OLIN CORP Form 4/A March 06, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB APPROVAL OMB 3235-0287

Number:

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

1(b).

MCINTOSH JOHN L			Symbol				ıg	Issuer			
			OLIN C	CORP [OI	LN]			(Check all applicable)			
(Last) (First) (Middle) OLIN CORPORATION, 490 STUART RD. N.E.			3. Date of Earliest Transaction (Month/Day/Year) 07/30/2008					Director 10% Owner X Officer (give title Other (specify below) Vice President			
CLEVELA	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 07/31/2008 ND, TN 37311					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative :	Secur	ities Acqı	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or(A) or Dia (Instr. 3, 4)	sposed	of (D)	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)	
Common Stock \$1 par value (1)	07/30/2008			M M	11,250	A	\$ 18.63	20,525	D		
Common Stock \$1 par value (1)	07/30/2008			M	24,000	A	\$ 16.1	44,525	D		
Common Stock \$1 par value (1)	07/30/2008			S	35,250	D	\$ 28.39 (2)	9,275	D		

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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.

SEC 1474

(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. Transactio Code (Instr. 8)	5. Number of tiorDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option Right to Buy (1)	\$ 18.63	07/30/2008		M		11,250	02/08/2002	02/07/2011	Common Stock	11,250
Employee Stock Option Right to Buy (1)	\$ 16.1	07/30/2008		M		24,000	02/14/2003	02/13/2012	Common Stock	24,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
r	Director	10% Owner	Officer	Other				
MCINTOSH JOHN L								

OLIN CORPORATION 490 STUART RD. N.E. CLEVELAND, TN 37311

Vice President

Signatures

/s/ B. M. Pantalone, Attorney-in-Fact 03/06/2009

**Signature of Reporting Person Date

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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) Stock option exercises and sale of shares originally reported as occurring on July 29, 2008.
 - This transaction was executed in multiple trades at prices ranging from \$28.35 to \$28.45. The price reported above reflects the weighted
- (2) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.