



**Orica Limited**  
ABN 24 004 145 868

**Registered Office**  
Level 3  
1 Nicholson Street  
East Melbourne VIC 3002

18 October 2011

Dear Holder

**Repurchase of Orica Step-Up Preference Shares**

As announced on 13 October 2011, Orica Limited has determined that all Orica Step-Up Preference Shares (**SPS**) will be repurchased in accordance with their terms of issue.

Payment of the repurchase amount of \$100 per SPS, together with the 6 monthly distribution calculated at a distribution rate of 6.52% per annum, will be made on 30 November 2011.

You will receive these payments by the method by which you currently receive your distributions.

An Issuer Realisation Notice and an Assignment Event Notice which formally notifies you of the repurchase is set out on the back of this letter.

Holders of SPS should note that the Australian Taxation Office has issued Taxpayer Alert 2008/1 and Taxation Determination TD 2009/14 since the date of issue of the prospectus for the SPS which outlines a different tax treatment upon redemption or repurchase of the SPS from that stated in the prospectus. Holders should consult their taxation and other professional advisors in relation to the tax treatment of the proceeds of the repurchase of their SPS holding.

Yours sincerely

A handwritten signature in black ink, appearing to read "P J B Duncan".

P J B Duncan  
Chairman

18 October 2011

Dear Holder

## Issuer Realisation Notice and Assignment Event Notice: Orica Step-Up Preference Securities

As announced on 13 October 2011, Orica Limited (**Orica**) has determined to Repurchase all Orica Step-Up Preference Shares (**SPS**).

### Issuer Realisation Notice

In accordance with clause 5.4(b)(3) of the Preference Share Terms under which the SPS were issued (**SPS Terms**), Orica gives notice that all 5,000,000 SPS on issue will be Repurchased. No SPS will be Converted.

All of your SPS will be Repurchased by means of Orica buying back the SPS which comprise part of the Orica Step-Up Preference Securities on 29 November 2011 (**Realisation Date**). Under clause 6(c) of the SPS Terms, you are deemed to have made an offer to sell all your SPS to Orica. In accordance with the SPS Terms, Orica accepts this offer.

### Amount payable to SPS Holders

In accordance with clause 6(b)(1) of the SPS Terms, each SPS Holder will receive:

- \$100 per SPS; plus
- the final 6 monthly distribution calculated at a distribution rate of 6.52% per annum.

Payment will be made on or around 29 November 2011 by the method by which you currently receive your distributions.

### Assignment Event Notice

Orica New Zealand Securities Limited (ARBN 117 168 297) gives notice under clause 4.2 of the NZ Security Terms of the occurrence of an Assignment Event, being Orica giving an Issuer Realisation Notice to Holders under the SPS Terms (clause 4.1(f) of the NZ Security Terms). This Assignment Event applies to all of the NZ Securities. The Assignment Event Date is 29 November 2011, being the Realisation Date for the SPS.

The NZ Securities will cease to be stapled to the SPS and will be assigned to Orica Australia Securities Pty Ltd, an Orica subsidiary, in accordance with the NZ Security Terms. Holders will cease to have any rights or obligations in relation to the NZ Securities from the Assignment Event Date.

### Suspension of trading of SPS

Orica Step-Up Preference Securities will be suspended from trading on ASX from **Wednesday, 9 November 2011**. The last day on which you will be able to trade Orica Step-Up Preference Securities on ASX will be **Tuesday, 8 November 2011**.

### Further information

Unless otherwise noted, terms defined in the SPS Terms or the NZ Security Terms, as applicable, have the same meaning in this Notice.

If you have any questions regarding this Issuer Realisation Notice and Assignment Event Notice, please contact Link Market Services Limited on 1300 301 253 (within Australia) or +612 8280 7111 (outside Australia) or consult your investment or other professional adviser.

Yours sincerely



For and on behalf of Orica Limited  
ABN 24 004 145 868



For and on behalf of Orica New Zealand  
Securities Limited  
ARBN 117 168 297