



Company Secretary

Orica Limited
ACN 004 145 868

8 July 2010

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Demerger of DuluxGroup Approved by Shareholders

Orica is pleased to announce that Orica's shareholders today approved the demerger of DuluxGroup Limited from Orica Limited.

Orica will seek Court Orders from the Supreme Court of Victoria approving the scheme of arrangement to effect the demerger on 9 July 2010.

If the Supreme Court of Victoria approves the scheme of arrangement tomorrow, Orica proposes to lodge the Court Orders with the Australian Securities and Investments Commission and the Australian Securities Exchange so that the scheme of arrangement becomes effective on 9 July 2010.

If the Supreme Court of Victoria approves the scheme of arrangement tomorrow, DuluxGroup Limited is expected to commence trading on the Australian Securities Exchange at 11am on Monday, 12 July 2010 under the ASX code "DLX".

DuluxGroup Limited shares will initially trade on a deferred settlement basis. If the Court approves the scheme of arrangement and it becomes effective tomorrow, Orica will trade on an ex-entitlements basis from Monday 12 July 2010.

The results of the meetings are attached.

Shareholders who want to participate in the Sale Facility referred to in the Scheme Booklet need to return their Sale Facility form by 7.00pm, Friday, 9 July 2010. Only shareholders with a registered address in Australia or New Zealand and who hold 1,000 or less Orica ordinary shares on the Record Date, Friday, 16 July 2010, are eligible to participate in the Sale Facility.

Further information about the demerger is available on Orica's website at www.orica.com/demerger.

Annette Cook
Company Secretary

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Orica Limited
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Scheme Meeting
Thursday, 8 July 2010

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of the resolution considered at the Scheme Meeting

1. That pursuant to, and in accordance with, section 411 of the Corporations Act, the scheme of arrangement proposed between Orica and the holders of its ordinary shares as contained in and more precisely described in this Booklet of which the notice convening this meeting forms part, is approved (with or without modification as approved by the Supreme Court of Victoria).

The resolution was passed by the required majority on a poll.

(i) the proxy is to vote for the resolution:	216,510,788 votes
(ii) the proxy is to vote against the resolution:	1,932,639 votes
(iii) the proxy is to abstain on the resolution:	87,430 votes
(iv) the proxy may vote at the proxy's discretion:	632,009 votes
Total number of proxy votes exercisable by all proxies validly appointed.	219,075,436 votes

Total votes cast in favour of the resolution	216,708,875 votes
Total votes cast against the resolution	1,953,558 votes
Total votes abstaining from the resolution	84,392 votes

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Orica Limited
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General Meeting
Thursday, 8 July 2010

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution considered at the General Meeting

1. That, subject to and conditional on the Effective Date being achieved and for the purposes of section 256C(1) of the Corporations Act, Orica's share capital be reduced on the Demerger Implementation Date by \$215.9 million with the reduction being effected and satisfied by applying such amount equally against each Orica Ordinary Share on issue of the Record Date and in accordance with the Scheme.

The resolution was passed by the required majority on a poll.

(i) the proxy is to vote for the resolution:	214,550,334 votes
(ii) the proxy is to vote against the resolution:	2,557,808 votes
(iii) the proxy is to abstain on the resolution:	117,475 votes
(iv) the proxy may vote at the proxy's discretion:	661,186 votes
Total number of proxy votes exercisable by all proxies validly appointed.	217,769,328 votes

Total votes cast in favour of the resolution	214,771,881 votes
Total votes cast against the resolution	2,567,251 votes
Total votes abstaining from the resolution	117,014 votes

2. That approval be given for the purposes of section 200B of the Corporations Act to the treatment of shares granted to any current or future key management personnel (as defined for the purposes of section 300A of the Corporations Act) of DuluxGroup Limited pursuant to the DuluxGroup Long Term Equity Incentive Plan, on the terms set out in the Explanatory Notes to this Notice of Meeting.

The resolution was passed by the required majority on a poll.

(i) the proxy is to vote for the resolution:	210,596,129 votes
(ii) the proxy is to vote against the resolution:	3,410,929 votes
(iii) the proxy is to abstain on the resolution:	708,612 votes
(iv) the proxy may vote at the proxy's discretion:	680,887 votes
Total number of proxy votes exercisable by all proxies validly appointed.	214,687,945 votes

Total votes cast in favour of the resolution	210,898,808 votes
Total votes cast against the resolution	3,367,440 votes
Total votes abstaining from the resolution	699,060 votes

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