

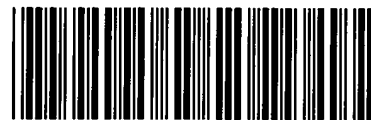
**Company Registration No. 3767301**

## **HUNTSMAN NOMINEES (UK) LIMITED**

### **Report and Financial Statements**

**for the year ended 31 December 2016**

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**HUNTSMAN NOMINEES (UK) LIMITED, Company Registration 3767301**

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**HUNTSMAN NOMINEES (UK) LIMITED, Company Registration 3767301**

**DIRECTORS' REPORT**

The directors present their annual report and financial statements for the year ended 31 December 2016.

**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 (resigned 30 January 2017)

M C Dixon (resigned 1st July 2017)

R J J Phillipson

Kurt D. Ogden (appointed 21st July 2017)

Russell Robert Stolle (appointed 21st July 2017)

John Jeffrey Pehrson (appointed 21st July 2017)

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**

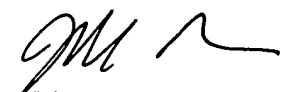
R J J Phillipson

**REGISTERED OFFICE**

Titanium House, Hanzard Drive  
Wynyard Park, Stockton-on-Tees  
TS22 5FD  
United Kingdom

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

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



J J Pehrson  
Director

Date: 25 August 2017

**HUNTSMAN NOMINEES (UK) LIMITED, Company Registration 3767301**

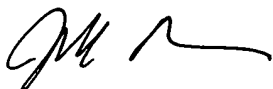
**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the directors to prepare such financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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. 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 UK 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 that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By order of the Board



J J Pehrson  
Director

Date: 25 August 2017

**HUNTSMAN NOMINEES (UK) LIMITED, Company Registration 3767301**

**BALANCE SHEET**  
**31 December 2016**

	Note	2016 £	2015 £
<b>Current Assets</b>			
Cash at bank and in hand		<u>2</u>	<u>2</u>
<b>Capital and Reserves</b>			
Called up share capital - equity	4	<u>2</u>	<u>2</u>

For the year ending 31 December 2016 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

**Directors' responsibilities:**

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

These financial statements of Huntsman Nominees (UK) Limited (Registration number 3767301) were approved by the Board of Directors on 25 August 2017 and approved on their behalf by:



J J Pehrson  
Director

Date: 25 August 2017

## HUNTSMAN NOMINEES (UK) LIMITED, Company Registration 3767301

### NOTES TO THE ACCOUNTS

Year ended 31 December 2016

#### 1. ACCOUNTING POLICIES

The financial statements are prepared under the historical cost convention as modified by the revaluation of certain assets, and in accordance with FRS 102.

#### 2. 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.

#### 3. 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.

#### 4. CALLED UP SHARE CAPITAL

	Number of Shares	2016 £	Number of Shares	2015 £
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 2016, the ultimate parent undertaking of Huntsman Nominees (UK) Limited was Huntsman Corporation, a company incorporated in the United States of America.

Following the completion of the initial public offering of Venator Materials PLC on 8 August 2017, Venator Materials PLC became the intermediate parent company of Huntsman Nominees (UK) Limited. Venator Materials PLC is listed on the New York Stock Exchange.

The results of Huntsman Nominees (UK) Limited for the year ended 31 December 2016 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 Corporation may be obtained from the Internet at [www.huntsman.com](http://www.huntsman.com).