

OLIN CORP  
Form 8-K  
August 13, 2009

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 12, 2009

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.)

190 Carondelet Plaza, Suite 1530  
Clayton, MO  
(Address of principal executive offices)

63105-3443  
(Zip Code)

(314) 480-1400  
(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 7.01. Regulation FD Disclosure

In accordance with General Instruction B.2. of Form 8-K, the following information shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended. Olin disclaims any intention or obligation to update or revise this information.

Attached as Exhibit 99.1 and incorporated herein by reference, is a copy of the Company's press release dated August 12, 2009, announcing it intends to commence an offering of \$150 million principal amount of Senior Notes due 2019. The notes will be sold pursuant to Olin's shelf registration statement and the base prospectus on file with the Securities and Exchange Commission. The managing underwriters and joint book-running managers for the transaction are Citigroup Global Markets Inc. and BofA Merrill Lynch, and the co-manager is Wells Fargo Securities. The purpose of the offering is to further strengthen the Company's long term liquidity given uncertain economic times.

Item 9.01. Financial Statements and Exhibits

| (d) Exhibit No. | Exhibit                              |
|-----------------|--------------------------------------|
| 99.1            | Press Release dated August 12, 2009. |

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: Vice President, General Counsel and Secretary

Date: August 12, 2009

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EXHIBIT INDEX

| Exhibit No. | Exhibit                             |
|-------------|-------------------------------------|
| 99.1        | Press Release dated August 12, 2009 |

