

**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): October 16, 2020



HEXION INC.

(Exact Name of Registrant as Specified in Its Charter)

New Jersey

(State or Other Jurisdiction of Incorporation)

1-71

(Commission File Number)

13-0511250

(I.R.S. Employer Identification No.)

180 East Broad St., Columbus, Ohio

(Address of Principal Executive Offices)

43215-3799

(Zip Code)

614-225-4000

(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 (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class
None

Trading Symbol(s)

Name of each exchange on which registered
None

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

On October 16, 2020, in connection with the closing of Hexion Inc.'s (the "Company") previously announced sale of its Phenolic Specialty Resins, Hexamine and European-based Forest Products Resins businesses to Black Diamond Capital Management, LLC and Investindustrial (the "Buyers"), the Company provided certain information to the Buyers' lenders. A copy of such information is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information set forth in this Item 7.01 and the attached Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities in that section, and shall not be deemed to be incorporated by reference into any of the Company's filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|---------------------------|---|
| 99.1 | Lender information dated October 16, 2020 |
| 104 | Cover Page Interactive Data File, formatted in Inline XBRL and included as Exhibit 101. |

SIGNATURE

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 thereunto duly authorized.

HEXION INC.

Date: October 16, 2020

/s/ George F. Knight

George F. Knight

Executive Vice President and Chief Financial Officer

Lender Information Dated October 16, 2020

| Key Statistics | |
|--|----------|
| TTM 6/30/2020 Adj. net sales ⁽¹⁾ | \$484mm |
| TTM 6/30/2020 Adj. EBITDA ⁽¹⁾ | \$55.7mm |
| TTM 6/30/2020 Adj. EBITDA ⁽¹⁾ | 11.5% |
| Customers served | ~1100 |
| Employees ⁽²⁾ | ~930 |
| Global manufacturing facilities ⁽³⁾ | 11 |

(1) Includes pro forma adjustments to normalize the business and excludes financial impact of strategic toll customer with 2019A sales of ~\$65mm.

(2) Direct employees, excluding contractors and corporate support positions.

(3) Includes one 50% owned JV in Russia.