

OLIN CORP
Form 8-K
April 24, 2014

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): April 24, 2014

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 2.02. Results of Operations and Financial Condition.

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.

On April 24, 2014, Olin Corporation (the "Company") issued a press release in which we announced preliminary financial results for the quarter ended March 31, 2014. Attached as Exhibit 99.1, and incorporated herein by reference, is a copy of the Company's press release dated April 24, 2014.

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.

In the Company's press release dated April 24, 2014, attached as Exhibit 99.1 and incorporated herein by reference, we announced declaration of a quarterly dividend of \$0.20 on each share of Olin common stock which is payable on June 10, 2014 to shareholders of record at the close of business on May 9, 2014. We also announced that the registrant's board of directors approved a three year share repurchase program for up to eight million shares of Olin common stock. The repurchases can begin immediately, and will be effected from time to time on the open market, or in privately negotiated transactions.

Item 9.01. Financial Statements and Exhibits.

| (d) Exhibit No. | Exhibit |
|-----------------|--|
| 99.1 | Press Release announcing first quarter 2014 earnings, three year share repurchase program and declaration of dividend, dated April 24, 2014. |

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: April 24, 2014

EXHIBIT INDEX

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