

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 4, 2021

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)

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.)

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

77380
(Zip Code)

Registrants' 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))

Securities registered pursuant to Section 12(b) of the Act:

Registrant	Title of each class	Trading Symbol	Name of each exchange on which registered
Huntsman Corporation Huntsman International LLC	Common Stock, par value \$0.01 per share NONE	HUN NONE	New York Stock Exchange NONE

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 4, 2021, Huntsman Corporation (the “Company”) announced that Phil Lister, 48, has been appointed Executive Vice President and Chief Financial Officer, to be effective on July 1, 2021. Mr. Lister has spent his entire career with the Company or its predecessors, starting in the polyurethanes division of Imperial Chemical Industries, which Huntsman acquired in 1999. He has served in various roles, most recently as Vice President, Corporate Development, and prior to that as Vice President, Global Finance and Strategic Planning for the polyurethanes division. Mr. Lister holds a bachelor’s degree in Business and German from the University of Birmingham, U.K., and is a member of the Chartered Institute of Management Accountants.

There was no arrangement or understanding between Mr. Lister and any other person pursuant to which Mr. Lister was appointed Executive Vice President and Chief Financial Officer of the Company. There are no transactions in which Mr. Lister has an interest requiring disclosure under Item 404(a) of Regulation S-K. The Board of Directors of the Company approved an initial equity award to Mr. Lister to be valued at \$610,000, 50% of which will be granted in restricted stock and 50% of which will be granted in performance share units. The award will be valued based on the closing price of the Company’s common stock on July 1, 2021, will be awarded upon the effectiveness of Mr. Lister’s appointment and will vest in three equal annual installments beginning on the first anniversary of the date of grant.

As Executive Vice President and Chief Financial Officer, Mr. Lister will receive salary, cash performance awards and stock-based equity compensation and will be eligible to participate in the Company’s benefit plans and receive payments and benefits upon certain severance events through the Company’s Executive Severance Plan. A description of the Executive Severance Plan is contained in the Company’s Definitive Proxy Statement filed with the Securities and Exchange Commission on March 18, 2021.

A press release announcing Mr. Lister’s appointment is attached to this report as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

The following exhibit is furnished as part of this Current Report on Form 8-K.

(d) Exhibits

Number	Description of Exhibits
<u>99.1</u>	<u>Press Release dated June 4, 2021.</u>
104	Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101)

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
HUNTSMAN INTERNATIONAL LLC

/s/ DAVID STRYKER
Executive Vice President, General Counsel and Secretary

Dated: June 7, 2021



News Release

**FOR IMMEDIATE RELEASE**

June 04, 2021
The Woodlands, TX
NYSE: HUN

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Huntsman Announces Appointment of Phil Lister as CFO

THE WOODLANDS, TX – Huntsman Corporation (NYSE: HUN) today announced the appointment of Phil Lister as Executive Vice President and Chief Financial Officer, effective July 1, 2021. He will replace longtime Company veteran Sean Douglas, who recently accepted a full-time calling to The Church of Jesus Christ of Latter-day Saints. Mr. Lister will report to Huntsman's Chairman, President and CEO, Peter Huntsman, and will oversee the Company's Accounting, Financial Reporting, Financial Planning and Analysis, Corporate Development, Information Technology, Internal Audit, Investor Relations, Tax and Treasury functions.

Mr. Lister has spent his entire career at Huntsman or its predecessors, starting in the polyurethanes division of Imperial Chemical Industries, which Huntsman acquired in 1999. He brings to this new role 25 years of experience and an extensive background in financial planning and operations, business management, and strategic development at both divisional and corporate levels, most recently in his current position as Vice President of Corporate Development. As VP, Corporate Development, Mr. Lister successfully completed a series of acquisitions and dispositions critical to the execution of the Company's key strategic initiatives. These transactions, valued at more than \$3.5 billion, have resulted in a significant transformation of the Company's portfolio.

"After an extensive review of both internal and external candidates, we are pleased to announce the appointment of Phil Lister," Mr. Huntsman said. "As the head of M&A, Phil has been instrumental in executing the Company's portfolio management strategy. He has completed seven transactions in the past three years, that have allowed us to focus further downstream and on our specialty businesses, reduce our debt, strengthen our balance sheet, and improve our trading multiple. In short, Phil has played and is playing a vital role in the remaking of our business."

"As our Company continues to aggressively transform organically and through acquisitions, Phil's 25 years of experience, knowledge and strategic vision will only strengthen our continuous efforts to create further shareholder value," Mr. Huntsman added.

Mr. Lister holds a bachelor's degree in Business and German from the University of Birmingham, U.K., and is a member of the Chartered Institute of Management Accountants.

About Huntsman:

Huntsman Corporation is a publicly traded global manufacturer and marketer of differentiated and specialty chemicals with 2020 revenues of approximately \$6 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 70 manufacturing, R&D and operations facilities in approximately 30 countries and employ approximately 9,000 associates within our four distinct business divisions. For more information about Huntsman, please visit the company's website at www.huntsman.com.

Social Media:

Twitter: [www.twitter.com/Huntsman_Corp](https://twitter.com/Huntsman_Corp)
Facebook: www.facebook.com/huntsmancorp
LinkedIn: 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, timing of proposed transactions, and manufacturing optimization improvements in Huntsman businesses and realize anticipated cost savings, ability to achieve projected synergies, 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.