

# 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 **Prudential plc  
M&G Investment Funds (1)  
M&G Investment Management Limited  
M&G Limited  
M&G Group Limited  
M&G Securities Limited  
Jackson National Asset Management PLC  
Eastspring Investments**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **27 April 2016**  
The previous notice was given to the company on **08 January 2015**  
The previous notice was dated **08 January 2015**

### 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)
<b>NPV Shares</b>	<b>25,929,056</b>	<b>6.95%</b>	<b>22,195,452</b>	<b>5.94%</b>

### 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
	<b>Prudential plc M&amp;G Investment Funds (1) M&amp;G Investment Management Limited M&amp;G Limited M&amp;G Group Limited M&amp;G Securities Limited Jackson National Asset Management PLC Eastspring Investments</b>				
		<b>PLEASE SEE ANNEX 1 (Below)</b>			

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	M&G Global Dividend Fund – State Street Noms Ltd A/C GMG6	M&G Global Dividend Fund – State Street Noms Ltd A/C GMG6	17,019,010
M&G Investment Funds (1) M&G Investment Management Limited, M&G Limited, M&G Group Limited M&G Securities Limited Prudential plc	M&G Asian Fund – State Street Noms Ltd A/C GMBS	M&G Asian Fund – State Street Noms Ltd A/C GMBS	1,211,182
M&G Investment Management Limited Prudential plc	Vanguard Variable Insurance Fund	Cede & Co	433,293
Chase Nominees Ltd	Vanguard International Growth	Chase Nominees Ltd	3,443,000
Jackson National Asset Management Plc, Prudential Plc	Jackson National Asset Management - JNL/S&P INTERNATIONAL 5 FUND - JNL/MELLON CAPITAL INTERNATIONAL INDEX FUND	Jackson National Asset Management - JNL/S&P INTERNATIONAL 5 FUND - JNL/MELLON CAPITAL INTERNATIONAL INDEX FUND	73,689
Eastspring Investments Prudential PLC Prudential Pensions Limited	M&G Pacific Basin Pass PF - PRUCLT HSBC GIS NOM(UK) PPL AC	M&G Pacific Basin Pass PF - PRUCLT HSBC GIS NOM(UK) PPL AC	12,974
Eastspring Investments Prudential PLC	Eastspring Investments Asia Pacific Infrastructure Fund	Eastspring Investments Asia Pacific Infrastructure Fund	2,304

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
Prudential PLC	Laurence Pountney Hill, London EC4R 0HH, England
M&G Investment Funds (1)	Laurence Pountney Hill, London EC4R 0HH, England
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
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

Owen Smith

Date: 28<sup>th</sup> April 2016

sign here

print name

Owen Smith

capacity Shareholder Disclosures Analyst

## 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 – 8 January 2015 – 27 April 2016

Holder of relevant interest	Date of acquisition	Consideration (9) Cash	Class and number of securities
VANGUARD INTL GROWTH	07-Jan-15	11,481,973	618,914
VANGUARD VARIABLE INSURANCE	07-Jan-15	1,427,320	76,937
JNL/S&P INTERNATIONAL 5 FUND	20-Jan-15	16,016.00	920
EASTSPRING INV ASIA PAC INFRA	23-Jan-15	9,503	-530
VANGUARD VARIABLE INSURANCE	09-Feb-15	118,515	6,103
EASTSPRING INV ASIA PAC INFRA	10-Feb-15	6,544	-340
M&G PACIFIC BASIN PASS PF	10-Feb-15	-57,979	-3,000
JNL/S&P INTERNATIONAL 5 FUND	19-Feb-15	17,318.41	876
JNL/S&P INTERNATIONAL 5 FUND	03-Mar-15	46,689.66	-2,278
EASTSPRING INV ASIA PAC INFRA	20-Mar-15	19,234	-1,031
JNL/S&P INTERNATIONAL 5 FUND	24-Mar-15	109,942.48	5,755
JNL/S&P INTERNATIONAL 5 FUND	24-Mar-15	19,505.35	1,037
M&G ASIAN FUND	15-Apr-15	1,362,264	65,764
JNL/S&P INTERNATIONAL 5 FUND	16-Apr-15	22,075.43	1,080
EASTSPRING INV ASIA PAC INFRA	20-Apr-15	12,783	-634
M&G GLOBAL DIVIDEND FUND	28-Apr-15	-8,171,524	-401,724
EASTSPRING INV ASIA PAC INFRA	29-Apr-15	32,631	-1,593
JNL/S&P INTERNATIONAL 5 FUND	21-May-15	17,556.41	836
EASTSPRING INV ASIA PAC INFRA	26-May-15	11,927	-544
M&G ASIAN FUND	28-May-15	-1,352,490	-63,381
JNL/S&P INTERNATIONAL 5 FUND	10-Jun-15	21,521.51	989
JNL/S&P INTERNATIONAL 5 FUND	24-Jun-15	23,186.59	1,030
M&G GLOBAL DIVIDEND FUND	25-Jun-15	-7,816,211	-351,887
JNL/S&P INTERNATIONAL 5 FUND	06-Jul-15	23,198.85	1,082
JNL/S&P INTERNATIONAL 5 FUND	30-Jul-15	24,184.49	1,246
M&G ASIAN FUND	26-Aug-15	-1,050,412	-68,844
JNL/S&P INTERNATIONAL 5 FUND	31-Aug-15	106,969.16	-6,876
M&G ASIAN FUND	04-Sep-15	-1,109,246	-72,699
EASTSPRING INV ASIA PAC INFRA	08-Sep-15	563,437	-37,097
JNL/S&P INTERNATIONAL 5 FUND	08-Sep-15	16,228.27	1,056
M&G GLOBAL DIVIDEND FUND	22-Oct-15	-671,082	-40,676
M&G GLOBAL DIVIDEND FUND	23-Oct-15	-2,053,230	-122,832
JNL/MELLON CAPITAL INTERNATIONAL INDEX FUND	26-Oct-15	163,551.72	9,774
JNL/S&P INTERNATIONAL 5 FUND	02-Nov-15	23,650.10	1,444
JNL/S&P INTERNATIONAL 5 FUND	19-Nov-15	19,754.45	1,274
M&G GLOBAL DIVIDEND FUND	30-Nov-15	-1,282,459	-81,407
M&G GLOBAL DIVIDEND FUND	01-Dec-15	-1,272,997	-80,901
M&G GLOBAL DIVIDEND FUND	02-Dec-15	-1,251,358	-80,372
JNL/S&P INTERNATIONAL 5 FUND	04-Dec-15	153,131.59	-9,907
M&G GLOBAL DIVIDEND FUND	14-Dec-15	-1,172,449	-81,145
M&G GLOBAL DIVIDEND FUND	15-Dec-15	-1,156,395	-80,594
M&G GLOBAL DIVIDEND FUND	16-Dec-15	-1,185,404	-81,345
M&G ASIAN FUND	18-Dec-15	*N/A	46,392
M&G GLOBAL DIVIDEND FUND	23-Dec-15	-1,192,376	-78,517
M&G GLOBAL DIVIDEND FUND	24-Dec-15	-1,205,206	-78,159
JNL/S&P INTERNATIONAL 5 FUND	30-Dec-15	11,471.75	746
M&G GLOBAL DIVIDEND FUND	30-Dec-15	-1,224,505	-78,070
M&G GLOBAL DIVIDEND FUND	05-Jan-16	-1,141,430	-76,466
M&G GLOBAL DIVIDEND FUND	14-Jan-16	-1,116,616	-80,784
M&G GLOBAL DIVIDEND FUND	20-Jan-16	-1,098,569	-78,900
M&G PACIFIC BASIN PASS PF	21-Jan-16	-27,225	-1,928
M&G GLOBAL DIVIDEND FUND	22-Jan-16	-2,215,709	-156,508
M&G GLOBAL DIVIDEND FUND	29-Jan-16	-1,099,904	-78,261
M&G GLOBAL DIVIDEND FUND	01-Feb-16	-1,088,647	-78,653
M&G GLOBAL DIVIDEND FUND	03-Feb-16	-1,034,857	-81,332
M&G GLOBAL DIVIDEND FUND	05-Feb-16	-1,130,817	-87,349
M&G GLOBAL DIVIDEND FUND	22-Feb-16	-1,094,266	-79,543
M&G GLOBAL DIVIDEND FUND	23-Feb-16	-1,099,289	-78,723
M&G GLOBAL DIVIDEND FUND	24-Feb-16	-1,088,669	-79,304

M&G GLOBAL DIVIDEND FUND	25-Feb-16	-1,090,247	-77,154
M&G GLOBAL DIVIDEND FUND	26-Feb-16	-1,096,833	-77,880
M&G GLOBAL DIVIDEND FUND	29-Feb-16	-1,092,328	-76,467
GMAIG GLOBAL HIGH DIVIDEND	01-Mar-16	32,980	2,304
M&G GLOBAL DIVIDEND FUND	01-Mar-16	-1,115,289	-77,657
JNL/S&P INTERNATIONAL 5 FUND	02-Mar-16	642,776.79	-44,927
M&G GLOBAL DIVIDEND FUND	03-Mar-16	-1,132,186	-78,202
M&G ASIAN FUND	08-Mar-16	-546,383	-34,728
M&G GLOBAL DIVIDEND FUND	08-Mar-16	-2,378,375	-151,169
M&G GLOBAL DIVIDEND FUND	09-Mar-16	-1,114,402	-71,898
M&G GLOBAL DIVIDEND FUND	10-Mar-16	-1,096,516	-69,642
M&G ASIAN FUND	14-Mar-16	-512,356	-32,353
M&G GLOBAL DIVIDEND FUND	15-Mar-16	-1,089,908	-69,941
M&G GLOBAL DIVIDEND FUND	16-Mar-16	-2,137,949	-138,954
M&G GLOBAL DIVIDEND FUND	18-Mar-16	-1,130,205	-72,011
VANGUARD VARIABLE INSURANCE	22-Mar-16	260,256	16,342
M&G GLOBAL DIVIDEND FUND	30-Mar-16	-1,062,558	-68,309
M&G GLOBAL DIVIDEND FUND	31-Mar-16	-1,063,828	-68,706
M&G ASIAN FUND	04-Apr-16	-499,789	-33,142
M&G GLOBAL DIVIDEND FUND	05-Apr-16	-1,034,439	-70,593
M&G GLOBAL DIVIDEND FUND	07-Apr-16	-1,059,426	-72,575
VANGUARD VARIABLE INSURANCE	07-Apr-16	-250,715	-17,152
M&G GLOBAL DIVIDEND FUND	11-Apr-16	-1,048,930	-72,372
M&G GLOBAL DIVIDEND FUND	13-Apr-16	-2,404,465	-161,000
M&G GLOBAL DIVIDEND FUND	26-Apr-16	-1,039,989	-69,433
M&G GLOBAL DIVIDEND FUND	27-Apr-16	-1,058,366	-69,723

\*Transfer In