**OLIN CORP** Form 4/A August 17, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PAIN GEORGE H Issuer Symbol OLIN CORP [OLN] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify **OLIN CORPORATION. 190** 05/02/2012 below) CARONDELET PLAZA SUITE Sr. VP, Gen. Counsel & Sec. 1530 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 05/04/2012 Form filed by More than One Reporting CLAYTON, MO 63105 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned Indirect (I) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common Stock \$1 52,137.386 (1) D par value Common By ESOP Stock \$1 500.1416 (2) Ι Trustee par value Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 (9-02)

information contained in this form are not required to respond unless the form displays a currently valid OMB control

### Edgar Filing: OLIN CORP - Form 4/A

#### number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactiorDerivative Securities Code Acquired (A) or (Instr. 8) 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)		
	Security			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Phantom Stock Units	<u>(3)</u>	05/02/2012		I	20,221.8631		(3)	(3)	Common Stock	20,221

# **Reporting Owners**

	Relationships		
Reporting Owner Name / Address			

Director 10% Owner Officer Other

PAIN GEORGE H Sr. VP,
OLIN CORPORATION Gen.
190 CARONDELET PLAZA SUITE 1530 Counsel &
CLAYTON, MO 63105 Sec.

## **Signatures**

/s/ T. E. Murphy, Attorney-in-Fact 08/17/2012

\*\*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).
- Amount includes 88.809 shares held under the Olin Corporation Dividend Reinvestment Plan acquired periodically in transactions, which (1) are exempt from Section 16(b), of which 85.423 shares were inadvertently not included in the total of the original May 4, 2012 Form 4 filing.
- The figure represents shares of Olin Common Stock held under the Olin Common Stock Fund of the Olin Contributing Employee (2) Ownership Plan (CEOP), a tax-conditioned plan reflecting transactions exempt under Rule 16b-3, as reported by the CEOP Plan Administrator as of April 30, 2012.
- (3) Each phantom unit is the economic equivalent of one share of Olin Corporation common stock. Shares are payable following termination of employment and may be transferred by the reporting person to an alternative investment at any time.
- (4) Phantom shares acquired in mult-fund benefit plan.

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.

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