

Independent Bank Group, Inc.
 Form 4
 September 03, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Fair William E

2. Issuer Name and Ticker or Trading Symbol
 Independent Bank Group, Inc.
 [IBTX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)

8004 WOODWAY DRIVE

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(Street)

WOODWAY, TX 76712

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	08/30/2013		P		3,637	A	\$ 34.25
					184,584	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Independent Bank Group, Inc. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	---

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fair William E 8004 WOODWAY DRIVE WOODWAY, TX 76712	X			

Signatures

Jan Webb, as Attorney
in Fact 09/03/2013

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. NT SIZE=2>

Huntsman Corporation	YES <input type="radio"/>	NO <input checked="" type="radio"/>
Huntsman International LLC	YES <input type="radio"/>	NO <input checked="" type="radio"/>

On October 24, 2011, 237,778,496 shares of common stock of Huntsman Corporation were outstanding and 2,728 units of membership interests of Huntsman International LLC were outstanding. There is no established trading market for Huntsman International LLC's units of membership interests. All of Huntsman International LLC's units of membership interests are held by Huntsman Corporation.

This Quarterly Report on Form 10-Q presents information for two registrants: Huntsman Corporation and Huntsman International LLC. Huntsman International LLC is a wholly owned subsidiary of Huntsman Corporation and is the principal operating company of Huntsman Corporation. The information reflected in this Quarterly Report on Form 10-Q is equally applicable to both Huntsman Corporation and Huntsman International LLC, except where otherwise indicated. Huntsman International LLC meets the conditions set forth in General Instructions H(1)(a) and (b) of Form 10-Q and, to the extent applicable, is therefore filing this form with a reduced disclosure format.

Table of Contents

**HUNTSMAN CORPORATION AND SUBSIDIARIES
HUNTSMAN INTERNATIONAL LLC AND SUBSIDIARIES
QUARTERLY REPORT ON FORM 10-Q FOR THE QUARTERLY PERIOD
ENDED SEPTEMBER 30, 2011**

TABLE OF CONTENTS

	Page
<u>PART I</u>	<u>3</u>
<u>FINANCIAL INFORMATION</u>	<u>3</u>
<u>ITEM 1.</u>	<u>3</u>
<u>Financial Statements:</u>	<u>3</u>
Huntsman Corporation and Subsidiaries:	
<u>Condensed Consolidated Balance Sheets (Unaudited)</u>	<u>3</u>
<u>Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) (Unaudited)</u>	<u>4</u>
<u>Condensed Consolidated Statements of Cash Flows (Unaudited)</u>	<u>5</u>
<u>Condensed Consolidated Statements of Equity (Unaudited)</u>	<u>7</u>
Huntsman International LLC and Subsidiaries:	
<u>Condensed Consolidated Balance Sheets (Unaudited)</u>	<u>8</u>
<u>Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) (Unaudited)</u>	<u>9</u>
<u>Condensed Consolidated Statements of Cash Flows (Unaudited)</u>	<u>10</u>
<u>Condensed Consolidated Statements of Equity (Unaudited)</u>	<u>12</u>
Huntsman Corporation and Subsidiaries and Huntsman International LLC and Subsidiaries:	
<u>Notes to Condensed Consolidated Financial Statements (Unaudited)</u>	<u>13</u>
<u>ITEM 2.</u>	<u>70</u>
<u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	<u>70</u>
<u>ITEM 3.</u>	<u>96</u>
<u>Quantitative and Qualitative Disclosures About Market Risk</u>	<u>96</u>
<u>ITEM 4.</u>	<u>98</u>
<u>Controls and Procedures</u>	<u>98</u>
<u>PART II</u>	<u>99</u>
<u>OTHER INFORMATION</u>	<u>99</u>
<u>ITEM 1.</u>	<u>99</u>
<u>Legal Proceedings</u>	<u>99</u>
<u>ITEM 1A.</u>	<u>99</u>
<u>Risk Factors</u>	<u>99</u>
<u>ITEM 2.</u>	<u>99</u>
<u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	<u>99</u>
<u>ITEM 6.</u>	<u>100</u>
<u>Exhibits</u>	<u>100</u>

Table of Contents**PART I. FINANCIAL INFORMATION****ITEM 1. FINANCIAL STATEMENTS****HUNTSMAN CORPORATION AND SUBSIDIARIES****CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)****(Dollars in Millions, Except Share and Per Share Amounts)**

	September 30, 2011	December 31, 2010
ASSETS		
Current assets:		
Cash and cash equivalents(a)	\$ 453	\$ 966
Restricted cash(a)	6	7
Accounts and notes receivable (net of allowance for doubtful accounts of \$51 and \$52, respectively), (\$739 and \$589 pledged as collateral, respectively)(a)	1,762	1,413
Accounts receivable from affiliates	14	15
Inventories(a)	1,687	1,396
Prepaid expenses	58	46
Deferred income taxes	2	1
Other current assets(a)	292	164
Total current assets	4,274	4,008
Property, plant and equipment, net(a)	3,659	3,605
Investment in unconsolidated affiliates	206	234
Intangible assets, net(a)	99	105
Goodwill	110	94
Deferred income taxes	185	166
Notes receivable from affiliates	6	7
Other noncurrent assets(a)	469	495
Total assets	\$ 9,008	\$ 8,714
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable(a)	\$ 941	\$ 842
Accounts payable to affiliates	36	45
Accrued liabilities(a)	732	628
Deferred income taxes	19	19
Current portion of debt(a)	230	519
Total current liabilities	1,958	2,053
Long-term debt(a)	3,847	3,627
Notes payable to affiliates	4	4
Deferred income taxes	324	314
Other noncurrent liabilities(a)	941	866
Total liabilities	7,074	6,864
Commitments and contingencies (Notes 13 and 14)		
Equity		
Huntsman Corporation stockholders' equity:		
Common stock \$0.01 par value, 1,200,000,000 shares authorized, 241,822,022 and 239,549,365 issued and 235,720,273 and 236,799,455 outstanding in 2011 and 2010, respectively	2	2

Explanation of Responses:

Edgar Filing: Independent Bank Group, Inc. - Form 4

Additional paid-in capital	3,228	3,186
Treasury stock, 4,043,526 shares at September 30, 2011	(50)	
Unearned stock-based compensation	(14)	(11)
Accumulated deficit	(1,029)	(1,090)
Accumulated other comprehensive loss	(337)	(297)
Total Huntsman Corporation stockholders' equity	1,800	1,790
Noncontrolling interests in subsidiaries	134	60
Total equity	1,934	1,850
Total liabilities and equity	\$ 9,008	\$ 8,714

(a)

At September 30, 2011 and December 31, 2010, respectively, \$61 and \$7 of cash and cash equivalents, \$2 and nil of restricted cash, \$35 and \$8 of accounts and notes receivable (net), \$53 and \$45 of inventories, \$2 each of other current assets, \$412 and \$275 of property, plant and equipment (net), \$24 and \$7 of intangible assets (net), \$21 and \$18 of other noncurrent assets, \$62 and \$56 of accounts payable, \$19 and \$16 of accrued liabilities, \$27 and \$15 of current portion of debt, \$279 and \$185 of long-term debt, and \$97 and \$109 of other noncurrent liabilities from consolidated variable interest entities are included in the respective Balance Sheet captions above. See "Note 5. Variable Interest Entities."

See accompanying notes to condensed consolidated financial statements (unaudited).

Table of Contents**HUNTSMAN CORPORATION AND SUBSIDIARIES****CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND
COMPREHENSIVE INCOME (LOSS) (UNAUDITED)**

(Dollars in Millions, Except Per Share Amounts)

	Three months ended September 30,		Nine months ended September 30,	
	2011	2010	2011	2010
Revenues:				
Trade sales, services and fees, net	\$ 2,923	\$ 2,360	\$ 8,445	\$ 6,689
Related party sales	53	41	144	149
Total revenues	2,976	2,401	8,589	6,838
Cost of goods sold	2,486	1,986	7,138	5,757
Gross profit	490	415	1,451	1,081
Operating expenses:				
Selling, general and administrative	217	202	691	628
Research and development	42	39	123	111
Other operating (income) expense	(1)	3	7	2
Restructuring, impairment and plant closing costs	155	4	171	24
Total expenses	413	248	992	765
Operating income	77	167	459	316
Interest expense, net	(63)	(64)	(187)	(168)
Equity in income of investment in unconsolidated affiliates	2	3	6	20
Loss on early extinguishment of debt	(2)	(7)	(5)	(169)
Expenses associated with the Terminated Merger and related litigation		(3)		(4)
Other (loss) income	(1)	2		3
Income (loss) from continuing operations before income taxes	13	98	273	(2)
Income tax expense	(55)	(41)	(111)	(46)
(Loss) income from continuing operations	(42)	57	162	(48)
Income (loss) from discontinued operations, net of tax	10	(1)	(5)	48
(Loss) income before extraordinary gain	(32)	56	157	
Extraordinary gain on the acquisition of a business,			2	

Explanation of Responses:

Edgar Filing: Independent Bank Group, Inc. - Form 4

net of tax of nil

Net (loss) income	(32)	56	159	
Net income attributable to noncontrolling interests	(2)	(1)	(17)	(3)

Net (loss) income attributable to Huntsman Corporation	\$ (34)	\$ 55	\$ 142	\$ (3)
---	---------	-------	--------	--------

Net (loss) income	\$ (32)	\$ 56	\$ 159	\$
Other comprehensive (loss) income	(195)	146		