

McGough Dennis R  
Form 4  
July 31, 2008

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
McGough Dennis R

2. Issuer Name and Ticker or Trading Symbol  
OLIN CORP [OLN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

OLIN CORPORATION, 190  
CARONDELET PLAZA SUITE  
1530

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/30/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President

(Street)

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

CLAYTON, MO 63105

(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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock \$1 par value	07/30/2008		M	6,000	A	\$ 15.85	11,708	D
Common Stock \$1 par value	07/30/2008		M	15,000	A	\$ 18.97	26,708	D
Common Stock \$1 par value	07/30/2008		M	11,250	A	\$ 18.63	37,958	D
Common	07/30/2008		M	24,000	A	\$ 16.1	61,958	D

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Stock \$1 par value									
Common Stock \$1 par value	07/30/2008		M	23,000	A	\$ 15.35	84,958	D	
Common Stock \$1 par value	07/30/2008		M	18,400	A	\$ 18.52	103,358	D	
Common Stock \$1 par value	07/30/2008		S	91,650	D	\$ 29.93 <u>(1)</u>	11,708	D	
Common Stock \$1 par value							10,335.215 <u>(2)</u>	I	By ESOP Trustee

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.**

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(9-02)

**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 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option Right to Buy	\$ 15.85	07/30/2008		M	6,000	02/09/2000	02/08/2009	Common Stock	6,000
Employee Stock Option Right to Buy	\$ 18.97	07/30/2008		M	15,000	01/27/2001	01/26/2010	Common Stock	15,000
Employee Stock	\$ 18.63	07/30/2008		M	11,250	02/08/2002	02/07/2011	Common Stock	11,250

