AXIALL CORP/DE/ Form 8-K January 28, 2013

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): January 28, 2013

GEORGIA GULF CORPORATION (now known as Axiall Corporation)

(Exact name of registrant as specified in its charter)

Edgar Filing: AXIALL CORP/DE/ - Form 8-K

Delaware (State or other jurisdiction of

1-09753 (Commission

58-1563799 (IRS Employer

incorporation)

File Number)

Identification No.) 30346

(Zip Code)

115 Perimeter Center Place, Suite 460, Atlanta, GA (Address of principal executive offices) Registrant s telephone number, including area code: (770) 395 - 4500

(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:

x Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

rder-right-width: 1; border-bottom-width: 1">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)CodeVAmount(A) or (D)Price Common Stock
 586.745 I ESOP Common Stock01/11/2012 M 26,904 A \$

 36.24 156,054.03 D
 Common Stock01/11/2012 M 15,312 A \$ 35.92 171,366.03 D
 Common Stock01/11/2012 M 17,746 A \$ 37.53 189,112.03 D

 Common Stock (2)01/11/2012 S
 58,740 (3) D \$ 38,8085 130,372.03 D

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 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of 6. Date Exer		le and	7. Title and Amount	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securitie	
Security	or Exercise		any	Code	Securities	(Month/Day/Year	;)	(Instr. 3 and 4	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
	Derivative				or Disposed of				
	Security				(D)				
					(Instr. 3, 4,				
					and 5)				
						Date Exercisable	Expiration Date	Title	Amou or Numb
				Code V	(A) (D)				of Sha
	\$ 36.24	01/11/2012		М	26,904	10/27/2009(1)	10/27/2018		26,9

Edgar Filing: AXIALL CORP/DE/ - Form 8-K

Employee Stock Option (right to buy)							Common Stock	
Employee Stock Option (right to buy)	\$ 35.92	01/11/2012	М	15,312	08/03/2010 <u>(1)</u>	08/03/2019	Common Stock	15,3
Employee Stock Option (right to buy)	\$ 37.53	01/11/2012	М	17,746	08/02/2011 <u>(1)</u>	08/02/2020	Common Stock	17,7

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
BUTEL JEAN LUC 710 MEDTRONIC PKWY MS LC300 MINNEAPOLIS, MN 55432			EVP & Group Pres MDT Intl			
A ! .						

Signatures

Rhonda L. Ingalsbe, Attorney-in-fact

**Signature of Reporting Person

01/12/2012

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).
- (1) These options become exercisable at the rate of 25% of the shares granted per year beginning on the first anniversary of grant.
- (2) This balance increased by 605.958 due to exempt transactions such as dividend reinvestment.

\$38.8085 is an average price. Individual blocks were 400@38.76, 5111@383.7656, 500@38.77, 5300@38.7725, 4200@38.7729, (3) 300@38.775, 5100@38.7753, 5000@38.7775, 500@38.78, 1600@38.7844, 4803@38.7931, 3900@38.7973, 5000@38.8077,

600@38.81, 1826@38.8329, 5000@38.8593, 5000@38.8786, 700@38.885, 800@38.90, 1600@38.91, 1400@38.92, and 100@38.925.

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. t>Shares sold pursuant to a Rule 10b5-1 Plan dated November 30, 2010.(4)Shares sold pursuant to a Rule 10b5-1 Plan dated February 24, 2010 and amended November 12, 2010.

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.