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**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): **June 27, 2006**

**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.)

**Huntsman International LLC**

(Exact name of registrant as specified in its charter)

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

**333-85141**  
(Commission  
File Number)

**87-0630358**  
(IRS Employer  
Identification No.)

**500 Huntsman Way  
Salt Lake City, Utah**  
(Address of principal executive offices)

**84108**  
(Zip Code)

Registrant's telephone number, including area code: **(801) 584-5700**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation 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))
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**Item 2.01. Completion of Acquisition or Disposition of Assets.**

On June 27, 2006, Huntsman Petrochemical Corporation ("Huntsman Petrochemical") and Huntsman Fuels, L.P. (together with Huntsman Petrochemical, the "Sellers"), each a subsidiary of Huntsman International LLC, which is a wholly-owned subsidiary of Huntsman Corporation ("Huntsman"), completed the sale of their U.S. butadiene and MTBE business to Texas Petrochemicals LP ("Texas Petrochemicals"). The total purchase price was approximately \$262 million, \$192 million of which was paid at closing, and an additional \$70 million of which will be payable following the restart of Huntsman's Port Arthur, Texas olefins manufacturing plant and the related resumption of crude butadiene supply to Texas Petrochemicals, provided that certain intermediate steps toward restarting the plant are taken and that the restart is within 30 months of closing. The final purchase price remains subject to a customary post-closing working capital adjustment.

Huntsman's PO/MTBE and Oxides/Olefins facilities in Port Neches, Texas and its facility in Port Arthur, Texas were not included in the sale.

On June 27, 2006, Huntsman issued the press release attached hereto as Exhibit 99.1, which is incorporated herein by reference.

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

(b) Pro Forma Financial Information.

The pro forma financial information required pursuant to Article 11 of Regulation S-X is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

(d) Exhibits.

Exhibit 99.1	Press Release dated June 27, 2006
Exhibit 99.2	Huntsman Corporation and Subsidiaries Pro Forma Condensed Consolidated Balance Sheet (Unaudited) as of March 31, 2006
	Huntsman Corporation and Subsidiaries Pro Forma Consolidated Statement of Operations (Unaudited) for the year ended December 31, 2005
	Huntsman Corporation and Subsidiaries Pro Forma Condensed Consolidated Statement of Operations (Unaudited) for the three months ended March 31, 2006
	Huntsman International LLC and Subsidiaries Pro Forma Condensed Consolidated Balance Sheet (Unaudited) as of March 31, 2006
	Huntsman International LLC and Subsidiaries Pro Forma Consolidated Statement of Operations (Unaudited) for the year ended December 31, 2005
	Huntsman International LLC and Subsidiaries Pro Forma Condensed Consolidated Statement of Operations (Unaudited) for the three months ended March 31, 2006

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

HUNTSMAN CORPORATION  
HUNTSMAN INTERNATIONAL LLC

/s/ Sean Douglas  
\_\_\_\_\_  
Sean Douglas  
Vice President and Treasurer

Dated: June 30, 2006

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**INDEX TO EXHIBITS**

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News Release**FOR IMMEDIATE RELEASE:**

June 27, 2006

**Media Contact:**Don H. Olsen  
(281) 719-4175**Investor Relations:**John Heskett  
(801) 584-5768**HUNTSMAN CLOSES SALE OF U.S. BUTADIENE BUSINESS**

**The Woodlands, TX**—Huntsman Corporation (NYSE: HUN), announced today that the Company has closed on the sale of its U. S. butadiene and MTBE business, which includes a manufacturing facility located in Port Neches, Texas, to Texas Petrochemicals, L.P. The total sales price was approximately \$262 million, of which \$192 million was paid today, while an additional \$70 million will be payable to Huntsman following the restart of the Company's Port Arthur olefins unit and the related resumption of crude butadiene supply to Texas Petrochemicals, LP. The final purchase price remains subject to a customary post-closing working capital adjustment.

Huntsman has owned the butadiene/MTBE business since its 1994 acquisition of Texaco Chemical Company. The manufacturing facility has a capacity of approximately 900 million pounds of butadiene per year and approximately 11,000 barrels per day of MTBE. The business had 2005 revenues of approximately \$645 million.

Peter R. Huntsman, President and CEO, commented, "This transaction reflects our strategy to pursue the sale or spin off of our commodity businesses and to focus more of our attention and resources on our differentiated portfolio. In fact, this is the first major step toward that goal. We believe that the separation of our commodity business will create shareholder value and we continue to work aggressively to this end. We intend to utilize the proceeds from this sale to reduce debt and to invest in other parts of the Company, including the soon to be complete acquisition of Ciba's Textile Effects business.

"We pay tribute to our associates who have worked in and currently run the business and facility; they are some of the most talented and dedicated professionals in the chemical industry. When we purchased the business in 1994 it was on the verge of closure. Butadiene is a core product for Texas Petrochemical, and we believe this sale to will ensure a long-term future for this site."

Huntsman's PO/MTBE and Oxides/Olefins facilities in Port Neches and its facility in nearby Port Arthur are not included in the sale.

Huntsman is a global manufacturer and marketer of differentiated and commodity chemicals. Its operating companies manufacture basic products for a variety of global industries including chemicals, plastics, automotive, aviation, footwear, paints and coatings, construction, technology, agriculture, health care, textiles, detergent, personal care, furniture, appliances and packaging. Originally known for pioneering innovations in packaging, and later, rapid and integrated growth in petrochemicals, Huntsman today has 11,300 employees, 57 operations in 22 countries and had 2005 revenues of \$13 billion.

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*Statements in this release that are not historical are forward-looking statements. 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 in the Huntsman companies' filings with the Securities and Exchange Commission. Significant risks and uncertainties may relate to, but are not limited to, financial, economic, competitive, environmental, political, legal, regulatory and technological factors. Accordingly, there can be no assurance that the company's expectations will be realized. The company assumes no obligation to provide revisions to any forward-looking statements should circumstances change, except as otherwise required by securities and other applicable laws.*

### Summary of Unaudited Pro Forma Financial Information

The following unaudited financial information reflects the pro forma consolidated statements of operations for the three months ended March 31, 2006 and the year ended December 31, 2005 and the related pro forma consolidated balance sheets as of March 31, 2006 of each of Huntsman International LLC and Huntsman Corporation (collectively, the "Company"), giving effect to the sale of the Huntsman Butadiene/MTBE Business (the "Business").

The unaudited pro forma consolidated statements of operations for the three months ended March 31, 2006 and the year ended December 31, 2005 give effect to the sale as if the sale transaction occurred at the beginning of the period presented. The unaudited pro forma consolidated balance sheet as of March 31, 2006 assumes the sale occurred on March 31, 2006. The amount of proceeds presented in the pro forma balance sheet as of March 31, 2006 reflects only the proceeds received upon closing of \$192 million, and it does not reflect the additional \$70 million that will be payable to the Company following the restart of the Company's Port Arthur olefins unit and the related resumption of crude butadiene supply to the purchaser, provided that certain intermediate steps toward restarting the plant are taken and that the restart is within 30 months of closing.

The sale of the Business has not been accounted for as a discontinued operation because the Company expects continuing cash flows as a result of a migration to be significant, as the Company will continue to sell MTBE in an active market from the production of its PO/MTBE facility in Port Neches, TX. The pro forma information is not necessarily indicative of the financial position or results of operations of future periods or indicative of results that would have actually occurred had the transaction been completed as of the date of, or as of the beginning of the periods presented.

The pro forma adjustments, as described in the accompanying notes to the pro forma consolidated balance sheet and statements of operations, are based upon available information and certain assumptions the Company believes are reasonable. The pro forma financial information should be read in conjunction with the Company's unaudited condensed consolidated financial statements included in our Form 10-Q for the three months ended March 31, 2006 and the Company's consolidated financial statements included in our Forms 10-K for the year ended December 31, 2005.

### HUNTSMAN CORPORATION AND SUBSIDIARIES PRO FORMA CONDENSED CONSOLIDATED BALANCE SHEET (UNAUDITED) AS OF MARCH 31, 2006 (In Millions, Except Share and Per Share Amounts)

	Huntsman Corporation	Pro Forma Adjustments	Pro Forma
<b>ASSETS</b>			
<b>Current assets:</b>			
Cash and cash equivalents	\$ 150.3	\$ 192.0a	\$ 342.3
Accounts receivable, net	1,352.9		1,352.9
Accounts receivable from affiliates	6.6		6.6
Inventories, net	1,311.0	18.1b	1,329.1
Prepaid expenses	43.4		43.4
Deferred income taxes	31.2		31.2
Other current assets	42.1		42.1
Current assets held for sale	79.9	(79.9)c	—
<b>Total current assets</b>	<b>3,017.4</b>	<b>130.2</b>	<b>3,147.6</b>
Property plant and equipment, net	4,585.6		4,585.6
Investment in unconsolidated affiliates	197.3		197.3
Intangible assets, net	208.7		208.7
Goodwill	91.2		91.2
Deferred income taxes	99.4		99.4
Notes receivable from affiliates	1.0		1.0
Other noncurrent assets	540.1		540.1
Noncurrent assets held for sale	86.4	(86.4)c	—
<b>Total assets</b>	<b>\$ 8,827.1</b>	<b>\$ 43.8</b>	<b>\$ 8,870.9</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
<b>Current liabilities:</b>			
Accounts payable	\$ 994.0		\$ 994.0
Accrued liabilities	589.8	2.7d	592.5
Deferred income taxes	2.5		2.5
Current portion of long-term debt	43.9		43.9
Current liabilities held for sale	39.2	(39.2)c	—
<b>Total current liabilities</b>	<b>1,669.4</b>	<b>(36.5)</b>	<b>1,632.9</b>
Long-term debt	4,465.9		4,465.9

Deferred income taxes	271.9	9.6d	280.6
Other noncurrent liabilities	769.7		769.7
Noncurrent liabilities held for sale	1.3	(1.3)c	—
<b>Total liabilities</b>	<b>7,177.3</b>	<b>(28.2)</b>	<b>7,149.1</b>
<b>Minority interests</b>	<b>27.4</b>		<b>27.4</b>
<b>Stockholders' equity:</b>			
Common stock \$0.01 par value, 1,200,000,000 shares authorized, 221,569,596 issued and 220,639,333 outstanding in 2006 and 221,200,997 issued and 220,451,484 outstanding in 2005	2.2		2.2
Mandatory convertible preferred stock \$0.01 par value, 100,000,000 shares authorized, 5,750,000 issued and outstanding	287.5		287.5
Additional paid-in capital	2,790.2		2,790.2
Unearned stock-based compensation	(19.0)		(19.0)
Accumulated deficit	(1,438.2)	72.0e	(1,366.2)
Accumulated other comprehensive loss	(0.3)		(0.3)
<b>Total stockholders' equity</b>	<b>1,622.4</b>	<b>72.0</b>	<b>1,694.4</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 8,827.1</b>	<b>\$ 43.8</b>	<b>\$ 8,870.9</b>

#### Notes to Pro Forma Adjustments

- a Reflects the purchase consideration received upon closing of \$192.0 million. This amount does not reflect the additional purchase consideration of \$70.0 million, which is payable to us following the restart of the Company's Port Arthur olefins unit and the related resumption of crude butadiene supply to the purchaser, provide that certain intermediate steps toward restarting the plant are taken and that the restart is within 30 months of closing.
- b Reflects the effect of the sale transaction on LIFO inventory reserves.
- c Reflects the disposition of the assets and liabilities of the Huntsman Butadiene/MTBE Business.
- d Reflects the current income tax liability and deferred income taxes associated with the gain recognized upon closing of the sale transaction.
- e Reflects the preliminary gain on the sale transaction of approximately \$84 million, net of income taxes of approximately \$12 million.

#### HUNTSMAN CORPORATION AND SUBSIDIARIES PRO FORMA CONSOLIDATED STATEMENT OF OPERATIONS (UNAUDITED) YEAR ENDED DECEMBER 31, 2005 (In Millions, Except Per Share Amounts)

	Huntsman Corporation	Pro Forma Adjustments	Pro Forma
<b>Revenues</b>	\$ 12,961.6	\$ (645.2)a	\$ 12,316.4
<b>Cost of goods sold</b>	11,209.5	(608.3)a	10,601.2
<b>Gross profit</b>	1,752.1	(36.9)	1,715.2
<b>Operating expenses:</b>			
Selling, general and administrative	676.9	(3.7)a	673.2
Research and development	95.5		95.5
Other operating expense	42.2	(0.4)a	41.8
Restructuring, impairment and plant closing costs	123.6		123.6
Total expenses	938.2	(4.1)	934.1
<b>Operating income</b>	813.9	(32.8)	781.1
Interest expense, net	(426.6)		(426.6)
Loss on accounts receivable securitization program	(10.7)		(10.7)
Equity in income of unconsolidated affiliates	8.2		8.2
Loss on early extinguishment of debt	(322.5)		(322.5)
Other expense	(0.1)		(0.1)
<b>Income from continuing operations before income taxes and minority interest</b>	62.2	(32.8)	29.4
Income tax expense	(23.5)	—b	(23.5)
Minority interest in subsidiaries' income	(1.7)		(1.7)
<b>Income from continuing operations</b>	37.0	(32.8)	4.2
Preferred stock dividends	(43.1)		(43.1)
<b>Loss from continuing operations available to common stockholders</b>	<b>\$ (6.1)</b>	<b>\$ (32.8)</b>	<b>\$ (38.9)</b>

<b>Basic and diluted loss per share:</b>			
Loss from continuing operations	\$ (0.03)	\$ (0.15)c	\$ (0.18)
Weighted average shares	220.5		220.5

Notes to Pro Forma Adjustments

- a Reflects the disposition of the Huntsman Butadiene/MTBE Business' operations as a result of the sale transaction.
- b No adjustments were made to income tax expense as the Company has a full valuation allowance on its net U.S. deferred tax assets.
- c Reflects the basic and diluted per share impact of the sale transaction.

NOTE: The above pro forma statement of operations does not reflect the preliminary gain on the sale of the Business of approximately \$84 million or the related tax expense of approximately \$12 million.

**HUNTSMAN CORPORATION AND SUBSIDIARIES**  
**PRO FORMA CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS (UNAUDITED)**  
**THREE MONTHS ENDED MARCH 31, 2006**  
(In Millions, Except Per Share Amounts)

	Huntsman Corporation	Pro Forma Adjustments	Pro Forma
<b>Revenues</b>	\$ 3,187.7	\$ (146.1)a	\$ 3,041.6
<b>Cost of goods sold</b>	2,809.3	(143.6)a	2,665.7
<b>Gross profit</b>	378.4	(2.5)	375.9
<b>Operating expenses:</b>			
Selling, general and administrative	173.2	(1.2)a	172.0
Research and development	27.3		27.3
Other operating expense	2.6	(0.2)a	2.4
Restructuring, impairment and plant closing costs	7.8		7.8
Total expenses	210.9	(1.4)	209.5
<b>Operating income</b>	167.5	(1.1)	166.4
Interest expense, net	(86.8)		(86.8)
Loss on accounts receivable securitization program	(2.8)		(2.8)
Equity in income of unconsolidated affiliates	0.7		0.7
Other expense	(0.3)		(0.3)
<b>Income from continuing operations before income taxes and minority interest</b>	78.3	(1.1)	77.2
Income tax expense	(8.4)	0.1b	(8.3)
Minority interest in subsidiaries' income	(0.4)		(0.4)
<b>Income from continuing operations</b>	\$ 69.5	\$ (1.0)	\$ 68.5
<b>Basic income (loss) per share:</b>			
Income from continuing operations	\$ 0.31	\$ —c	\$ 0.31
Weighted average shares	220.6		220.6
<b>Diluted income (loss) per share:</b>			
Income from continuing operations	\$ 0.30	\$ (0.01)c	\$ 0.29
Weighted average shares	233.1		233.1

Notes to Pro Forma Adjustments

- a Reflects the disposition of the Huntsman Butadiene/MTBE Business' operations as a result of the sale transaction.
- b Reflects the income tax expense related to the operations of the Business that were disposed of as a result of the sale transaction.
- c Reflects the basic and diluted per share impact of the sale transaction.

NOTE: The above pro forma statement of operations does not reflect the preliminary gain on the sale of the Business of approximately \$84 million or the related tax expense of approximately \$12 million.

**HUNTSMAN INTERNATIONAL LLC AND SUBSIDIARIES**

**PRO FORMA CONDENSED CONSOLIDATED BALANCE SHEET (UNAUDITED)  
AS OF MARCH 31, 2006  
(Dollars in Millions)**

	Huntsman International LLC	Pro Forma Adjustments	Pro Forma
<b>ASSETS</b>			
<b>Current assets:</b>			
Cash and cash equivalents	\$ 136.6	\$ 192.0a	\$ 328.6
Accounts receivable, net	1,352.9		1,352.9
Accounts receivable from affiliates	12.1		12.1
Inventories, net	1,311.0	18.1b	1,329.1
Prepaid expenses	40.6		40.6
Deferred income taxes	31.2		31.2
Other current assets	28.0		28.0
Current assets held for sale	79.9	(79.9)c	—
<b>Total current assets</b>	<b>2,992.3</b>	<b>130.2</b>	<b>3,122.5</b>
Property plant and equipment, net	4,286.0		4,286.0
Investment in unconsolidated affiliates	197.3		197.3
Intangible assets, net	214.5		214.5
Goodwill	91.2		91.2
Deferred income taxes	99.4		99.4
Notes receivable from affiliates	1.0		1.0
Other noncurrent assets	627.7		627.7
Noncurrent assets held for sale	86.4	(86.4)c	—
<b>Total assets</b>	<b>\$ 8,595.8</b>	<b>\$ 43.8</b>	<b>\$ 8,639.6</b>
<b>LIABILITIES AND MEMBER'S EQUITY</b>			
<b>Current liabilities:</b>			
Accounts payable	\$ 994.0		\$ 994.0
Accounts payable to affiliates	6.3		6.3
Accrued liabilities	574.3	\$ 2.7d	577.0
Deferred income taxes	2.5		2.5
Current portion of long-term debt	42.0		42.0
Current liabilities held for sale	39.2	(39.2)c	—
<b>Total current liabilities</b>	<b>1,658.3</b>	<b>(36.5)</b>	<b>1,621.8</b>
Long-term debt	4,465.9		4,465.9
Deferred income taxes	231.1	29.3d	260.4
Other noncurrent liabilities	775.1		775.1
Noncurrent liabilities held for sale	1.3	(1.3)c	—
<b>Total liabilities</b>	<b>7,131.7</b>	<b>(8.5)</b>	<b>7,123.2</b>
<b>Minority interests</b>	<b>27.4</b>		<b>27.4</b>
<b>Member's equity:</b>			
Member's equity, 2,113 units issued and outstanding	2,797.5		2,797.5
Accumulated deficit	(1,316.8)	52.3e	(1,264.5)
Accumulated other comprehensive loss	(44.0)		(44.0)
<b>Total member's equity</b>	<b>1,436.7</b>	<b>52.3</b>	<b>1,489.0</b>
<b>Total liabilities and member's equity</b>	<b>\$ 8,595.8</b>	<b>\$ 43.8</b>	<b>\$ 8,639.6</b>

Notes to Pro Forma Adjustments

- a Reflects the purchase consideration received upon closing of \$192.0 million. This amount does not reflect the additional purchase consideration of \$70.0 million, which is payable to us following the restart of the Company's Port Arthur olefins unit and the related resumption of crude butadiene supply to the purchaser, provide that certain intermediate steps toward restarting the plant are taken and that the restart is within 30 months of closing.
- b Reflects the effect of the sale transaction on LIFO inventory reserves.
- c Reflects the disposition of the assets and liabilities of the Huntsman Butadiene/MTBE Business.
- d Reflects the current income tax liability and deferred income taxes associated with the gain recognized upon closing of the sale transaction.
- e Reflects the preliminary gain on the sale transaction of approximately \$84 million, net of income taxes of approximately \$32 million.

YEAR ENDED DECEMBER 31, 2005  
(Dollars in Millions)

	Huntsman International LLC	Pro Forma Adjustments	Pro Forma
<b>Revenues</b>	\$ 12,961.6	\$ (645.2)a	\$ 12,316.4
<b>Cost of goods sold</b>	11,190.4	(608.3)a	10,582.1
<b>Gross profit</b>	1,771.2	(36.9)	1,734.3
<b>Operating expenses:</b>			
Selling, general and administrative	677.7	(3.7)a	674.0
Research and development	95.5		95.5
Other operating expense	42.2	(0.4)a	41.8
Restructuring, impairment and plant closing costs	123.6		123.6
Total expenses	939.0	(4.1)	934.9
<b>Operating income</b>	832.2	(32.8)	799.4
Interest expense, net	(425.6)		(425.6)
Loss on accounts receivable securitization program	(10.7)		(10.7)
Equity in income of unconsolidated affiliates	8.2		8.2
Loss on early extinguishment of debt	(167.3)		(167.3)
Other expense	(0.2)		(0.2)
<b>Income from continuing operations before income taxes and minority interest</b>	236.6	(32.8)	203.8
Income tax expense	(42.8)	—b	(42.8)
Minority interest in subsidiaries' income	(1.7)		(1.7)
<b>Income from continuing operations</b>	\$ 192.1	(32.8)	\$ 159.3

Notes to Pro Forma Adjustments

- a Reflects the disposition of the Huntsman Butadiene/MTBE Business' operations as a result of the sale transaction.  
b No adjustments were made to income tax expense as the Company has a full valuation allowance on its net U.S. deferred tax assets.

NOTE: The above pro forma statement of operations does not reflect the preliminary gain on the sale of the Business of approximately \$84 million or the related tax expense of approximately \$32 million.

HUNTSMAN INTERNATIONAL LLC AND SUBSIDIARIES  
PRO FORMA CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS (UNAUDITED)  
THREE MONTHS ENDED MARCH 31, 2006  
(Dollars in Millions)

	Huntsman International LLC	Pro Forma Adjustments	Pro Forma
<b>Revenues</b>	\$ 3,187.7	\$ (146.1)a	\$ 3,041.6
<b>Cost of goods sold</b>	2,805.3	(143.6)a	2,661.7
<b>Gross profit</b>	382.4	(2.5)	379.9
<b>Operating expenses:</b>			
Selling, general and administrative	172.4	(1.2)a	171.2
Research and development	27.3		27.3
Other operating expense	2.6	(0.2)a	2.4
Restructuring, impairment and plant closing costs	7.8		7.8
Total expenses	210.1	(1.4)	208.7
<b>Operating income</b>	172.3	(1.1)	171.2
Interest expense, net	(88.0)		(88.0)
Loss on accounts receivable securitization program	(2.8)		(2.8)
Equity in income of unconsolidated affiliates	0.7		0.7
Other expense	(0.3)		(0.3)
<b>Income from continuing operations before income taxes and minority interest</b>	81.9	(1.1)	80.8



Income tax expense	(13.7)	0.2b	(13.5)
Minority interest in subsidiaries' income	(0.4)		(0.4)
<b>Income from continuing operations</b>	<u>\$ 67.8</u>	<u>\$ (0.9)</u>	<u>\$ 66.9</u>

Notes to Pro Forma Adjustments

- a Reflects the disposition of the Huntsman Butadiene/MTBE Business' operations as a result of the sale transaction.
- b Reflects the income tax expense related to the operations of the Business that were disposed of as a result of the sale transaction.

NOTE: The above pro forma statement of operations does not reflect the preliminary gain on the sale of the Business of approximately \$84 million or the related tax expense of approximately \$32 million.

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