | 2                               | 9        |
| <b>Operating income</b>   | 296                             | 162      |
| Interest expense  | (27)                            | (48)     |
| Equity in income of investment in unconsolidated affiliates     | 13                              | —        |
| Other income, net   | 7                               | 4        |
| <b>Income before income taxes</b>                               | 289                             | 118      |
| Income tax expense  | (53)                            | (19)     |
| <b>Income from continuing operations</b>                        | 236                             | 99       |
| Income (loss) from discontinued operations, net of tax(4)       | 114                             | (7)      |
| <b>Net income</b>   | 350                             | 92       |
| Net income attributable to noncontrolling interests, net of tax | (76)                            | (16)     |
| <b>Net income attributable to Huntsman Corporation</b>          | \$ 274                          | \$ 76    |
| <b>Adjusted EBITDA(1)</b>                                       | \$ 405                          | \$ 260   |
| <b>Adjusted net income(1)</b>                                   | \$ 237                          | \$ 110   |
| <b>Basic income per share</b>                                   | \$ 1.14                         | \$ 0.32  |
| <b>Diluted income per share</b>                                 | \$ 1.11                         | \$ 0.31  |
| <b>Adjusted diluted income per share(1)</b>                     | \$ 0.96                         | \$ 0.45  |
| <b>Common share information:</b>                                |                                 |          |
| Basic shares outstanding  | 241                             | 237      |
| Diluted shares  | 246                             | 243      |
| Diluted shares for adjusted diluted income per share            | 246                             | 243      |

See end of press release for footnote explanations

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**Table 2 — Results of Operations by Segment**

| In millions                | Three months ended<br>March 31, |                 | Better /<br>(Worse) |
|----------------------------|---------------------------------|-----------------|---------------------|
|                            | 2018                            | 2017            |                     |
| <b>Segment Revenues:</b>   |                                 |                 |                     |
| Polyurethanes              | \$ 1,222                        | \$ 953          | 28 %                |
| Performance Products       | 603                             | 533             | 13 %                |
| Advanced Materials         | 279                             | 259             | 8 %                 |
| Textile Effects            | 200                             | 188             | 6 %                 |
| Corporate and eliminations | (9)                             | (1)             | n/m                 |
| <b>Total</b>               | <b>\$ 2,295</b>                 | <b>\$ 1,932</b> | <b>19 %</b>         |

| <b>Segment Adjusted EBITDA(1):</b> |           |            |           |            |            |
|------------------------------------|-----------|------------|-----------|------------|------------|
| Polyurethanes                      | \$        | 261        | \$        | 144        | 81%        |
| Performance Products               |           | 102        |           | 84         | 21%        |
| Advanced Materials                 |           | 59         |           | 54         | 9%         |
| Textile Effects                    |           | 26         |           | 21         | 24%        |
| Corporate, LIFO and other          |           | (43)       |           | (43)       | 0%         |
| <b>Total</b>                       | <b>\$</b> | <b>405</b> | <b>\$</b> | <b>260</b> | <b>56%</b> |

n/m = not meaningful

See end of press release for footnote explanations

**Table 3 — Factors Impacting Sales Revenue**

|                      | Three months ended<br>March 31, 2018 vs. 2017 |                  |                      |                    |       |
|----------------------|---|------------------|----------------------|--------------------|-------|
|                      | Average Selling Price(a)                      |                  | Sales Mix<br>& Other | Sales<br>Volume(b) | Total |
|                      | Local<br>Currency                             | Exchange<br>Rate |                      |                    |       |
| Polyurethanes        | 15%   | 7%               | (3)%                 | 9%                 | 28%   |
| Performance Products | 8%  | 3%               | (8)%                 | 10%                | 13%   |
| Advanced Materials   | 2%  | 7%               | 2%                   | (3)%               | 8%    |
| Textile Effects      | (3)%  | 4%               | 2%                   | 3%                 | 6%    |
| Total Company        | 8%  | 6%               | (4)%                 | 9%                 | 19%   |

(a) Excludes sales from tolling arrangements, by-products and raw materials.

(b) Excludes sales from by-products and raw materials.

**Table 4 — Reconciliation of U.S. GAAP to Non-GAAP Measures**

| In millions, except per share amounts                            | EBITDA                          |               | Income Tax<br>Expense           |                | Net Income                      |               | Diluted Income<br>Per Share     |                |
|--|---------------------------------|---------------|---------------------------------|----------------|---------------------------------|---------------|---------------------------------|----------------|
|  | Three months ended<br>March 31, |               | Three months ended<br>March 31, |                | Three months ended<br>March 31, |               | Three months ended<br>March 31, |                |
|  | 2018                            | 2017          | 2018                            | 2017           | 2018                            | 2017          | 2018                            | 2017           |
| <b>Net income</b>  | \$ 350                          | \$ 92         |                                 |                | \$ 350                          | \$ 92         | \$ 1.42                         | \$ 0.38        |
| Net income attributable to noncontrolling interests              | (76)                            | (16)          |                                 |                | (76)                            | (16)          | (0.31)                          | (0.07)         |
| <b>Net income attributable to Huntsman Corporation</b>           | 274                             | 76            |                                 |                | 274                             | 76            | 1.11                            | 0.31           |
| Interest expense from continuing operations                      | 27                              | 48            |                                 |                |                                 |               |                                 |                |
| Interest expense from discontinued operations(4)                 | 9                               | —             |                                 |                |                                 |               |                                 |                |
| Income tax expense from continuing operations                    | 53                              | 19            | \$ (53)                         | \$ (19)        |                                 |               |                                 |                |
| Income tax expense from discontinued operations(4)               | 20                              | 3             |                                 |                |                                 |               |                                 |                |
| Depreciation and amortization from continuing operations         | 82                              | 76            |                                 |                |                                 |               |                                 |                |
| Depreciation and amortization from discontinued operations(4)    | —                               | 30            |                                 |                |                                 |               |                                 |                |
| Acquisition and integration expenses                             | 1                               | 3             | —                               | (1)            | 1                               | 2             | —                               | 0.01           |
| EBITDA / Income from discontinued operations, net of tax(4)      | (143)                           | (26)          | N/A                             | N/A            | (114)                           | 7             | (0.46)                          | 0.03           |
| Noncontrolling interest of discontinued operations(1)(4)         | 55                              | 3             | N/A                             | N/A            | 55                              | 3             | 0.22                            | 0.01           |
| Certain legal and other settlements and related expenses         | 7                               | —             | (1)                             | —              | 6                               | —             | 0.02                            | —              |
| Amortization of pension and postretirement actuarial losses      | 17                              | 19            | (4)                             | (4)            | 13                              | 15            | 0.05                            | 0.06           |
| Restructuring, impairment and plant closing and transition costs | 3                               | 9             | (1)                             | (2)            | 2                               | 7             | 0.01                            | 0.03           |
| <b>Adjusted(1)</b>   | <b>\$ 405</b>                   | <b>\$ 260</b> | <b>\$ (59)</b>                  | <b>\$ (26)</b> | <b>\$ 237</b>                   | <b>\$ 110</b> | <b>\$ 0.96</b>                  | <b>\$ 0.45</b> |
| Adjusted income tax expense(1)                                   |                                 |               |                                 |                | \$ 59                           | \$ 26         |                                 |                |
| Net income attributable to noncontrolling interests, net of tax  |                                 |               |                                 |                | 76                              | 16            |                                 |                |
| Noncontrolling interest of discontinued operations(1)(4)         |                                 |               |                                 |                | (55)                            | (3)           |                                 |                |
| <b>Adjusted pre-tax income(1)</b>                                |                                 |               |                                 |                | <b>\$ 317</b>                   | <b>\$ 149</b> |                                 |                |
| <b>Adjusted effective tax rate</b>                               |                                 |               |                                 |                |                                 |               | 19%                             | 17%            |

| EBITDA             | Income Tax<br>Expense | Net Income         | Diluted Income<br>Per Share |
|--------------------|-----------------------|--------------------|-----------------------------|
| Three months ended | Three months ended    | Three months ended | Three months ended          |

| In millions, except per share amounts                            | December 31,<br>2017 | December 31,<br>2017 | December 31,<br>2017 | December 31,<br>2017 |
|--|----------------------|----------------------|----------------------|----------------------|
| <b>Net income</b>  | \$ 287               |                      | \$ 287               | \$ 1.17              |
| Net income attributable to noncontrolling interests              | (41)                 |                      | (41)                 | (0.17)               |
| <b>Net income attributable to Huntsman Corporation</b>           | 246                  |                      | 246                  | 1.00                 |
| Interest expense from continuing operations                      | 31                   |                      |                      |                      |
| Interest expense from discontinued operations(4)                 | 11                   |                      |                      |                      |
| Income tax expense from continuing operations                    | (14)                 | \$ 14                |                      |                      |
| Income tax expense from discontinued operations(4)               | 26                   |                      |                      |                      |
| Depreciation and amortization from continuing operations         | 84                   |                      |                      |                      |
| Acquisition and integration expenses                             | 2                    | (1)                  | 1                    | —                    |
| EBITDA / Income from discontinued operations, net of tax(4)      | (94)                 | N/A                  | (57)                 | (0.23)               |
| Noncontrolling interest of discontinued operations(1)(4)         | 31                   | N/A                  | 31                   | 0.13                 |
| U.S. tax reform impact on noncontrolling interest                | (6)                  | N/A                  | (6)                  | (0.02)               |
| U.S. tax reform impact on tax expense                            | N/A                  | (52)                 | (52)                 | (0.21)               |
| Gain on disposition of businesses/assets                         | (1)                  | —                    | (1)                  | —                    |
| Loss on early extinguishment of debt                             | 18                   | (7)                  | 11                   | 0.04                 |
| Expenses associated with merger                                  | 10                   | (9)                  | 1                    | —                    |
| Certain legal and other settlements and related credits          | (12)                 | 4                    | (8)                  | (0.03)               |
| Net plant incident costs   | 3                    | (2)                  | 1                    | —                    |
| Amortization of pension and postretirement actuarial losses      | 18                   | (5)                  | 13                   | 0.05                 |
| Restructuring, impairment and plant closing and transition costs | 7                    | (1)                  | 6                    | 0.02                 |
| <b>Adjusted(1)</b>   | <u>\$ 360</u>        | <u>\$ (59)</u>       | <u>\$ 186</u>        | <u>\$ 0.76</u>       |
| Adjusted income tax expense(1)                                   |                      |                      | \$ 59                |                      |
| Net income attributable to noncontrolling interests, net of tax  |                      |                      | 41                   |                      |
| Noncontrolling interest of discontinued operations(1)(4)         |                      |                      | (31)                 |                      |
| U.S. tax reform impact on noncontrolling interest                |                      |                      | 6                    |                      |
| <b>Adjusted pre-tax income(1)</b>                                |                      |                      | <u>\$ 261</u>        |                      |
| <b>Adjusted effective tax rate</b>                               |                      |                      |                      | 23 %                 |

See end of press release for footnote explanations

**Table 5 — Selected Balance Sheet Items**

| In millions                         | March 31,<br>2018 | December 31,<br>2017 |
|-------------------------------------|-------------------|----------------------|
| Cash                                | \$ 453            | \$ 481               |
| Accounts and notes receivable, net  | 1,407             | 1,283                |
| Inventories                         | 1,203             | 1,073                |
| Other current assets                | 262               | 262                  |
| Current assets held for sale        | 3,060             | 2,880                |
| Property, plant and equipment, net  | 3,117             | 3,098                |
| Other assets                        | 1,201             | 1,167                |
| <b>Total assets</b>                 | <u>\$ 10,703</u>  | <u>\$ 10,244</u>     |
| Accounts payable                    | \$ 993            | \$ 964               |
| Other current liabilities           | 533               | 569                  |
| Current portion of debt             | 36                | 40                   |
| Current liabilities held for sale   | 1,721             | 1,692                |
| Long-term debt                      | 2,298             | 2,258                |
| Other liabilities                   | 1,353             | 1,350                |
| Total equity                        | 3,769             | 3,371                |
| <b>Total liabilities and equity</b> | <u>\$ 10,703</u>  | <u>\$ 10,244</u>     |

**Table 6 — Outstanding Debt**

| In millions                              | March 31,<br>2018 | December 31,<br>2017 |
|--|-------------------|----------------------|
| <b>Debt:</b>                             |                   |                      |
| Senior credit facilities                 | \$ —              | \$ —                 |
| Accounts receivable programs             | 184               | 180                  |
| Senior notes                             | 1,964             | 1,927                |
| Variable interest entities               | 105               | 107                  |
| Other debt                               | 81                | 84                   |
| <b>Total debt - excluding affiliates</b> | <u>2,334</u>      | <u>2,298</u>         |

|                                       |                 |                 |
|---------------------------------------|-----------------|-----------------|
| Total cash                            | 453             | 481             |
| <b>Net debt- excluding affiliates</b> | <u>\$ 1,881</u> | <u>\$ 1,817</u> |

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**Table 7 — Summarized Statement of Cash Flows**

| In millions   | Three months ended<br>March 31, |                           |
|---|---------------------------------|---------------------------|
|   | 2018                            | 2017                      |
| <b>Total cash at beginning of period(a)</b>   | \$ 719                          | \$ 425                    |
| Net cash provided by operating activities - continuing operations                   | 111                             | 70                        |
| Net cash provided by operating activities - discontinued operations(4)              | 52                              | 23                        |
| Net cash used in investing activities - continuing operations                       | (69)                            | (47)                      |
| Net cash (used in) provided by investing activities - discontinued operations(4)    | (67)                            | 24                        |
| Net cash used in financing activities   | (86)                            | (31)                      |
| Effect of exchange rate changes on cash   | 16                              | 5                         |
| <b>Total cash at end of period(a)</b>   | <u>\$ 676</u>                   | <u>\$ 469</u>             |
| <b>Supplemental cash flow information - continuing operations:</b>                  |                                 |                           |
| Cash paid for interest  | \$ (12)                         | \$ (36)                   |
| Cash paid for income taxes  | (26)                            | (8)                       |
| Cash paid for capital expenditures  | (55)                            | (51)                      |
| Depreciation and amortization   | 82                              | 76                        |
| Changes in primary working capital:   |                                 |                           |
| Accounts and notes receivable   | (104)                           | (55)                      |
| Inventories   | (105)                           | (109)                     |
| Accounts payable  | 36                              | 83                        |
| <b>Total cash used in primary working capital</b>                                   | <u>\$ (173)</u>                 | <u>\$ (81)</u>            |
|   | <b>Three months ended</b>       | <b>Three months ended</b> |
|   | <b>2018</b>                     | <b>2017</b>               |
| <b>Free cash flow(3):</b>   |                                 |                           |
| Net cash provided by operating activities   | \$ 111                          | \$ 70                     |
| Capital expenditures  | (55)                            | (51)                      |
| All other investing activities, excluding acquisition and disposition activities(b) | —                               | 4                         |
| <b>Total free cash flow</b>   | <u>\$ 56</u>                    | <u>\$ 23</u>              |
| Adjusted EBITDA   | \$ 405                          | \$ 260                    |
| Capital expenditures  | (55)                            | (51)                      |
| Capital reimbursements  | 1                               | 1                         |
| Interest  | (12)                            | (36)                      |
| Income taxes  | (26)                            | (8)                       |
| Primary working capital change  | (173)                           | (81)                      |
| Restructuring   | —                               | (9)                       |
| Pensions  | (31)                            | (15)                      |
| Maintenance & other   | (53)                            | (38)                      |
| <b>Total free cash flow(3)</b>  | <u>\$ 56</u>                    | <u>\$ 23</u>              |

(a) Includes restricted cash and cash held in discontinued operations.

(b) Represents "Acquisition of business, net of cash acquired", "Cash received from purchase price adjustment for business acquired", and "Proceeds from sale of business/assets".

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**Footnotes**

(1) We use adjusted EBITDA to measure the operating performance of our business and for planning and evaluating the performance of our business segments. We provide adjusted net income because we feel it provides meaningful insight for the investment community into the performance of our business. We believe that net income (loss) is the performance measure calculated and presented in accordance with generally accepted accounting principles in the U.S. ("GAAP") that is most directly comparable to adjusted EBITDA and adjusted net income. Additional information with respect to our use of each of these financial measures follows:

Adjusted EBITDA, adjusted net income (loss) and adjusted diluted income (loss) per share, as used herein, are not necessarily comparable to other similarly titled measures of other companies.

Adjusted EBITDA is computed by eliminating the following from net income (loss): (a) net income attributable to noncontrolling interests, net of tax; (b) interest; (c) income taxes; (d) depreciation and amortization; (e) acquisition and integration expenses; (f) income (loss) from discontinued operations, net of tax; (g) noncontrolling interest of discontinued operations (h) loss (gain) on disposition of businesses/assets; (i) loss on early extinguishment of debt; (j) expenses associated with merger; (k) certain legal and other settlements and related expenses (credits) (l) net plant incident costs (credits); (m) amortization of pension and postretirement actuarial losses



(gains); and (n) restructuring, impairment and plant closing costs (credits). The reconciliation of adjusted EBITDA to net income (loss) is set forth in Table 4 above.

Adjusted net income (loss) and adjusted diluted income (loss) per share are computed by eliminating the after tax impact of the following items from net income (loss): (a) net income attributable to noncontrolling interest; (b) acquisition and integration expenses, purchase accounting adjustments; (c) impact of certain foreign tax credit elections; (d) income (loss) from discontinued operations, net of tax; (e) discount amortization on settlement financing associated with the terminated merger; (f) loss (gain) on disposition of businesses/assets; (g) loss on early extinguishment of debt; (h) expenses associated with the merger; (i) certain legal and other settlements and related expenses (credits); (j) net plant incident costs (credits); (k) noncontrolling interest of discontinued operations; (l) amortization of pension and postretirement actuarial losses (gains); and (m) restructuring, impairment and plant closing costs (credits). The income tax impacts, if any, of each adjusting item represent a ratable allocation of the total difference between the unadjusted tax expense and the total adjusted tax expense, computed without consideration of any adjusting items using a with and without approach. We do not adjust for changes in tax valuation allowances because we do not believe it provides more meaningful information than is provided under GAAP. The reconciliation of adjusted net income (loss) to net income (loss) is set forth in Table 4 above.

- (2) Pro forma adjusted to exclude the sale of our European differentiated surfactants business to Innospec on December 30, 2016 as if it had occurred at the beginning of the relevant period.
- (3) Management internally uses a free cash flow measure: (a) to evaluate the Company's liquidity, (b) to evaluate strategic investments, (c) to plan stock buyback and dividend levels and (d) to evaluate the Company's ability to incur and service debt. Free cash flow is not a defined term under U.S. GAAP, and it should not be inferred that the entire free cash flow amount is available for discretionary expenditures. The Company defines free cash flow as cash flow provided by operating activities less cash flow used in investing activities, excluding acquisition/disposition activities and non-recurring separation costs. Free cash flow is typically derived directly from the Company's condensed consolidated statement of cash flows; however, it may be adjusted for items that affect comparability between periods.
- (4) During the third quarter of 2017 we separated our Pigments and Additives division through an Initial Public Offering of Venator Materials PLC; Additionally, during the first quarter 2010 we closed our Australian styrenics operations. Results from these associated businesses are treated as discontinued operations.

#### **About Huntsman:**

*Huntsman Corporation is a publicly traded global manufacturer and marketer of differentiated and specialty chemicals with 2017 revenues more than \$8 billion. Our chemical products number in the thousands and are sold worldwide to manufacturers serving a broad and diverse range of consumer and industrial end markets. We operate more than 75 manufacturing, R&D and operations facilities in approximately 30 countries and employ approximately 10,000 associates within our four distinct business divisions. For more information about Huntsman, please visit the company's website at [www.huntsman.com](http://www.huntsman.com).*

#### **Social Media:**

*Twitter: [www.twitter.com/Huntsman\\_Corp](http://www.twitter.com/Huntsman_Corp)*

*Facebook: [www.facebook.com/huntsmancorp](http://www.facebook.com/huntsmancorp)*

*LinkedIn: [www.linkedin.com/company/huntsman](http://www.linkedin.com/company/huntsman)*

#### **Forward-Looking Statements:**

*Certain information in this release constitutes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These statements are based on management's current beliefs and expectations. The forward-looking statements in this release are subject to uncertainty and changes in circumstances and involve risks and uncertainties that may affect the company's operations, markets, products, services, prices and other factors as discussed under the caption "Risk Factors" in the Huntsman companies' filings with the U.S. Securities and Exchange Commission. Significant risks and uncertainties may relate to, but are not limited to, volatile global economic conditions, cyclical and volatile product markets, disruptions in production at manufacturing facilities, reorganization or restructuring of Huntsman's operations, including any delay of, or other negative developments affecting the ability to implement cost reductions and manufacturing optimization improvements in Huntsman businesses and realize anticipated cost savings, and other financial, economic, competitive, environmental, political, legal, regulatory and technological factors. The company assumes no obligation to provide revisions to any forward-looking statements should circumstances change, except as otherwise required by applicable laws.*