

AXIALL CORP/DE/  
Form SC 13G  
October 14, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. )

Axiall Corporation  
(Name of Issuer)

Common Stock, \$0.01 par value  
(Title of Class of Securities)

05463D100  
(CUSIP Number)

October 1, 2014  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\_\_\_\_\_

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to \*the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP  
05463D100  
No.

NAME OF  
1. REPORTING  
PERSONS  
I.R.S.  
IDENTIFICATION  
NOS. OF  
ABOVE  
PERSONS  
(ENTITIES  
ONLY)

Soroban  
Master Fund  
LP

CHECK THE  
APPROPRIATE  
BOX IF A  
2. MEMBER OF A  
GROUP (SEE  
INSTRUCTIONS)  
(a)   
(b)

3. SEC USE  
ONLY

CITIZENSHIP  
OR PLACE  
4. OF  
ORGANIZATION

Cayman  
Islands

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON  
WITH

SOLE  
5. VOTING  
POWER

0

6.

SHARED  
VOTING  
POWER

7,000,000

7. SOLE  
DISPOSITIVE  
POWER

0

8. SHARED  
DISPOSITIVE  
POWER

7,000,000

9. AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

7,000,000

10. CHECK  
BOX IF  
THE  
AGGREGATE  
AMOUNT  
IN ROW (9)  
EXCLUDES   
CERTAIN  
SHARES  
(SEE  
INSTRUCTIONS)

11. PERCENT  
OF CLASS  
REPRESENTED  
BY  
AMOUNT  
IN ROW (9)

9.97%

12. TYPE OF  
REPORTING

PERSON  
(SEE  
INSTRUCTIONS)

PN

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CUSIP  
05463D100  
No.

NAME OF  
1. REPORTING  
PERSONS  
I.R.S.  
IDENTIFICATION  
NOS. OF  
ABOVE  
PERSONS  
(ENTITIES  
ONLY)

Soroban  
Capital GP  
LLC

CHECK THE  
APPROPRIATE  
BOX IF A  
2. MEMBER OF A  
GROUP (SEE  
INSTRUCTIONS)  
(a)   
(b)

3. SEC USE  
ONLY

CITIZENSHIP  
OR PLACE  
4. OF  
ORGANIZATION

Delaware

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON  
WITH

SOLE  
5. VOTING  
POWER

0

6. SHARED  
VOTING

POWER

7,000,000

SOLE

7. DISPOSITIVE  
POWER

0

SHARED

8. DISPOSITIVE  
POWER

7,000,000

AGGREGATE  
AMOUNT

9. BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

7,000,000

CHECK  
BOX IF  
THE  
AGGREGATE  
AMOUNT

10. IN ROW (9)  
EXCLUDES   
CERTAIN  
SHARES  
(SEE  
INSTRUCTIONS)

PERCENT  
OF CLASS  
REPRESENTED

11. BY  
AMOUNT  
IN ROW (9)

9.97%

TYPE OF  
REPORTING

12. PERSON  
(SEE  
INSTRUCTIONS)

00

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CUSIP No. 05463D100

1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Soroban  
Capital  
Partners  
LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER



- 7,000,000
7. SOLE  
DISPOSITIVE  
POWER
- 0
8. SHARED  
DISPOSITIVE  
POWER
- 7,000,000
9. AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON
- 7,000,000
10. CHECK  
BOX IF  
THE  
AGGREGATE  
AMOUNT  
IN ROW (9)   
EXCLUDES  
CERTAIN  
SHARES  
(SEE  
INSTRUCTIONS)
11. PERCENT  
OF CLASS  
REPRESENTED  
BY  
AMOUNT  
IN ROW (9)
- 9.97%
12. TYPE OF  
REPORTING  
PERSON  
(SEE  
INSTRUCTIONS)

OO, IA

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CUSIP No. 05463D100

1. NAME OF  
REPORTING  
PERSONS  
I.R.S.  
IDENTIFICATION  
NOS. OF  
ABOVE  
PERSONS  
(ENTITIES  
ONLY)

Eric W.  
Mandelblatt

2. CHECK THE  
APPROPRIATE  
BOX IF A  
MEMBER OF A  
GROUP (SEE  
INSTRUCTIONS)

(a)

(b)

3. SEC USE  
ONLY

4. CITIZENSHIP  
OR PLACE  
OF  
ORGANIZATION

United  
States of  
America

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

5. SOLE  
VOTING  
POWER

0

6. SHARED  
VOTING  
POWER

- 7,000,000
7. SOLE  
DISPOSITIVE  
POWER
- 0
8. SHARED  
DISPOSITIVE  
POWER
- 7,000,000
9. AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON
- 7,000,000
10. CHECK  
BOX IF  
THE  
AGGREGATE  
AMOUNT  
IN ROW (9)  
EXCLUDES   
CERTAIN  
SHARES  
(SEE  
INSTRUCTIONS)
11. PERCENT  
OF CLASS  
REPRESENTED  
BY  
AMOUNT  
IN ROW (9)
- 9.97%
12. TYPE OF  
REPORTING  
PERSON  
(SEE  
INSTRUCTIONS)

HC, IN

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CUSIP No. 05463D100

Item 1. (a). Name of Issuer:

Axiall Corporation

(b). Address of issuer's principal executive offices:

1000 Abernathy Road, Suite 1200  
Atlanta, Georgia 30328

Item 2. (a). Name of person filing:

Soroban Master Fund LP  
Soroban Capital GP LLC  
Soroban Capital Partners LLC  
Eric W. Mandelblatt

(b). Address or principal business office or, if none, residence:

Soroban Master Fund LP  
Gardenia Court, Suite 3307  
45 Market Street