

OLIN CORP  
Form 8-K  
December 15, 2004

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**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): 12/10/2004**

**OLIN CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

**Commission File Number: 1-1070**

**VA**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**13-1872319**  
(I.R.S. Employer  
Identification No.)

**501 Merritt 7, P.O. Box 4500, Norwalk, CT 06856**  
(Address of Principal Executive Offices, Including Zip Code)

**203-750-3000**  
(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:

- 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(17CFR240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

**Item 1.01. Entry into a Material Definitive Agreement**

On December 10, 2004, Olin's Board of Directors, in accordance with a recommendation from the Compensation Committee, increased meeting fees for each director who is not an officer, employee or consultant of Olin from \$1,500 per meeting to \$2,000 per meeting, effective January 1, 2005.

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**Signature(s)**

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

Date: December 14, 2004.

By: /s/ George H. Pain

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George H. Pain  
Vice President, General Counsel and Secretary