Huntsman CORP Form SC 13D/A October 16, 2009

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 11)

Huntsman Corporation

(Name of Issuer)

Common Stock, \$0.01 par value per share

(Title of Class of Securities)

447011 10 7

(CUSIP Number)

Samuel D. Scruggs, 500 Huntsman Way, Salt Lake City, Utah 84108, (801) 584-5700

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 15, 2009

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). Huntsman Family Holdings Company LLC				
2.	Check the Appropriate Bo Instructions)	x if a Mo	ember of a Group (See	(a) o (b) ý	
3.	SEC Use Only				
4.	Source of Funds (See Instr	ructions)			
5.	. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenship or Place of Org Utah	ganizatio	on		
Numl Share Benef		7.	Sole Voting Power -0-		
Owne Each Repor	•	8.	Shared Voting Power 24,903,006	_	
Perso With	n	9.	Sole Dispositive Power -0-		
		10.	Shared Dispositive Power 24,903,006		
11.	Aggregate Amount Benefi 24,903,006	cially O	wned by Each Reporting Per	rson	
12.	Check if the Aggregate Ar	mount in	Row (11) Excludes Certain	Shares (See Instructions)	0

13.	Percent of Class Represented by Amount in Row (11) 10.5%		
14.	Type of Reporting Person (See Instructions) 00		
		2	

1.	Names of Reporting Persons I.R.S. Identification Nos. of a Jon M. Huntsman		persons (entities only).			
2.	Check the Appropriate Box i Instructions)	f a Me	ember of a Group (See	(a) o (b) ý		
3.	SEC Use Only					
4.	Source of Funds (See Instruction)	ctions)				
5.	5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)					
6.	6. Citizenship or Place of Organization United States of America					
Numb Share Benef		7.	Sole Voting Power -0-			
Owne Each Repoi	•	8.	Shared Voting Power 46,707,906			
Perso: With	n	9.	Sole Dispositive Power -0-			
		10.	Shared Dispositive Powe 46,707,906	r		
11.	Aggregate Amount Beneficia 46,707,906	ally O	wned by Each Reporting P	erson		
12.	Check if the Aggregate Amo	unt in	Row (11) Excludes Certain	n Shares (See Instructions)		

13.	Percent of Class Represented by Amount in Row (11) 19.7%		
14.	Type of Reporting Person (See Instructions) IN		
		3	

	Names of Reporting Persons I.R.S. Identification Nos. of a Peter R. Huntsman		persons (entities only).			
	Check the Appropriate Box i Instructions)	f a Me	ember of a Group (See	(a) o (b) ý		
3.	SEC Use Only				_	
	Source of Funds (See Instruc	tions)				
5.	5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)					
	Citizenship or Place of Organization United States of America					
Numbe Shares Benefi		7.	Sole Voting Power 2,602,753		_	
Owned Each Report	•	8.	Shared Voting Power 191,000		_	
Person With		9.	Sole Dispositive Power 2,602,753			
		10.	Shared Dispositive Power 191,000			
	Aggregate Amount Beneficia 2,793,753	ılly Ov	wned by Each Reporting Pe	rson		
12.	Check if the Aggregate Amo	unt in	Row (11) Excludes Certain		o	

13.	Percent of Class Represented by Amount in Row (11) 1.2%	_
14.	Type of Reporting Person (See Instructions) IN	
	4	

1.	Names of Reporting Person I.R.S. Identification Nos. of MatlinPatterson Global Opp	f above				
2.	Check the Appropriate Box Instructions)	if a M	ember of a Group (See	(a) o (b) ý		
3.	SEC Use Only					
4.	Source of Funds (See Instru	ictions))			
5.	6. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)					
6.	6. Citizenship or Place of Organization Delaware					
Share	ber of es ficially	7.	Sole Voting Power -0-			
Owne Each Repo	ed by	8.	Shared Voting Power 0			
Perso With	n	9.	Sole Dispositive Power -0-			
		10.	Shared Dispositive Power 0			
11.	Aggregate Amount Benefic	ially O	wned by Each Reporting Per	rson		
12.	Check if the Aggregate Am	ount in	n Row (11) Excludes Certain	Shares (See Instructions)		

13.	Percent of Class Represented by Amount in Row (11) 0%	_
14.	Type of Reporting Person (See Instructions) PN	
	5	

I.R.	 Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). MatlinPatterson Global Opportunities Partners B, L.P. 				
	ck the Appropriate Box if a Nuctions)	Μ¢	ember of a Group (See	(a) o (b) ý	
3. SEC	CUse Only				
4. Sou 00	rce of Funds (See Instruction	1s)			
5. Che	ck if Disclosure of Legal Pro	эсе	eedings Is Required Pursuant to It	tems 2(d) or 2(e)	
	Citizenship or Place of Organization Delaware				
Number of Shares Beneficiall	,	7.	Sole Voting Power -0-		
Owned by Each Reporting		8.	Shared Voting Power 0		
Person With	9	9.	Sole Dispositive Power -0-		
	10	0.	Shared Dispositive Power 0		
11. Agg 0	regate Amount Beneficially	O	wned by Each Reporting Person		
12. Che	ck if the Aggregate Amount	in	Row (11) Excludes Certain Shar	res (See Instructions)	

13.	Percent of Class Represented by Amount in Row (11) 0%	
14.	Type of Reporting Person (See Instructions) PN	
	6	

I.R.S. Identification Nos. of	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). MatlinPatterson Global Opportunities Partners (Bermuda) L.P.				
Check the Appropriate Box Instructions)	if a Member of a Group (See (a) o (b) ý				
3. SEC Use Only					
4. Source of Funds (See Instruction 00)	ctions)				
5. Check if Disclosure of Lega	l Proceedings Is Required Pursuant to Items 2(d) or 2(e)	c			
Citizenship or Place of Orga Bermuda	unization				
Number of Shares Beneficially	7. Sole Voting Power -0-				
Dwned by Each Reporting	8. Shared Voting Power 0				
Person With	9. Sole Dispositive Power -0-				
	10. Shared Dispositive Power 0				
11. Aggregate Amount Benefici	ally Owned by Each Reporting Person				
12. Check if the Aggregate Amo	ount in Row (11) Excludes Certain Shares (See Instructions)	C			

13.	Percent of Class Represented by Amount in Row (11) 0%		_
14.	Type of Reporting Person (See Instructions) PN		
		7	·

I.R.S.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). MatlinPatterson Global Advisers LLC		
2. Check Instruc	the Appropriate Box if a Men	nber of a Group (See (a) o (b) ý	
3. SEC U	Jse Only		
4. Source 00	e of Funds (See Instructions)		
5. Check	if Disclosure of Legal Proceed	dings Is Required Pursuant to Items 2(d) or 2(e)	C
6. Citize Delaw	nship or Place of Organization are		
Number of Shares Beneficially		Sole Voting Power -0-	
Owned by Each Reporting		Shared Voting Power 0	
Person With		Sole Dispositive Power -0-	
		Shared Dispositive Power 0	
11. Aggre	gate Amount Beneficially Ow	ned by Each Reporting Person	
12. Check	if the Aggregate Amount in R	Row (11) Excludes Certain Shares (See Instructions)	C
			_

13.	Percent of Class Represented by Amount in Row (11) 0%	_
14.	Type of Reporting Person (See Instructions) IA	
	8	

Names of Reporting F I.R.S. Identification N David J. Matlin		persons (entities only).		
2. Check the Appropriat Instructions)	e Box if a Me	mber of a Group (See	(a) o (b) ý	
3. SEC Use Only				
4. Source of Funds (See 00	Instructions)			
5. Check if Disclosure o	f Legal Proced	edings Is Required Pursuan	t to Items 2(d) or 2(e)	C
6. Citizenship or Place of United States of Ame		n		
Number of Shares Beneficially	7.	Sole Voting Power -0-		
Owned by Each Reporting	8.	Shared Voting Power 0		
Person With	9.	Sole Dispositive Power -0-		
	10.	Shared Dispositive Power 0		
11. Aggregate Amount B	eneficially Ov	vned by Each Reporting Per	rson	
12. Check if the Aggregat	te Amount in	Row (11) Excludes Certain	Shares (See Instructions)	C

13.	Percent of Class Represented by Amount in Row (11) 0%		_
14.	Type of Reporting Person (See Instructions) IN		
		9	

1.	Names of Reporting Person I.R.S. Identification Nos. MatlinPatterson Asset Ma	of above			
2.	Check the Appropriate Bo Instructions)	ox if a M	ember of a Group (See	(a) o (b) ý	
3.	SEC Use Only				
4.	Source of Funds (See Inst	ructions)		
5.	. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenship or Place of O	rganizati	on		
Share	ber of es ficially	7.	Sole Voting Power -0-		
Owne Each Repo	ed by	8.	Shared Voting Power 0		
Perso With	n	9.	Sole Dispositive Power -0-		
		10.	Shared Dispositive Power 0		
11.	Aggregate Amount Benef	icially O	owned by Each Reporting Pe	rson	
12.	Check if the Aggregate A	mount in	n Row (11) Excludes Certain	Shares (See Instructions)	0

13.	13. Percent of Class Represented by Amount in Row (11) 0%	_
14.	14. Type of Reporting Person (See Instructions) HC	
	10	

CUSIP No. 447011 10 7

Names of Reporting Persons.
 I.R.S. Identification Nos. of above persons (entities only).
 MatlinPatterson Global Partners LLC