FORM	4
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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).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Print or Type Responses)											
1. Name and Address of R Huntsman James H	2. Issuer Name Huntsman CO			Trading S	ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner					
(Last) 500 HUNTSMAN W	3. Date of Earlie 11/07/2014	st Transac	tion ((Month/Da	ay/Yea	X_Officer (give title below)Other (specify below) Division President					
SALT LAKE CITY,	4. If Amendmen	t, Date Ori	iginal	l Filed(Mon	nth/Day/	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)]	Fable I - N	on-I	Derivative	Secu	ired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)		Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	on	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)		Beneficial Ownership
				Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Insu: 4)
Common Stock		11/07/2014		S		22,500 (1)	D	\$ 24.7587	11,923,244 (2)	I	By Huntsman Family Holdings Company LLC
Common Stock									59,365	D	
Common Stock									15,118 (<u>3</u>)	I	By Brownie Capital, LLC

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.			6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transactio	n Nu	Number		and Expiration Date		Amount of D		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of	of (Month/Day/Year) U		Underlying Secu		Security	Securities	Form of	Beneficial		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	De	· · · · · · · · · · · · · · · · · · ·		Securities (Instr.		(Instr. 5)	Beneficially	Derivative	Ownership		
	Derivative				Se	Securities (1		(Instr. 3 and			Owned	Security:	(Instr. 4)		
	Security				Ac	cquire	ed			4)			Following	Direct (D)	
					(A) or					Reported	or Indirect				
					Disposed		ed					Transaction(s)	(I)		
					of (D)								(Instr. 4)	(Instr. 4)	
					(Instr. 3,										
					4, and 5)		5)								
											Amount				
											or				
									Expiration		Number				
								Exercisable	Date		of				
				Code V	7 (A	A) (D)				Shares				

Reporting Owners

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Huntsman James H 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108			Division President						

Signatures

**Signature of Reporting Person

11/07/2014 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).
- The price reported in Column 4 of Table 1 on Line 1 with respect to the shares sold on November 7, 2014 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.67 to \$24.93 per share. 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 sold at each separate price within the range set forth in Footnote (1) to this Form 4.
 - These shares are owned directly by Huntsman Family Holdings Company LLC and indirectly by other members of Huntsman Family Holdings Company LLC and the
- (2) 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.
- (3) The reporting person disclaims beneficial ownership of these shares 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.

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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