

Huntsman James H
 Form 3/A
 July 11, 2011

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 and Ticker or Trading Symbol	
Huntsman James H		(Month/Day/Year)	Huntsman CORP [HUN]	
(Last)	(First)	(Middle)	07/11/2011	
500 HUNTSMAN WAY		4. Relationship of Reporting Person(s) to Issuer		
(Street)		(Check all applicable)		
SALT LAKE CITY, UT 84108		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Division President		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			07/11/2011	
		6. Individual or Joint/Group Filing(Check Applicable Line)		
		<input checked="" type="checkbox"/> Form filed by One Reporting Person		
		<input type="checkbox"/> Form filed by More than One Reporting Person		

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	40,447	D	^
Common Stock	20,590 ⁽¹⁾	I	By Brownie Capital, LLC
Common Stock	20,831,827 ⁽²⁾	I	By Huntsman Family Holdings Company LLC

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	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option (Right to Buy)	Â (3)	03/02/2019	Common Stock	42,128	\$ 2.59	D	Â
Option (Right to Buy)	Â (4)	02/23/2020	Common Stock	7,511	\$ 13.5	D	Â
Option (Right to Buy)	Â (5)	02/02/2021	Common Stock	9,490	\$ 17.59	D	Â

Reporting Owners

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

Signatures

Sean H. Pettey, by Power of
Attorney

07/11/2011

__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) The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary 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.

(2) These shares are owned directly by Huntsman Family Holdings Company LLC and indirectly by other members of Huntsman Family Holdings Company LLC and the reporting person. The reporting person disclaims beneficial ownership of the shares held by Huntsman Family Holdings Company LLC, except to the extent of his pecuniary 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) This option became exercisable as to 35,715 shares on March 2, 2010, 35,714 shares on March 2, 2011 and becomes exercisable as to the remaining 35,714 shares on March 2, 2012.

(4) This option became exercisable as to 2,504 shares on February 23, 2011 and becomes exercisable as to 2,503 shares on February 23, 2012 and 2,504 shares on February 23, 2013.

(5) This option provides for vesting in three equal annual installments beginning on February 2, 2012.

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Remarks:

This Form 3 Amendment is being filed to include a Power of Attorney given by the reporting person.

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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