

**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): **May 2, 2024**

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)

Registrant's 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	Common Stock, par value \$0.01 per share	HUN	New York Stock Exchange

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 5.07 Submission of Matters to a Vote of Security Holders

(a) The 2024 Annual Meeting of Stockholders (the “Annual Meeting”) of Huntsman Corporation (the “Company”) was held on May 2, 2024.

(b) The Company’s stockholders voted on the following four proposals (each described in detail in the Company’s definitive proxy statement filed with the Securities and Exchange Commission on March 22, 2024) at the Annual Meeting.

(c) American Election Services, LLC, the independent inspector of the elections (the “*Inspector of Election*”) for the Annual Meeting, delivered its final vote tabulation on May 2, 2024 that certified the final voting results for each of the matters that were submitted to a vote at the Annual Meeting. Set forth below are the final voting results as provided by the Inspector of Election.

(d) Each stockholder of record was entitled to one vote per share of common stock on each proposal. On March 7, 2024, the record date for the Annual Meeting (the “*Record Date*”), there were 172,994,653 shares of common stock outstanding. Present at the Annual Meeting in person or by proxy were holders of shares of common stock representing an aggregate of 152,857,620 votes, or 88.35% of the voting power entitled to vote at the Annual Meeting as of the Record Date, constituting a quorum.

Proposal 1 To elect as directors 10 nominees to serve until the 2025 Annual Meeting of Stockholders or her/his earlier resignation, removal or death.

	For	Against	Abstain	BNV
Peter R. Huntsman	136,269,681	3,237,988	64,023	13,285,928
Mary C. Beckerle	137,451,470	2,032,380	87,842	13,285,928
Sonia Dulá	136,859,251	2,641,313	71,128	13,285,928
Cynthia L. Egan	132,752,216	6,744,827	74,649	13,285,928
Curtis E. Espeland	137,506,770	2,012,214	52,708	13,285,928
Daniele Ferrari	138,761,537	739,353	70,799	13,285,928
José Muñoz	137,444,024	2,048,630	79,036	13,285,928
Jeanne McGovern	138,769,229	728,587	73,876	13,285,928
David B. Sewell	138,845,288	664,460	61,944	13,285,928
Jan E. Tighe	138,823,690	675,502	72,500	13,285,928

The stockholders voted to re-elect each of the Company’s director nominees to serve until the Company’s 2025 Annual Meeting of Stockholders or her/his earlier resignation, removal or death.

Proposal 2 The advisory vote to approve named executive officer compensation.

For	Against	Abstain	BNV
118,884,066	20,531,068	156,558	13,285,928

The stockholders voted to approve, on an advisory basis, the compensation of the Company's named executive officers.

Proposal 3 The ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2024.

For	Against	Abstain
151,016,216	1,776,465	64,939

The stockholders voted to ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the Company's fiscal year ending December 31, 2024.

Proposal 4 The stockholder proposal regarding transparency in political spending.

For	Against	Abstain	BNV
51,128,169	87,696,739	746,784	13,285,928

The stockholders did not approve the stockholder proposal regarding transparency in political spending.

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

/s/ DAVID M. STRYKER

Executive Vice President, General Counsel and Secretary

Dated: May 7, 2024
