

Company Registration No. 3767301

HUNTSMAN NOMINEES (UK) LIMITED

Report and Financial Statements

for the year ended 31 December 2008

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HUNTSMAN NOMINEES (UK) LIMITED

DIRECTORS' REPORT

The directors present their annual report and the financial statements for the year ended 31 December 2008.

ACTIVITIES

The company has not traded during the year and has made neither profit nor loss.

DIRECTORS AND THEIR INTERESTS

The following persons held office as Directors during the year and since:

D. Emerson

K J Ninow (resigned 29 May 2009)

T J Keenan (resigned 2 June 2009)

M A J Maughan

M C Dixon

No director had any interest in the shares of the company or any parent undertaking incorporated in Great Britain at any time during the year.

Secretary

M A J Maughan

Registered Office

Haverton Hill Road
Billingham
TS23 1PS
England

Approved by the Board of Directors
and signed on behalf of the Board

A handwritten signature in black ink, appearing to be 'M C Dixon', written over a horizontal line.

M C Dixon
Director

Date: 13 October 2009

HUNTSMAN NOMINEES (UK) LIMITED

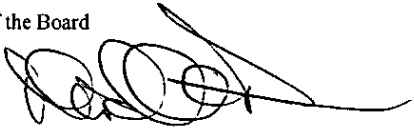
STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report and the financial statements. The directors have chosen to prepare accounts for the company in accordance with United Kingdom Generally Accepted Accounting Practice (UK GAAP). Company law requires the directors to prepare such financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period and comply with UK GAAP and the Companies Act 1985. In preparing these financial statements, the directors are required to:

- ☐ select suitable accounting policies and then apply them consistently;
- ☐ make judgments and estimates that are reasonable and prudent;
- ☐ state whether applicable accounting standards have been followed, and
- ☐ prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company, for safeguarding the assets, for taking reasonable steps for the prevention and detection of fraud and other irregularities and for the preparation of a directors' report which comply with the requirements of the Companies Act 1985.

By order of the Board


M C Dixon
Director

Date: 13 October 2009

HUNTSMAN NOMINEES (UK) LIMITED

BALANCE SHEET 31 December 2008

	Note	2008 £	2007 £
Current Assets			
Cash at bank and in hand		<u>2</u>	<u>2</u>
Capital and Reserves			
Called up share capital - equity	4	<u>2</u>	<u>2</u>

The financial statements have not been audited because the company is entitled to the exemption provided by section 249AA(1) of the Companies Act 1985 relating to dormant companies and its members have not required the company to obtain an audit of these financial statements in accordance with section 249B(2).

The directors acknowledge their responsibility for 1) Ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985 and 2) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year in accordance with section 226 of the Companies Act 1985 and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the Board of Directors on 13 October 2009

Signed on behalf of the Board of Directors on 13 October 2009



M C Dixon
Director

HUNTSMAN NOMINEES (UK) LIMITED

NOTES TO THE ACCOUNTS

Year ended 31 December 2008

1 ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted by the directors are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Deferred taxation

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

2. PROFIT AND LOSS ACCOUNT

The company did not trade during the year and therefore made neither profit nor loss, nor any other recognised gain or loss.

3. DIRECTORS AND EMPLOYEES

None of the directors received any emoluments in respect of services to the company during the year or the previous year. There are no employees of the company other than the directors.

4 CALLED UP SHARE CAPITAL

	Number of Shares	2008 £	Number of Shares	2007 £
Authorised				
Ordinary shares of £1	1,000	1,000	1,000	1,000
Called up, allotted and fully paid				
Ordinary shares of £1	2	2	2	2

5 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption available to group companies within FRS8 ("Related Party Disclosures") which allows it not to disclose transactions with group entities or investees of the group qualifying as related parties.

6 ULTIMATE PARENT COMPANY

The immediate parent company is Tioxide Group. At 31 December 2008, the ultimate parent undertaking of Huntsman Nominees (UK) Limited was Huntsman Corporation, a company incorporated in the United States of America.

The results of Huntsman Nominees (UK) Limited for the year ended 31 December 2008 have been consolidated in the accounts of Huntsman International LLC and Huntsman Corporation, being the smallest and largest parent undertaking to prepare group accounts which include Huntsman Nominees (UK) Limited.

Copies of the financial statements of Huntsman International LLC and Huntsman Corporation may be obtained from the Internet at www.huntsman.com.