

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Orica Limited**

ACN/ARSN

1. Details of substantial holder (1)

Name **M&G Investment Management Limited
M&G Limited
M&G Group Limited
M&G Securities Limited
Jackson National Asset Management PLC
Eastspring Investments
Prudential plc**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **27 June 2014**
The previous notice was given to the company on **11 September 2014**
The previous notice was dated **11 September 2014**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate(2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Security (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
NPV Shares	21,256,561	5.79%	22,444,598	6.05%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	M&G Investment Management Limited				
	M&G Limited	PLEASE SEE ANNEX 1 (Below)			
	M&G Group Limited				
	M&G Securities Limited				
	Jackson National Asset Management PLC				
	Eastspring Investments				
	Prudential plc				

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
M&G Investment Management Limited, M&G Limited, M&G Group Limited M&G Securities Limited Prudential plc	State Street Noms Ltd A/C GMG6	State Street Noms Ltd A/C GMG6	19,705,222
Jackson National Asset Management Plc, Prudential Plc	Jackson National Asset Management	Jackson National Asset Management	63,915
Eastspring Investments Prudential PLC The Prudential Assurance Company Limited	PRUCLT HSBC GIS NOM(UK) PPL AC	PRUCLT HSBC GIS NOM(UK) PPL AC	14,239
Eastspring Investments Prudential PLC The Prudential Assurance Company Limited	PRUCLT HSBC GIS NOM(UK) PAC AC	PRUCLT HSBC GIS NOM(UK) PAC AC	900,000
Eastspring Investments Prudential PLC	Eastspring Investments	Eastspring Investments	1,761,222

5. Changes in association

The persons who have been associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and CAN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
M&G Investment Management Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Group Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Securities Limited	Laurence Pountney Hill, London EC4R 0HH, England
Prudential PLC	Laurence Pountney Hill, London EC4R 0HH, England
State Street Nominees Ltd	20 Churchill Place, Canary Wharf, London E14 5HJ, England
Jackson National Asset Management LLC	1 Corporate Way, Michigan, USA
Eastspring Investments Singapore/Hong Kong	10 Marina Boulevard #32-01, Marina Bay Financial Centre Tower 2, Singapore 018983. 13/F, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong.

Signature

sign here

print name

Owen Smith

Owen Smith

Date: 01 July 2014

capacity Notifiables Administrator

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Law.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Annex 1: Transactions – 11 September 2013 – 27 June 2014

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
		Cash	
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-79,829	-3828
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-109,872	-5272
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-243,209	-11672
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-555,352	-26648
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-1,295,479	-62178
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-2,035,326	-97708
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-2,035,531	-97708
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-6,599,017	-316767
PRUDENTIAL LIFE MANAGED OB	11/09/2013	-7,670,510	-368125
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-1,627	-78
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-2,251	-108
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-4,980	-239
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-11,358	-545
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-26,502	-1272
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-41,641	-1999
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-41,645	-1999
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-134,994	-6480
SCOTTISH AMICABLE CAPITAL FUND	11/09/2013	-156,921	-7531
SCOT AM LIFE NO1 FUND	11/09/2013	-8,404	-403
SCOT AM LIFE NO1 FUND	11/09/2013	-11,567	-555
SCOT AM LIFE NO1 FUND	11/09/2013	-25,630	-1230
SCOT AM LIFE NO1 FUND	11/09/2013	-58,499	-2807
SCOT AM LIFE NO1 FUND	11/09/2013	-136,469	-6550
SCOT AM LIFE NO1 FUND	11/09/2013	-214,410	-10293
SCOT AM LIFE NO1 FUND	11/09/2013	-214,432	-10293
SCOT AM LIFE NO1 FUND	11/09/2013	-695,136	-33368
SCOT AM LIFE NO1 FUND	11/09/2013	-808,006	-38778
DMY NOTIFIABLE AUST & NZ HLDGS	13/09/2013	N/A	-453228
JACKSON NATIONAL ASSET MGMT	19/09/2013	17,901	869
JACKSON NATIONAL ASSET MGMT	04/10/2013	121,879	6140
JACKSON NATIONAL ASSET MGMT	09/10/2013	18,608	946
JACKSON NATIONAL ASSET MGMT	31/10/2013	25,525	1212
JACKSON NATIONAL ASSET MGMT	25/11/2013	-405,092	-17260
JACKSON NATIONAL ASSET MGMT	26/11/2013	-280,466	-11996
JACKSON NATIONAL ASSET MGMT	27/11/2013	-141,749	-6131
JACKSON NATIONAL ASSET MGMT	29/11/2013	-339,055	-14665
M&G ASIAN FUND	02/12/2013	4,715,296	202000
DMY NOTIFIABLE AUST & NZ HLDGS	17/12/2013	N/A	27691
M&G ASIAN FUND	23/12/2013	1,964,404	83000
DMY NOTIFIABLE AUST & NZ HLDGS	27/12/2013	N/A	-1781206
DMY NOTIFIABLE AUST & NZ HLDGS	31/12/2013	N/A	1777655
DMY NOTIFIABLE AUST & NZ HLDGS	09/01/2014	N/A	-4449
M&G PACIFIC BASIN PASS PF	09/01/2014	77,539	3280
M&G GLOBAL DIVIDEND FUND	17/01/2014	18,214,699	741406
M&G GLOBAL DIVIDEND FUND	20/01/2014	15,541,970	635000
DMY NOTIFIABLE AUST & NZ HLDGS	22/01/2014	N/A	-403020
DMY NOTIFIABLE AUST & NZ HLDGS	23/01/2014	N/A	-327915
DMY NOTIFIABLE AUST & NZ HLDGS	24/01/2014	N/A	-80042
M&G ASIAN FUND	06/02/2014	928,543	40000
DMY NOTIFIABLE AUST & NZ HLDGS	11/02/2014	N/A	-23485
M&G GLOBAL DIVIDEND FUND	12/02/2014	15,663,638	658974
EASTSPRING INVESTMENTS	12/03/2014	N/A	-4536
EASTSPRING INVESTMENTS	12/03/2014	-53,229	-2268
EASTSPRING INVESTMENTS (3)	12/03/2014	N/A	-95840

EASTSPRING INVESTMENTS (3)	12/03/2014	-1,124,662	-47920
EASTSPRING INVESTMENTS (3)	12/03/2014	N/A	-1802
EASTSPRING INVESTMENTS (3)	12/03/2014	-21,146	-901
EASTSPRING INVESTMENTS	13/03/2014	N/A	-35468
EASTSPRING INVESTMENTS	13/03/2014	-425	-18
EASTSPRING INVESTMENTS	13/03/2014	-1,086	-46
EASTSPRING INVESTMENTS	13/03/2014	-11,592	-491
EASTSPRING INVESTMENTS	13/03/2014	-12,374	-524
EASTSPRING INVESTMENTS	13/03/2014	-14,332	-607
EASTSPRING INVESTMENTS	13/03/2014	-15,725	-666
EASTSPRING INVESTMENTS	13/03/2014	-20,494	-868
EASTSPRING INVESTMENTS	13/03/2014	-20,966	-888
EASTSPRING INVESTMENTS	13/03/2014	-320,430	-13626
EASTSPRING INVESTMENTS (3)	13/03/2014	N/A	-749522
EASTSPRING INVESTMENTS (3)	13/03/2014	-9,279	-393
EASTSPRING INVESTMENTS (3)	13/03/2014	-22,970	-973
EASTSPRING INVESTMENTS (3)	13/03/2014	-245,151	-10384
EASTSPRING INVESTMENTS (3)	13/03/2014	-261,371	-11068
EASTSPRING INVESTMENTS (3)	13/03/2014	-303,099	-12837
EASTSPRING INVESTMENTS (3)	13/03/2014	-332,186	-14069
EASTSPRING INVESTMENTS (3)	13/03/2014	-433,013	-18340
EASTSPRING INVESTMENTS (3)	13/03/2014	-442,900	-18759
EASTSPRING INVESTMENTS (3)	13/03/2014	-6,771,161	-287938
EASTSPRING INVESTMENTS (3)	13/03/2014	N/A	-14102
EASTSPRING INVESTMENTS (3)	13/03/2014	-165	-7
EASTSPRING INVESTMENTS (3)	13/03/2014	-425	-18
EASTSPRING INVESTMENTS (3)	13/03/2014	-4,604	-195
EASTSPRING INVESTMENTS (3)	13/03/2014	-4,912	-208
EASTSPRING INVESTMENTS (3)	13/03/2014	-5,714	-242
EASTSPRING INVESTMENTS (3)	13/03/2014	-6,257	-265
EASTSPRING INVESTMENTS (3)	13/03/2014	-8,146	-345
EASTSPRING INVESTMENTS (3)	13/03/2014	-8,334	-353
EASTSPRING INVESTMENTS (3)	13/03/2014	-127,410	-5418
EASTSPRING INVESTMENTS (5)	13/03/2014	N/A	-6240
EASTSPRING INVESTMENTS (5)	13/03/2014	-147,203	-6240
EASTSPRING INVESTMENTS (5)	16/03/2014	N/A	-6240
M&G PACIFIC BASIN PASS PF	17/03/2014	-48,333	-2187
M&G GLOBAL DIVIDEND FUND	21/03/2014	15,116,219	687784
M&G ASIAN FUND	04/04/2014	905,063	42000
M&G ASIAN FUND	14/04/2014	893,348	41633
M&G PACIFIC BASIN PASS PF	29/04/2014	-10,890	-500
EASTSPRING INVESTMENTS (3)	06/05/2014	5,207	235
EASTSPRING INVESTMENTS (5)	07/05/2014	N/A	-179
EASTSPRING INVESTMENTS (5)	07/05/2014	3,923	179
EASTSPRING INVESTMENTS (5)	08/05/2014	N/A	179
EASTSPRING INVESTMENTS (5)	09/05/2014	-7,657	-347
EASTSPRING INVESTMENTS (5)	11/05/2014	N/A	-347
EASTSPRING INVESTMENTS (5)	12/05/2014	N/A	-347
M&G ASIAN FUND	14/05/2014	2,546,328	121367
EASTSPRING INVESTMENTS (5)	15/05/2014	N/A	-428
EASTSPRING INVESTMENTS (5)	15/05/2014	-8,939	-428
EASTSPRING INVESTMENTS (5)	18/05/2014	N/A	-428
EASTSPRING INVESTMENTS (5)	20/05/2014	N/A	-1084
EASTSPRING INVESTMENTS (5)	20/05/2014	-11,087	-542
EASTSPRING INVESTMENTS (5)	20/05/2014	-11,087	-542
M&G ASIAN FUND	20/05/2014	1,784,183	87000
EASTSPRING INVESTMENTS (5)	21/05/2014	N/A	-542
M&G ASIAN FUND	23/05/2014	2,779,307	136000
EASTSPRING INVESTMENTS (5)	26/05/2014	N/A	-506

EASTSPRING INVESTMENTS (5)	28/05/2014	N/A	-188
EASTSPRING INVESTMENTS (5)	28/05/2014	-3,820	-188
EASTSPRING INVESTMENTS (5)	29/05/2014	N/A	-188
EASTSPRING INVESTMENTS (5)	29/05/2014	N/A	-501
EASTSPRING INVESTMENTS (5)	29/05/2014	-9,821	-501
EASTSPRING INVESTMENTS (5)	01/06/2014	N/A	-501
M&G ASIAN FUND	02/06/2014	1,902,696	97000
M&G ASIAN FUND	05/06/2014	952,063	50000
EASTSPRING INVESTMENTS (5)	10/06/2014	N/A	-167
EASTSPRING INVESTMENTS (5)	10/06/2014	3,220	167
EASTSPRING INVESTMENTS (5)	11/06/2014	N/A	167
EASTSPRING INVESTMENTS (5)	11/06/2014	N/A	-558
EASTSPRING INVESTMENTS (5)	11/06/2014	-10,689	-558
EASTSPRING INVESTMENTS	12/06/2014	93,467	4919
EASTSPRING INVESTMENTS (5)	12/06/2014	N/A	-558
EASTSPRING INVESTMENTS	13/06/2014	21,443	1145
EASTSPRING INVESTMENTS (5)	13/06/2014	-12,956	-692
EASTSPRING INVESTMENTS (5)	15/06/2014	N/A	-692
EASTSPRING INVESTMENTS (5)	16/06/2014	N/A	-692
EASTSPRING INVESTMENTS	17/06/2014	56,418	3017
EASTSPRING INVESTMENTS (5)	17/06/2014	N/A	-516
EASTSPRING INVESTMENTS (5)	17/06/2014	-9,624	-516
EASTSPRING INVESTMENTS (5)	18/06/2014	N/A	-516
EASTSPRING INVESTMENTS	20/06/2014	57,723	3007
EASTSPRING INVESTMENTS (5)	20/06/2014	8,442	442
EASTSPRING INVESTMENTS (5)	22/06/2014	N/A	-442
EASTSPRING INVESTMENTS (3)	23/06/2014	162,558	8426
EASTSPRING INVESTMENTS (5)	23/06/2014	N/A	442
M&G GLOBAL DIVIDEND FUND	26/06/2014	3,484,914	182062
M&G GLOBAL DIVIDEND FUND	27/06/2014	4,793,225	245152