

OLIN CORP  
Form 8-K  
August 09, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 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): August 9, 2012**

**OLIN CORPORATION**

(Exact name of registrant as specified in its charter)

**Virginia**  
(State or Other Jurisdiction  
  
of Incorporation)

**1-1070**  
(Commission  
  
File Number)

**13-1872319**  
(IRS Employer  
  
Identification No.)

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**190 Carondelet Plaza, Suite 1530**

**Clayton, MO**  
(Address of principal executive offices)

**(314) 480-1400**

**63105-3443**  
(Zip Code)

**(Registrant's telephone number, including area code)**

**(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 obligation 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))

**Item 1.01. Entry into a Material Definitive Agreement**

On August 9, 2012, Olin Corporation (the Company ) entered into a Second Supplemental Indenture (the Second Supplemental Indenture ) among the Company, The Bank of New York Mellon Trust Company, N.A., as original trustee (the Original Trustee ), and U.S. Bank National Association, as separate trustee (the Separate Trustee ). The Second Supplemental Indenture supplements the Indenture dated as of August 19, 2009 (the Indenture ), between the Company and the Original Trustee, as supplemented by the First Supplemental Indenture dated as of August 19, 2009, between the Company and the Original Trustee. The Second Supplemental Indenture permits the Company to appoint either the Original Trustee or the Separate Trustee as the trustee for any future series of debt securities issued under the Indenture.

**Item 9.01. Financial Statements and Exhibits**

Exhibit No.	Description of Exhibit
4.1	Second Supplemental Indenture, dated as of August 9, 2012, among Olin Corporation, The Bank of New York Mellon Trust Company, N.A. and U.S. Bank National Association.

SIGNATURE

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.

OLIN CORPORATION

By: /s/ George H. Pain  
Name: George H. Pain  
Title: Senior Vice President,  
General Counsel and Secretary

Date: August 9, 2012

**EXHIBIT INDEX**

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