



# Longbow Basic Materials Conference

*March 1, 2016*



# Forward-Looking Statements



This communication includes forward-looking statements. These statements relate to analyses and other information that are based on management's beliefs, certain assumptions made by management, forecasts of future results, and current expectations, estimates and projections about the markets and economy in which we and our various segments operate. These statements may include statements regarding the recent acquisition of the chlorine products businesses from The Dow Chemical Company ("TDCC"), the expected benefits and synergies of the transaction, and future opportunities for the combined company following the transaction. The statements contained in this communication that are not statements of historical fact may include forward-looking statements that involve a number of risks and uncertainties.

We have used the words "anticipate," "intend," "may," "expect," "believe," "plan," "estimate," "will," and variations of such words and similar expressions in this communication to identify such forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions, which are difficult to predict and many of which are beyond our control. Therefore, actual outcomes and results may differ materially from those matters expressed or implied in such forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to: factors relating to the possibility that Olin may be unable to achieve expected synergies and operating efficiencies in connection with the transaction within the expected time-frames or at all; the integration of TDCC's chlorine products business being more difficult, time-consuming or costly than expected; the effect of any changes resulting from the transaction in customer, supplier and other business relationships; general market perception of the transaction; exposure to lawsuits and contingencies associated with TDCC's chlorine products business; the ability to attract and retain key personnel; prevailing market conditions; changes in economic and financial conditions of our chlorine products business; uncertainties and matters beyond the control of management; and the other risks detailed in Olin's Form 10-K for the fiscal year ended December 31, 2015. The forward-looking statements should be considered in light of these factors. In addition, other risks and uncertainties not presently known to Olin or that Olin considers immaterial could affect the accuracy of our forward-looking statements. The reader is cautioned not to rely unduly on these forward-looking statements. Olin undertakes no obligation to update publicly any forward-looking statements, whether as a result of future events, new information or otherwise.

# Overview of Near-Term Portfolio Potential



Achieve EBITDA of \$915 million to \$985 million in 2016

Integrate Chlor Alkali Products and Vinyls and Epoxy businesses

Deliver cost synergies of \$250 million and revenue synergies of \$100 million by 2019

Reduce net debt to EBITDA to 2.5x – 3.0x by 2017

Committed to shareholder remuneration via quarterly dividend

# Key Considerations for Success



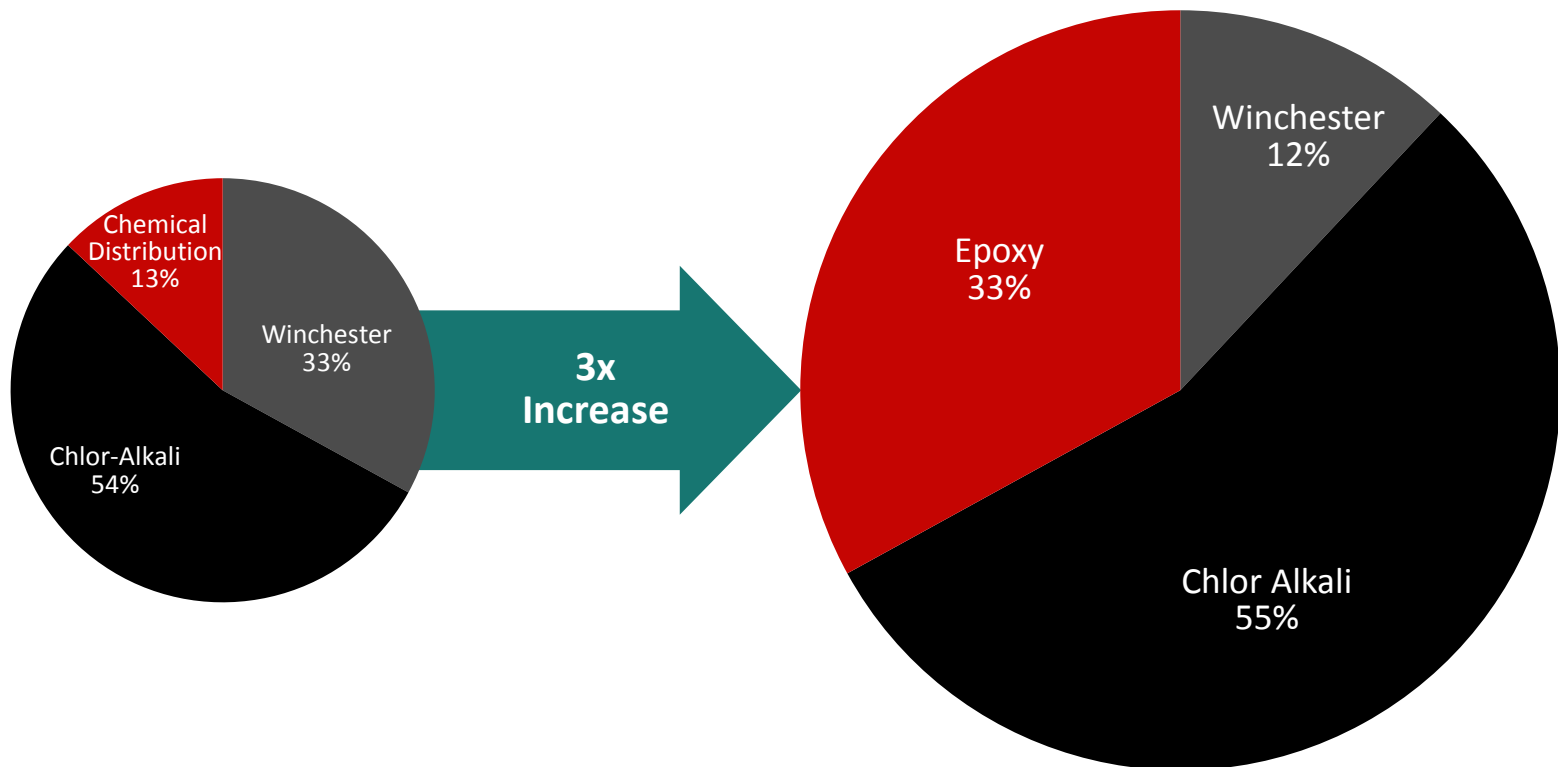
<b>1. Portfolio Balance</b>	<b>Chlor Alkali and Vinyls</b>	<b>Epoxy</b>	<b>Winchester</b>
<b>2. Reduced Cyclical and Expanded Product Diversity</b>	<ul style="list-style-type: none"><li>• Reduced Merchant Chlorine and Caustic Soda Exposure</li><li>• Significantly Expanded Chlorine Use Diversity</li></ul>		
<b>3. Cost-Advantaged Position</b>	<ul style="list-style-type: none"><li>• Low-Cost Energy</li><li>• Low-Cost Brine</li></ul>	<ul style="list-style-type: none"><li>• Membrane</li><li>• Ethylene</li></ul>	
<b>4. Market Dynamics</b>	<ul style="list-style-type: none"><li>• Upside from Caustic</li><li>• Upside from EDC Prices</li></ul>	<ul style="list-style-type: none"><li>• Exposure to China Minimal</li><li>• Europe Becoming Net Importer of Caustic</li></ul>	
<b>5. Synergy Potential</b>	<ul style="list-style-type: none"><li>• \$250 Million in Cost Synergies</li><li>• \$100 Million in Revenue Synergies</li></ul>		

# Diversified Businesses Drive Portfolio Balance



Legacy Olin

Olin Today



# Chlor Alkali and Vinyls: Unique Value Proposition



**LEADING  
INDUSTRY  
POSITIONS**

**WITH UNPARALLELED SCALE**



DIVERSIFIED END USE  
PORTFOLIO WITH  
**UNMATCHED  
BREADTH**  
OF CHLORINE OUTLETS

**GLOBALLY AND  
REGIONALLY  
ADVANTAGED  
COST POSITION**

**WITH TOP-TIER INTEGRATED  
PRODUCER ECONOMICS**

**LOGISTICS  
ADVANTAGE**

**LOW COST  
POSITIONS**  
ACROSS INTEGRATED  
BUSINESS

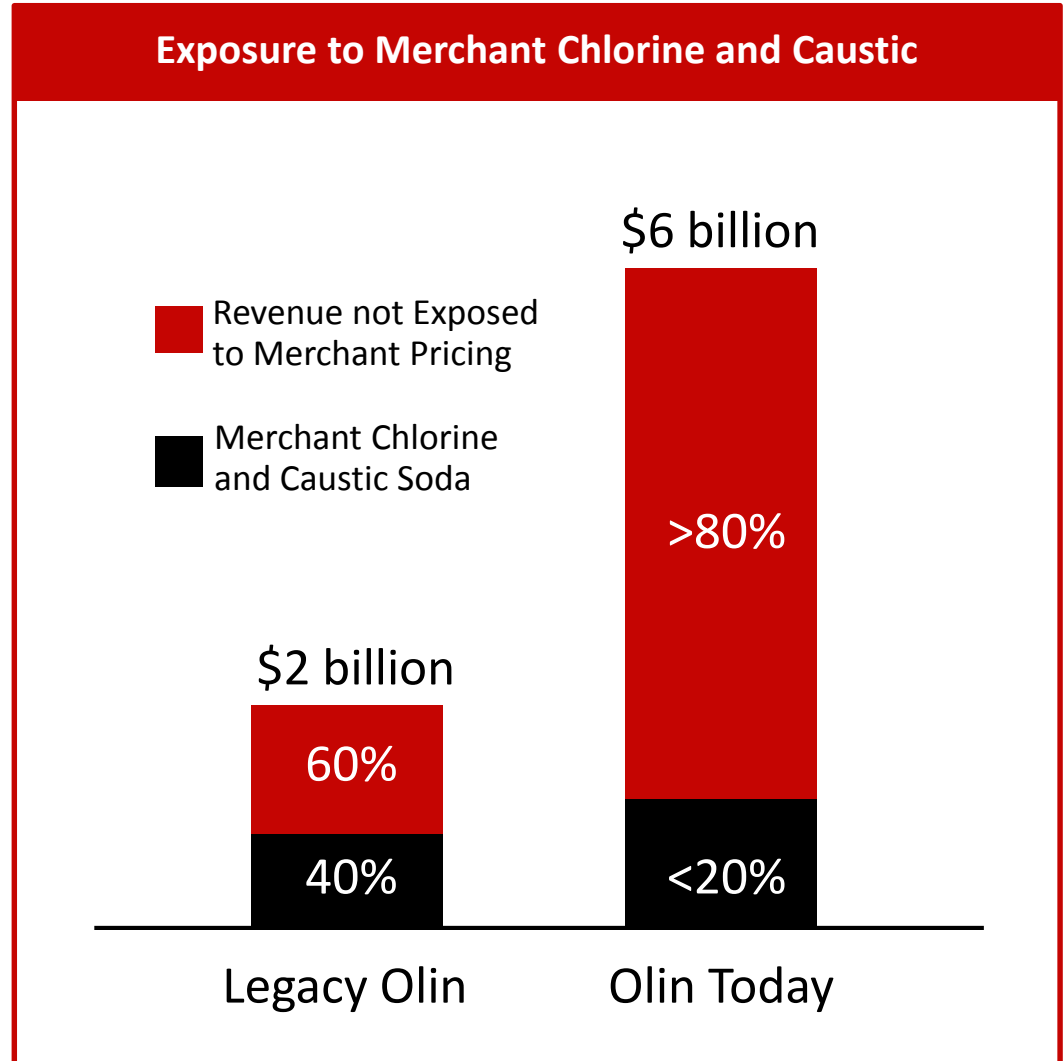
# Reduced Exposure to Merchant Chlorine and Caustic



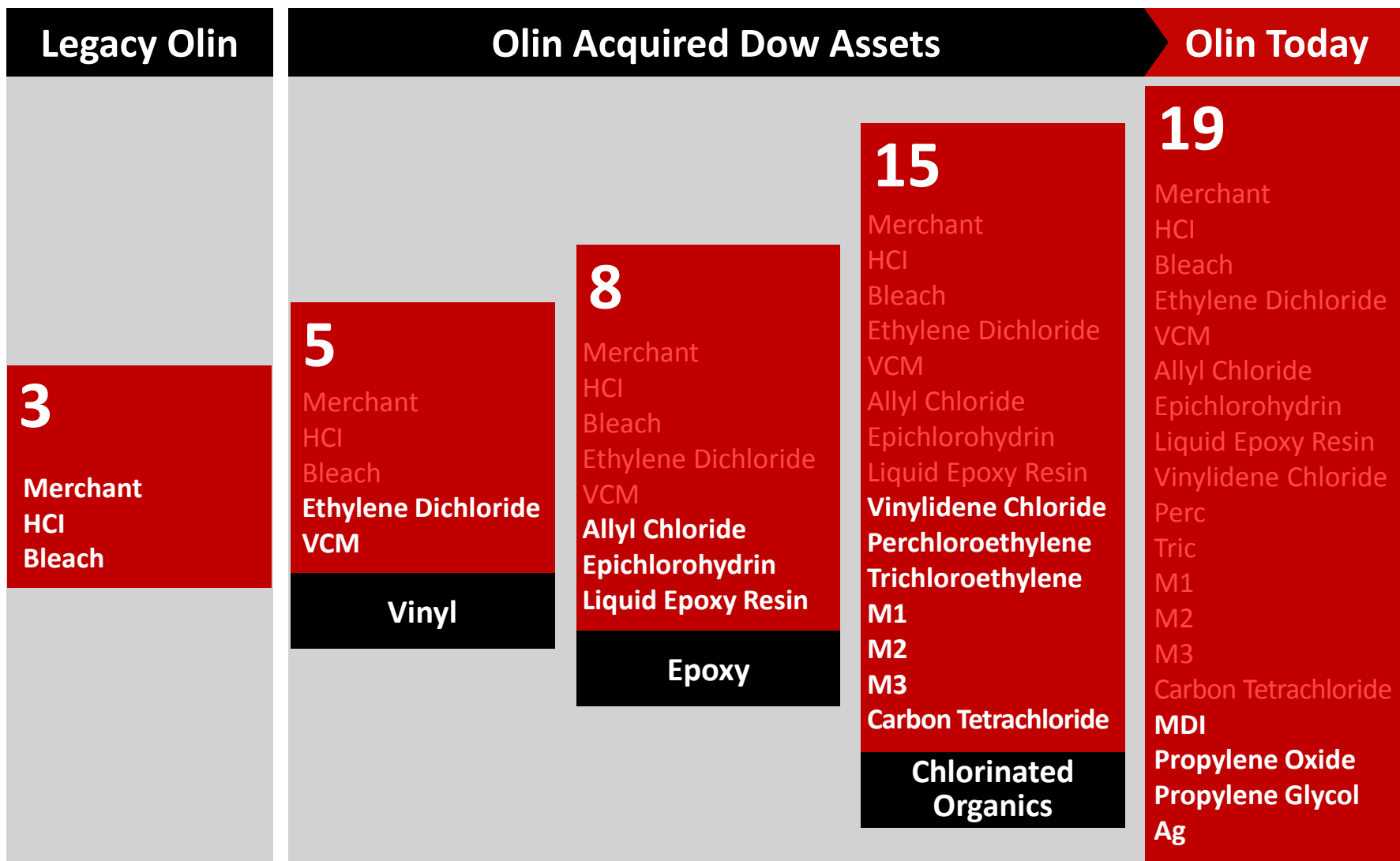
Exposure to merchant chlorine and merchant caustic soda pricing *less than*

# 20%

of revenue



# Significantly Expanded Chlorine Use Diversity





# Advantaged Cost and Raw Material Position



## Electricity

**85%**  
of energy from natural gas and hydroelectric sources



## Brine

**80%**  
of brine requirements met by internal supply

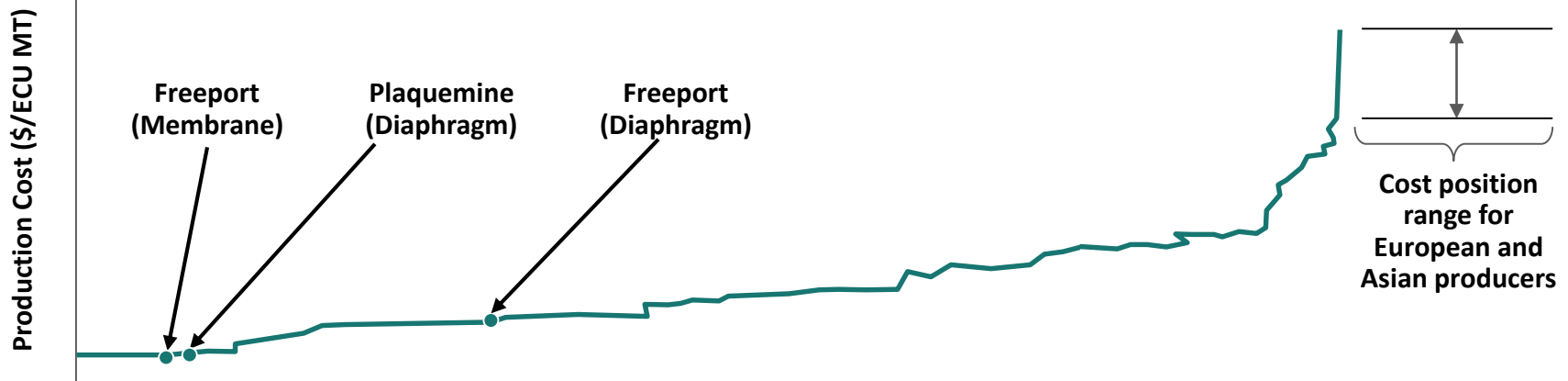


## Ethylene

**20 year**  
supply agreements  
with Dow



## Cumulative North American Chlor Alkali Production (1,000 MT)



**Acquired Dow Plants Among the Lowest-Cost in North America**

# Highly Efficient Global Logistics Capability



## Access to Deep-water Ports, Railcars, River Systems, Trucks and Other Logistical Networks



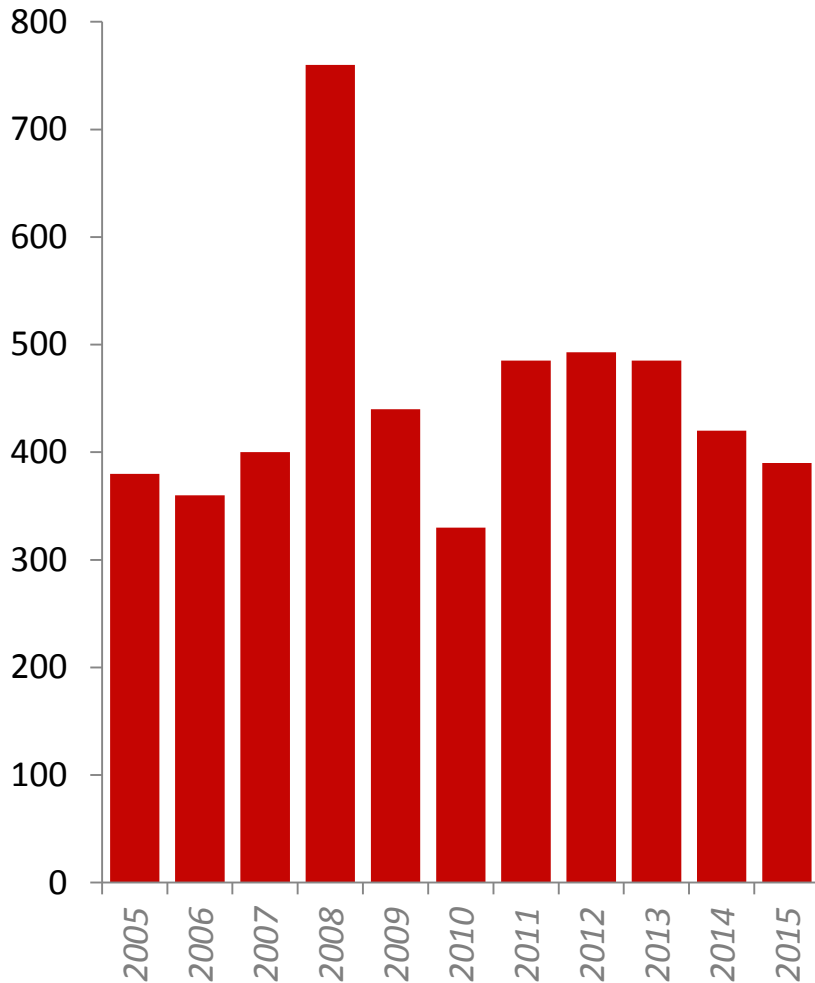
**Distribution Designed For Low Cost**

**Ability to Rapidly Access Global Markets  
as Attractive Situations Develop**

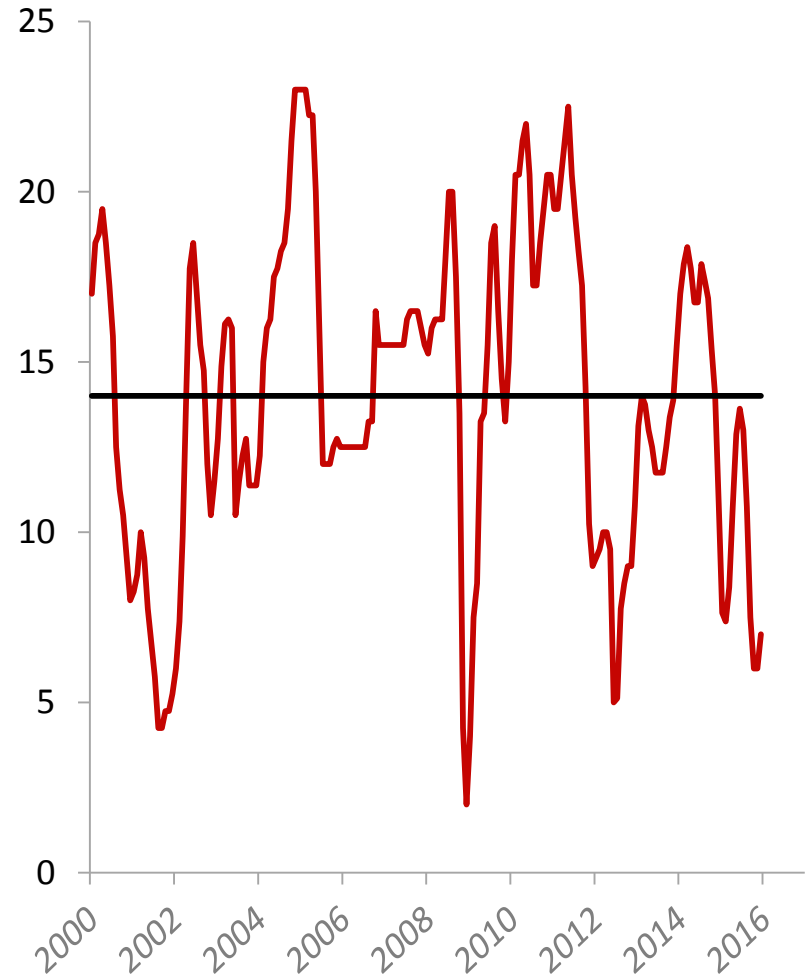
# Current Industry Conditions Near Trough Levels



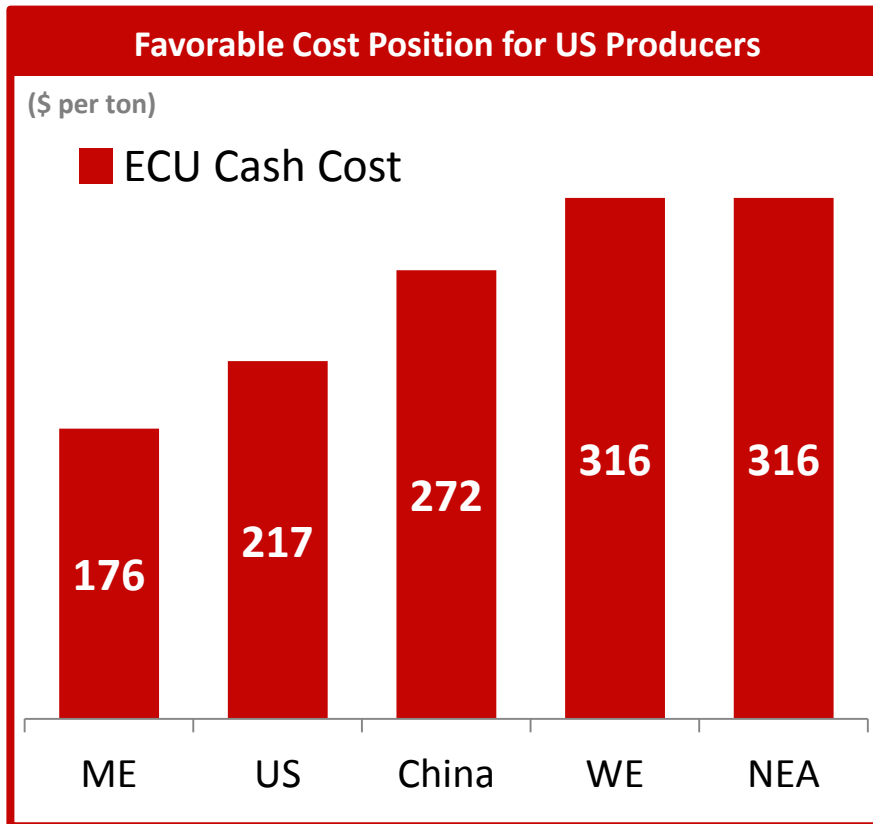
### NA Caustic Soda Prices (Contract Netback, \$/Dry MT)



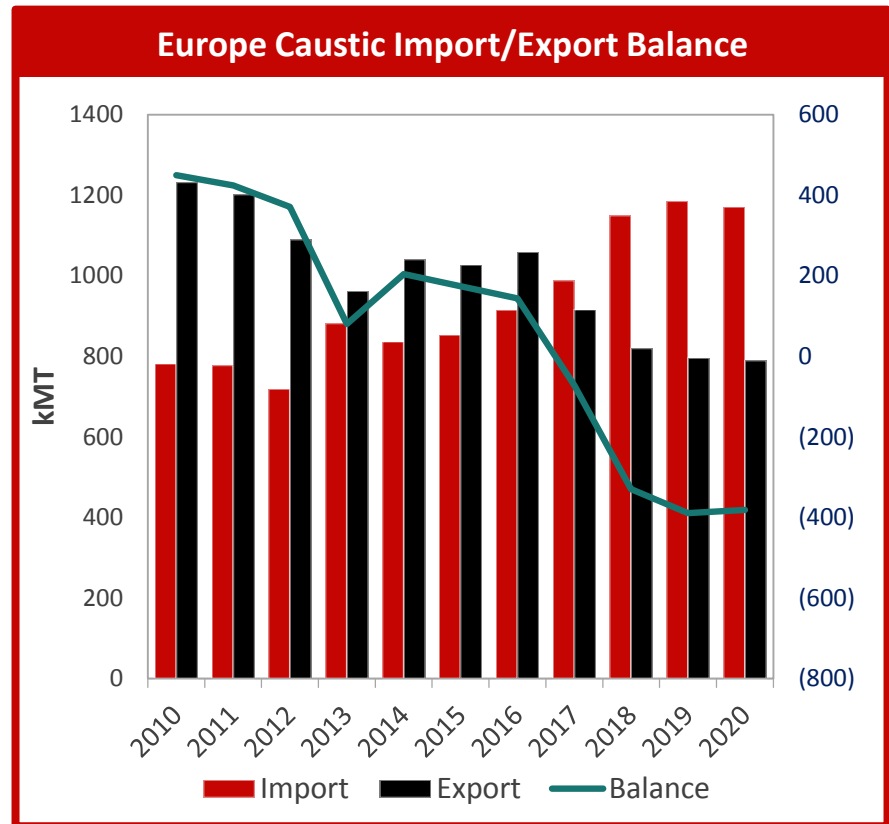
### EDC Spot Export Prices (Cents per Pound)



# Regional Advantaged Market Dynamics



- Cash costs (electricity, salt and fixed operating costs) are higher in China than in the U.S.
- Freight costs play a major role
- Chinese exports into the 12 million ton U.S. market were ~70,000 tons (<1%)



- 2.8 million metric tons of mercury capacity in Europe is subject to conversion or closure by year end 2017
- We expect total closures to be 1.3 million to 1.5 million metric tons, greater than 10% of European capacity
- 0.8 million metric tons have been announced to close or have already closed

# Upside Potential through Significant Realizable Synergies



		Synergies Breakdown (\$M)	2016	2017	2018	2019
Logistics & Procurement Operational Efficiencies Asset Optimization	Projected	40-60	100-110	180-200	250	
	Projected Year-End Run Rate	70-80	135-165	230-250	250	
	Projected	0-5	15-25	40-50	100	
Accessing New Segments & Customers	Projected Year-End Run Rate	5	35-50	50	100	
	Projected CAPEX	60	80	50	0	
Capital Investment	Projected Cash Integration & Restructuring Costs	60	35	35	20	

# Olin is the Largest and Most Integrated Epoxy Business in the World



**LOWEST COST  
PRODUCER  
OF KEY EPOXY MATERIALS**



**GLOBAL ASSET  
FOOTPRINT  
ALIGNED WITH TARGETED  
APPLICATIONS**

**INNOVATION  
CAPTURE  
DOWNSTREAM GROWTH  
APPLICATIONS**

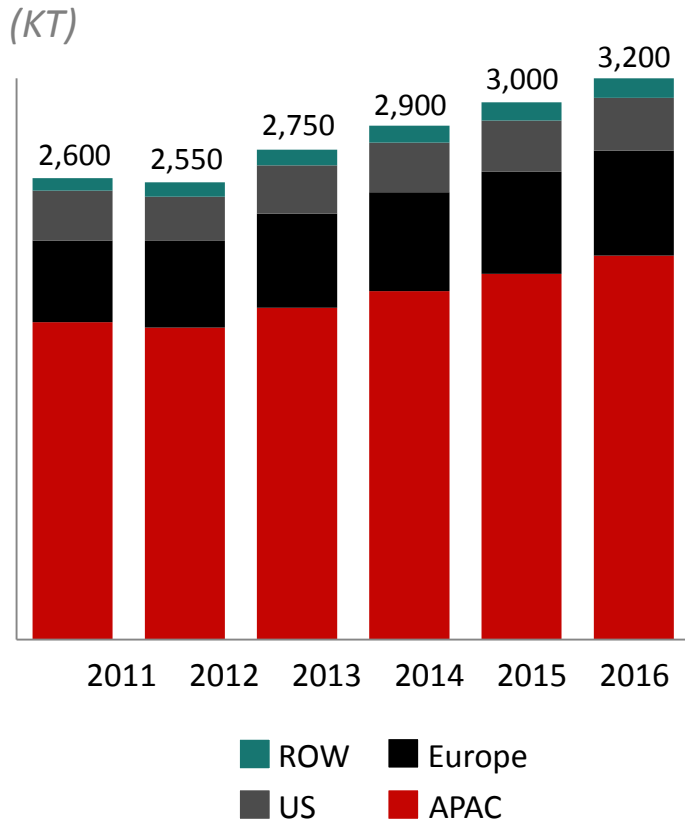
**PROVEN  
LEADERSHIP**

**EXCELLENT FLEXIBILITY TO  
MAXIMIZE  
VALUE  
THROUGHOUT ENTIRE  
EPOXY CHAIN**

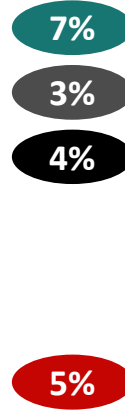
# Epoxy has Access to Attractive High Growth End Uses Around the Globe



## Epoxy Resin Consumption<sup>1</sup>



## CAGR (2013-2016)



## Select Epoxy End Use Growth Rates (2013-2018)<sup>2</sup>



Composites

8%



Electrical Laminates

5%



Industrial Coatings

4%



Civil Engineering, Adhesives

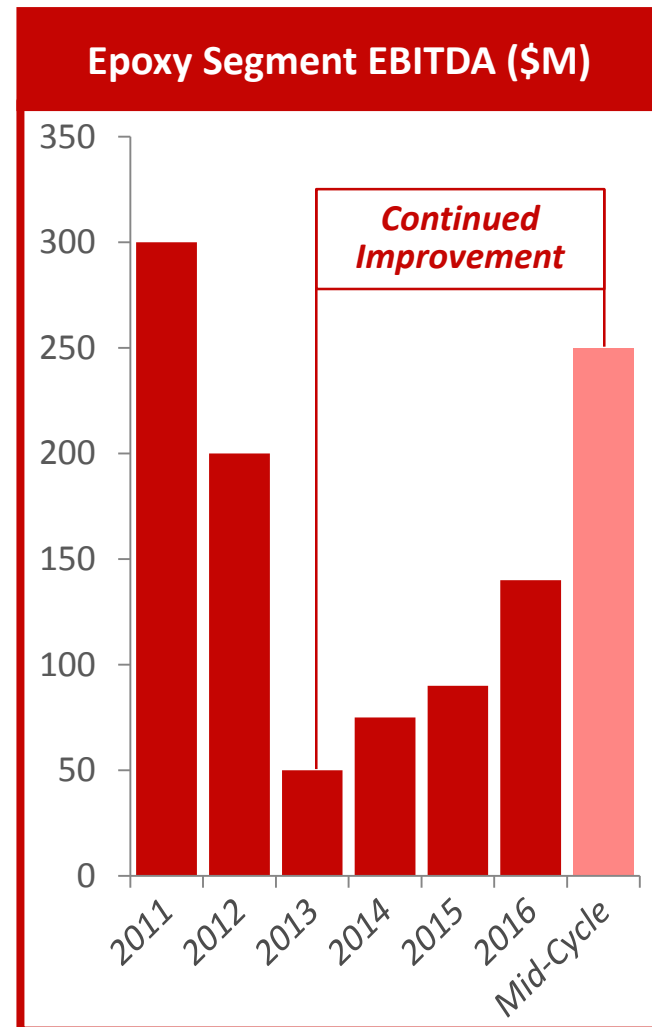
4%

Source: IHS Chemical Epoxy Resins CEH report  
 1: Liquid resins and SERs  
 2: Only includes US, Western Europe, Japan and China

# Epoxy Priorities for Success



	Upstream	Midstream	Downstream
<b>1</b> Continue driving productivity and cost improvements			
<b>2</b> Utilize advantaged cost position to outgrow the market ("Sell out")			
<b>3</b> Upgrade mix to improve margin ("Sell up")	N/A		

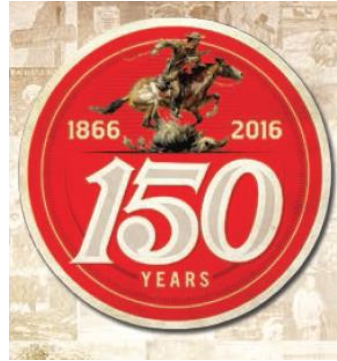




# Winchester is a Leading Supplier of Ammunition and Related Products



**LEADING  
PRODUCT POSITIONS**

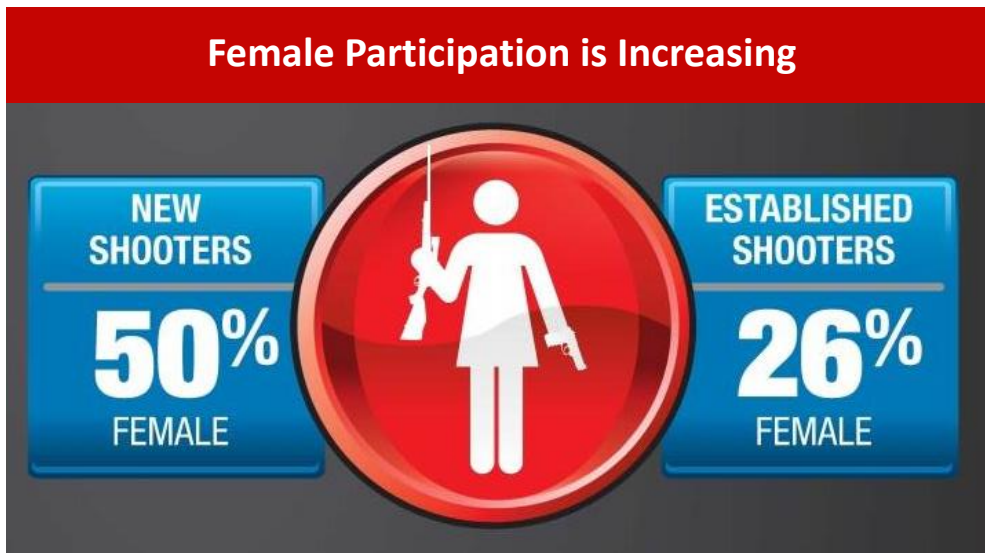
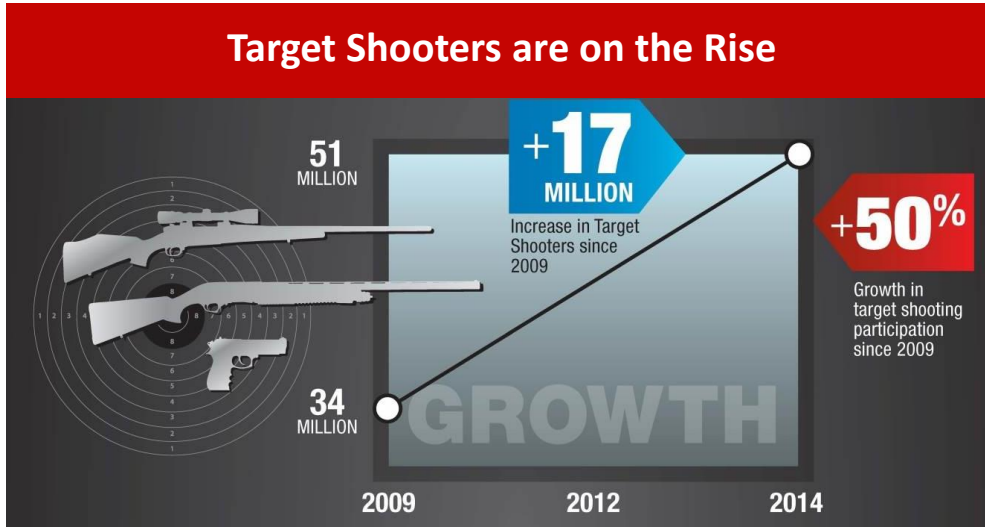


**ACHIEVE  
LOW-COST STATUS**

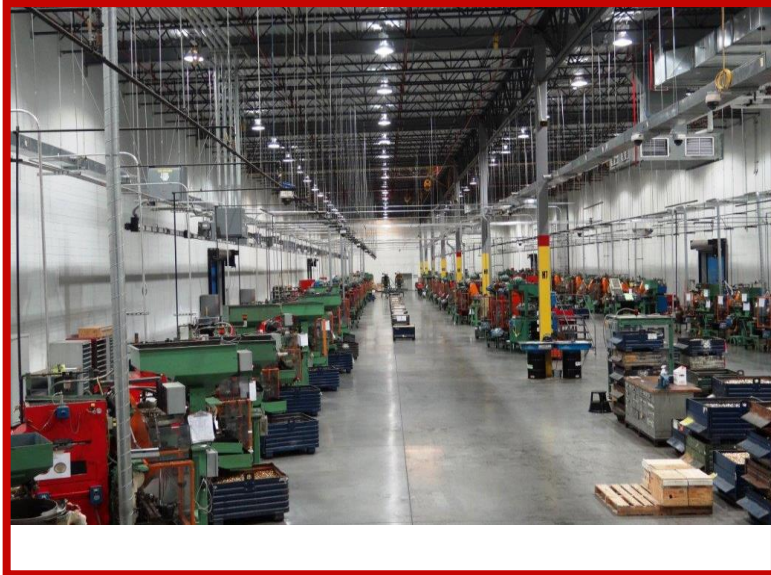
**INTRODUCE  
MARKET-DRIVEN  
NEW PRODUCTS**

**LEVERAGE THE  
WINCHESTER®  
BRAND**

# Favorable Industry Trends: Growing Target Shooting Participation



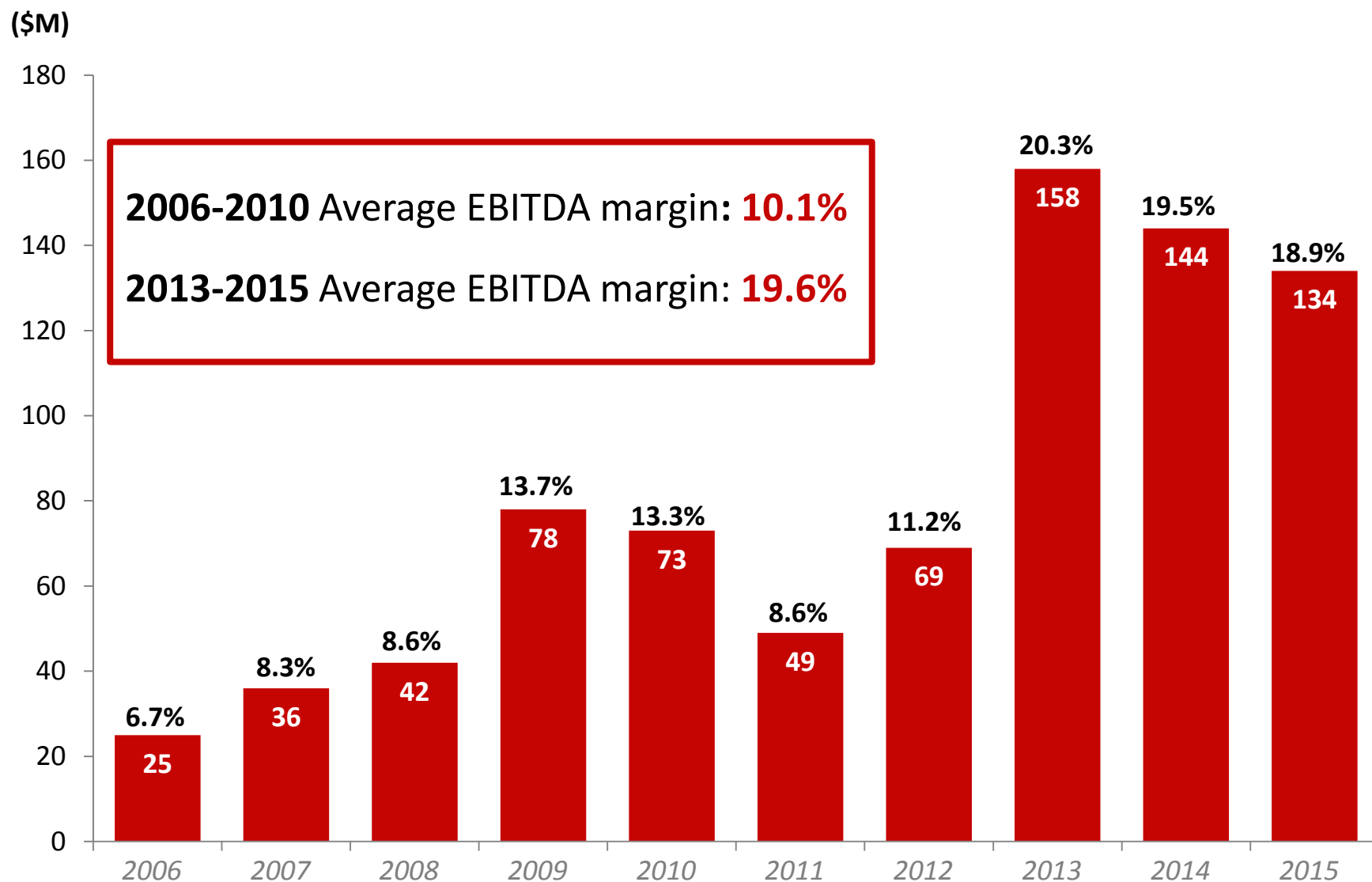
# Achieving Lower Cost Status to Drive Improved Profitability



- **Cost Reduction - Centerfire Relocation:**
  - Realized \$35 million of cost savings in 2015
  - Expect an additional \$5 million of lower annual operating costs beginning in 2016
- **New Product Development:**
  - Continue to develop new product offerings
  - Maintain reputation as a new product innovator
  - 10% of sales attributable to products developed in the past 5 years
- **Provide Returns in Excess of Cost of Capital**

Current Oxford Centerfire Relocation Copper Assembly Area

# Winchester's Strategy is Working



# Olin's Financial Policies and Objectives



**PRUDENT CAPITAL  
STRUCTURE AND  
COMMITMENT TO  
CONSERVATIVE  
FINANCIAL POLICY**



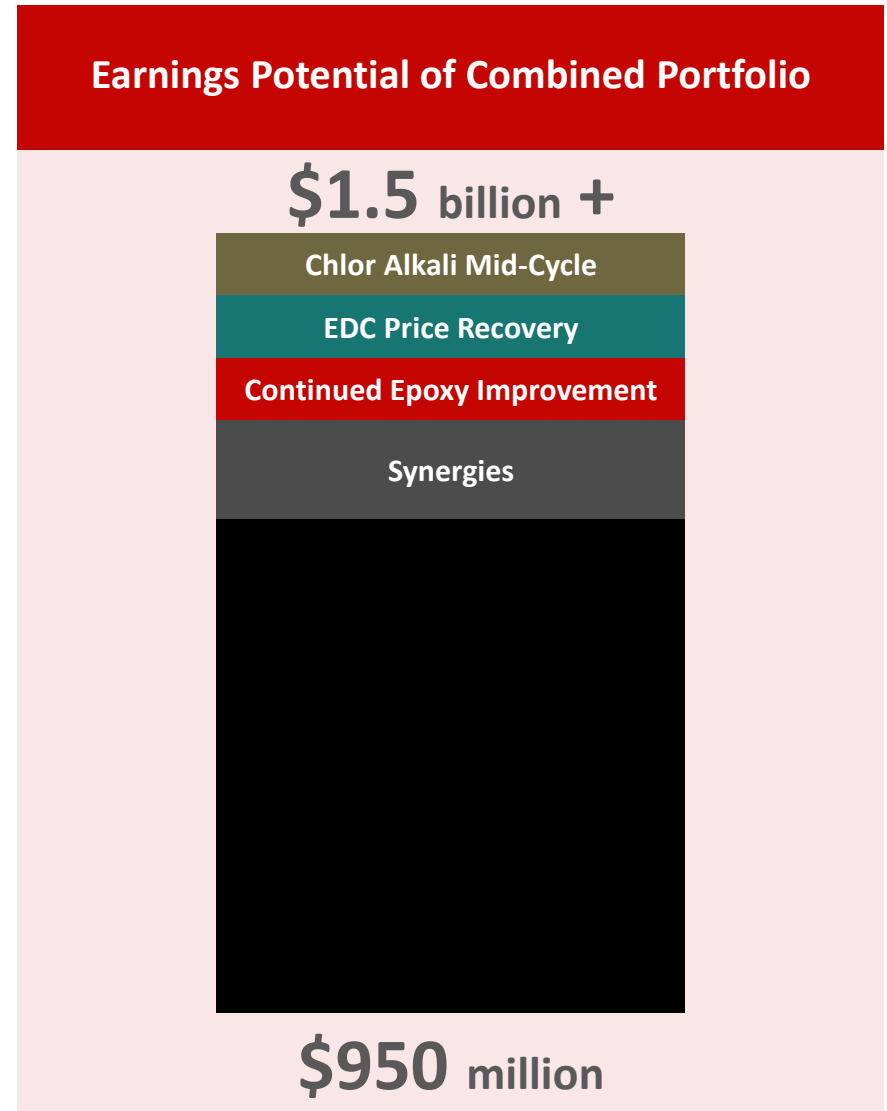
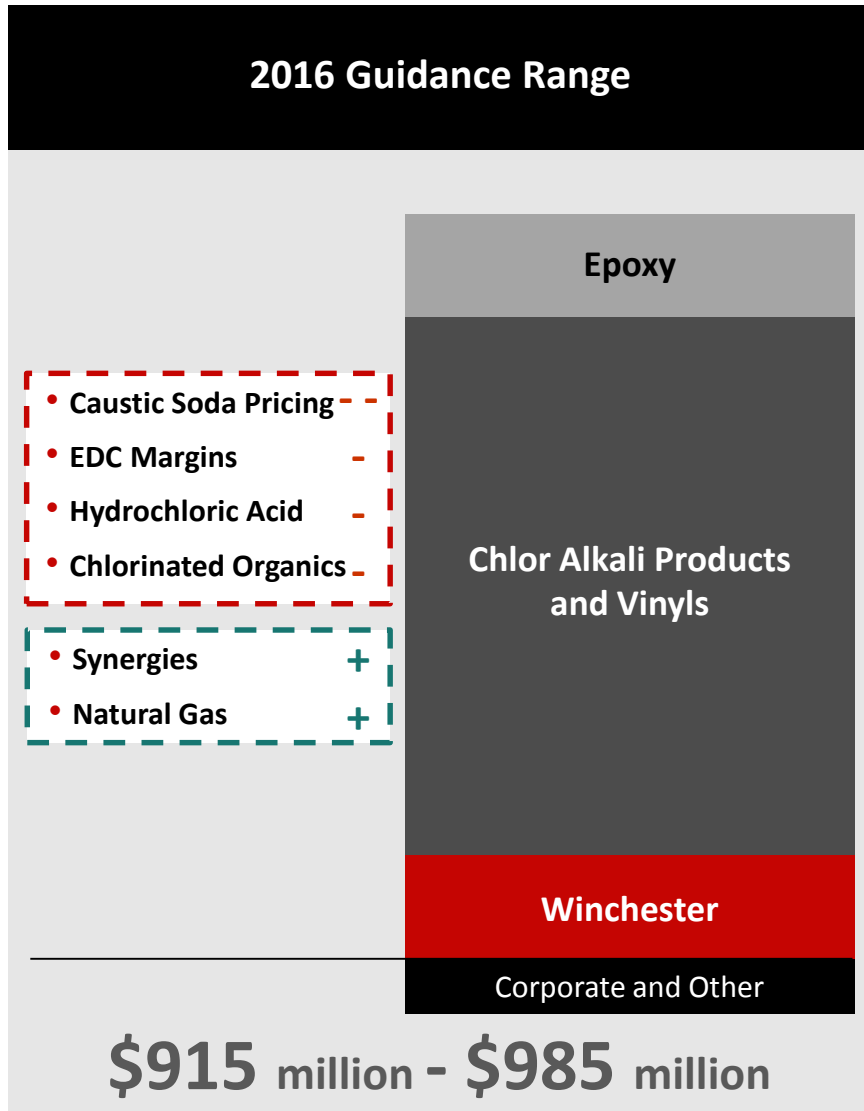
**UNBROKEN  
89 YEAR  
RECORD  
OF QUARTERLY DIVIDENDS**

**FOCUS ON REDUCING NET  
DEBT/EBITDA TO  
2.5 – 3.0X  
OVER THE NEXT 2 YEARS**

**MAJOR  
DEBT MATURITIES  
STAGGERED WITH  
MANAGEABLE  
TOWERS  
OF DEBT**

**LONG-TERM FOCUS ON  
OPERATING WITH  
INVESTMENT  
GRADE METRICS**

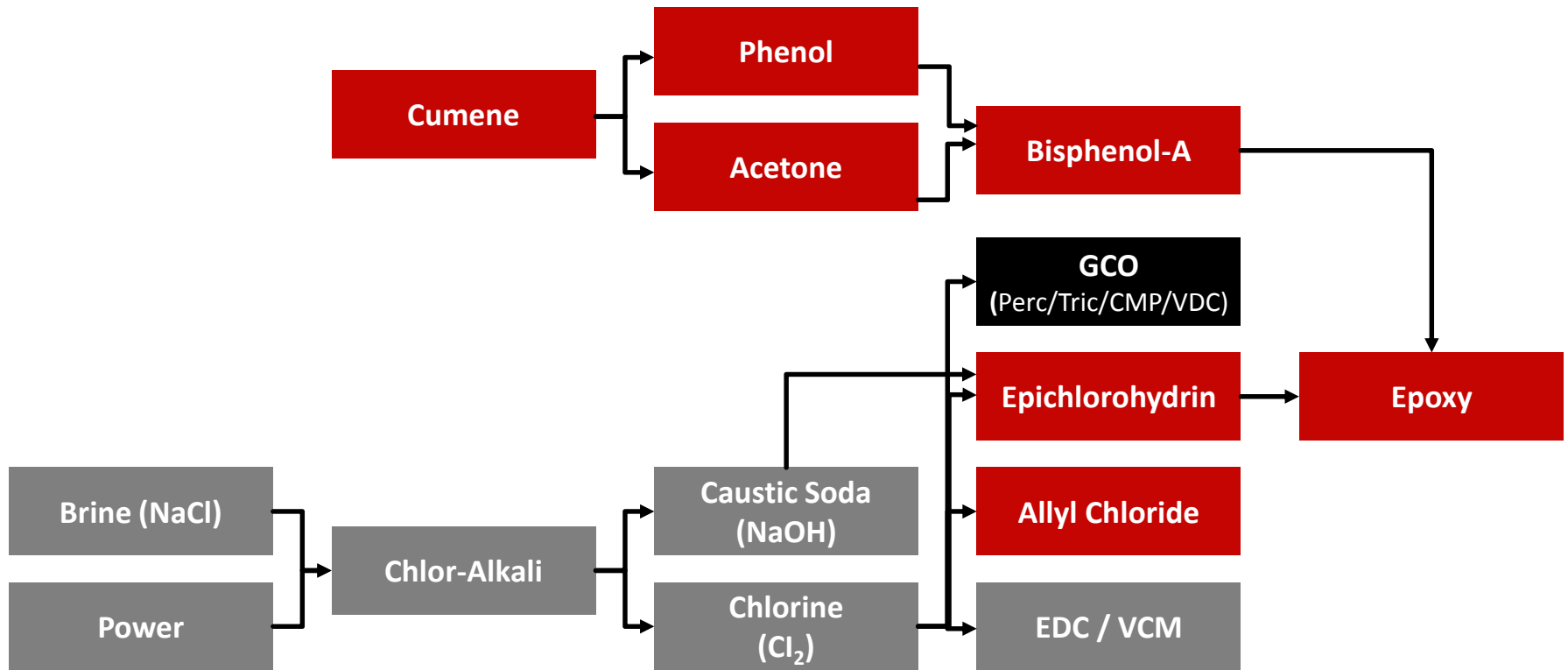
# 2016 Guidance and Mid-Cycle Potential



# APPENDIX



# The Chlorine Envelope



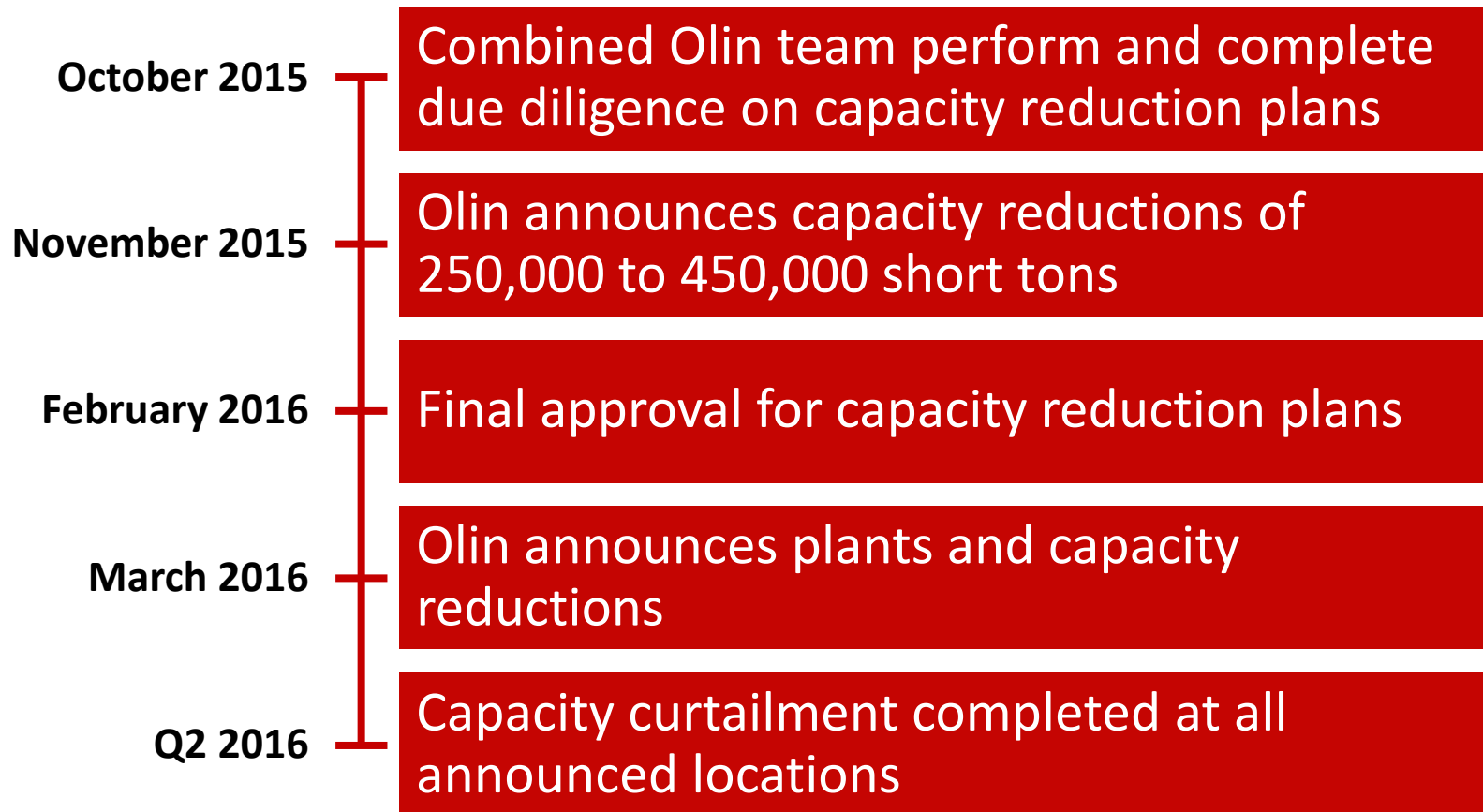


# Low Cost Energy and Brine Sources



Facility	Capacity	Energy Sources	Brine Source
Freeport, TX	3,289	Natural Gas	Owned
Plaquemine, LA	1,070	Natural Gas	Owned
McIntosh, AL	778	Coal & Nuclear	Owned
Niagara Falls, NY	300	Hydro	Brine by Pipeline
St. Gabriel, LA	246	Natural Gas	Brine by Pipeline
Charleston, TN	218	Coal, Hydro & Nuclear	Purchase Salt
Becancour, Quebec	175	Hydro	Purchase Salt
Henderson, NV	152	Natural Gas & Hydro	Purchase Salt
<b>Total</b>	<b>6,190</b>	<b>85% Natural Gas &amp; Hydro</b>	<b>80% Owned</b>

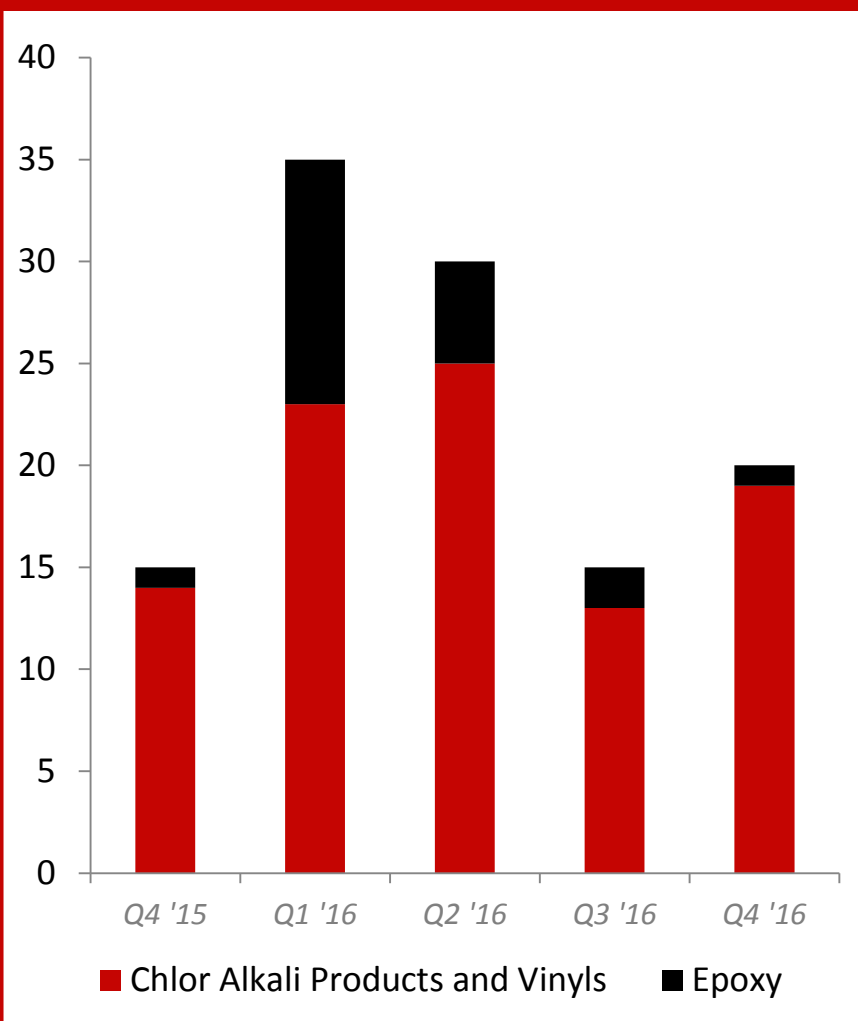
# Olin Capacity Reduction Timeline



# Chemical Turnaround Maintenance Cost



Chemicals Turnaround Maintenance Cost (\$M)

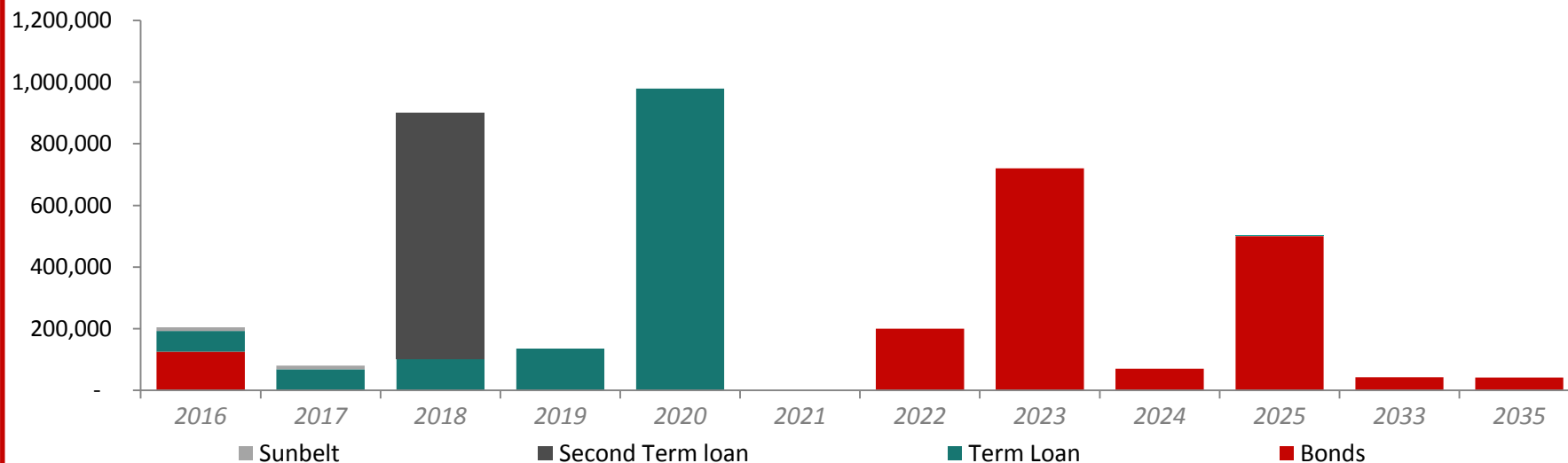


- Full year 2016 turnaround expense estimated at \$100 million
- Gulf-coast turnarounds are typically concentrated in the first half of year
- Approximately 2/3 of costs incurred in first half of year
- Estimated \$20 million sequential cost increase in first quarter 2016

# Debt and Interest Expense



## Debt Maturity Schedule (\$M)



- Year end net debt of approximately \$3.5 billion
- \$205 million debt maturing in 2016 expect to repay with available cash
- \$2.2 billion of pre-payable term loans
- Targeting reduction of net debt/EBITDA to 2.5x - 3.0x in the next two years
- Approximately 60% variable rate debt
- 4.5% blended interest rate for the first quarter 2016

# 2016 Guidance Assumptions



2016 Forecast (M)	Key Elements
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Capital Spending	\$240 to \$280	Maintenance level of capital spending of \$225 to \$275 million annually
Synergy Capital	\$60	Synergy projects include chlorine loading, bleach capacity and caustic soda evaporation
<b>Total</b>	<b>\$300 to \$340</b>	

Depreciation & Amortization	\$345 to \$355	
Fair Value Step up of D&A	\$145	Property, plant and equipment fair value step up of approximately \$1.5 billion
<b>Total</b>	<b>\$490 to \$500</b>	

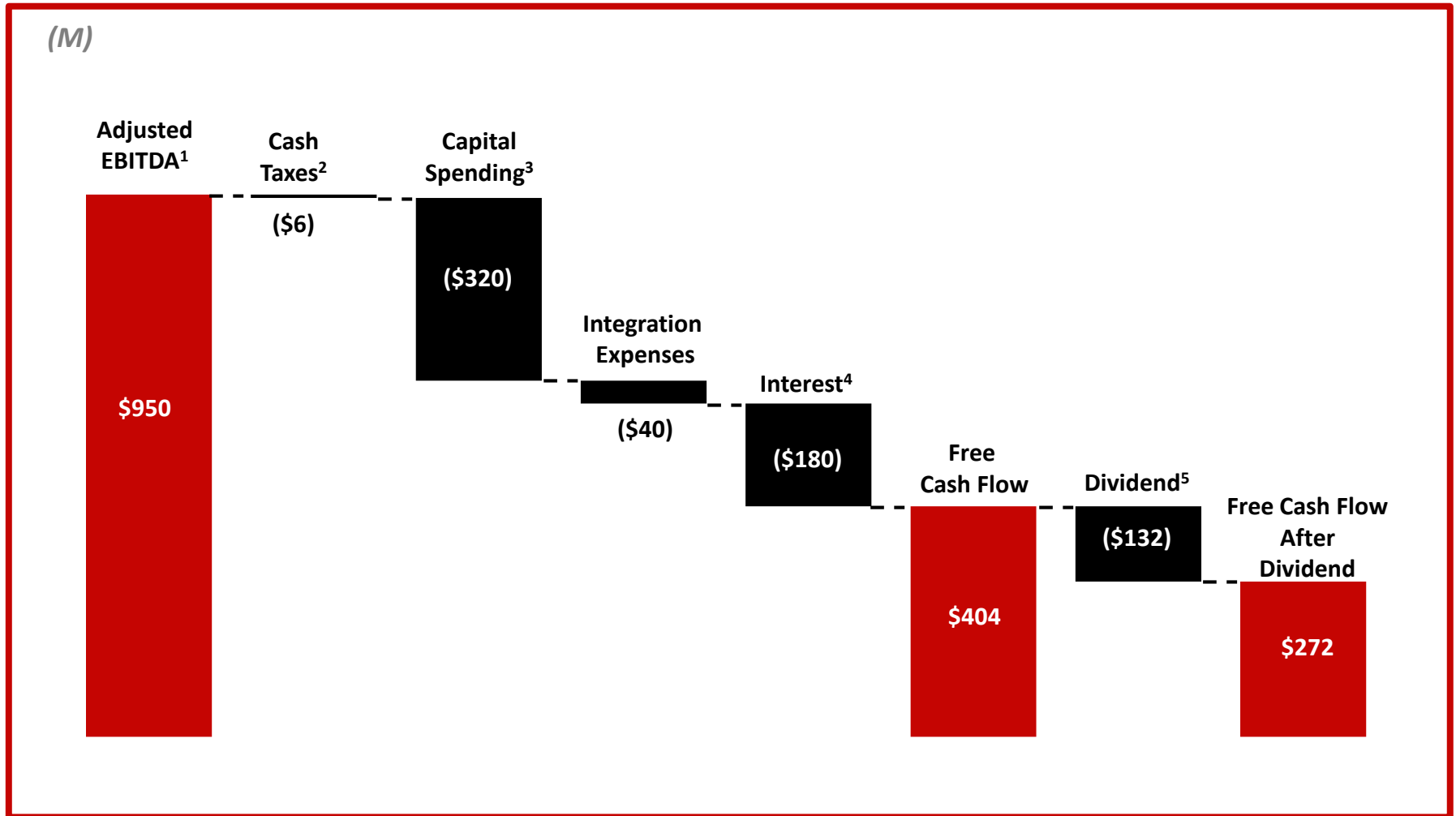
Book Effective Tax Rate	35% to 38%	Reverse Morris Trust Acquisition; step up D&A not deductible for income tax
Cash Tax Rate	25% to 30%	Protecting Americans from Tax Hikes Act of 2015; extended Bonus Depreciation lowers cash tax rate in 2016

# Annual EBITDA Sensitivity



Product	Price Change	EBITDA Impact
Chlorine	\$10/ton	\$10 million
Caustic	\$10/ton	\$30 million
EDC	\$.01/pound	\$20 million

# 2016 Cash Flow Waterfall



1: Mid-point of Olin's estimated Adjusted EBITDA range of \$915 to \$985 million for full year 2016

2: Estimated using the mid-point of the cash tax rate of 25% to 30% and the benefits from the 2015 NOL carryforward and 2015 tax refunds

3: Represents the mid-point of management's annual capital spending estimate range of \$300 to \$340 million, which includes \$60 million of synergy capital

4: Calculated based on Olin's capital structure, mandatory debt repayments and assuming current interest rates

5: Calculated based on 165 million shares outstanding and an annual dividend rate of \$0.80 per share

