

Appendix 4D Half Year Report

Name of entity:	ORICA LIMITED
ABN:	24 004 145 868

Half year ended (‘current period’)	Half year ended (‘previous corresponding period’)
31 March 2013	31 March 2012

Results for announcement to the market **\$m**

Consolidated revenue from operations	up	1.2%	to	3,331.2
Profit after tax attributable to shareholders	up	5.3%	to	266.8
Dividends				
		Amount per security		Franked amount per security at 30% tax
Interim dividend - Ordinary	Cents	39.00		15.00
Previous corresponding period				
Interim dividend - Ordinary	Cents	38.00		14.00

Record date for determining entitlements to the dividend:

Ordinary Shares

3 June 2013

Payment date of dividend:

Ordinary Shares

1 July 2013

	Current period	Previous corresponding period
Net tangible asset backing per ordinary security	Cents 334.0	Cents 205.3

For the profit commentary and any other significant information needed by an investor to make an informed assessment of Orica's results please refer to the accompanying Orica Limited Profit Report.

Contents:

Income Statement	3
Statement of Comprehensive Income	4
Balance Sheet	5
Statement of Changes in Equity	6
Statement of Cash Flows	7
Condensed notes to the consolidated interim financial report:	
1. Accounting policies	8
2. Segment report	9
3. Earnings per share (EPS)	13
4. Sales revenue and other income	14
5. Specific income and expenses	14
6. Dividends and distributions	15
7. Contributed equity	15
8. Reserves and retained earnings	18
9. Investments accounted for using the equity method	19
10. Businesses acquired	20
11. Businesses disposed	21
12. Income tax expense	22
13. Standby arrangements and credit facilities	23
14. Critical accounting judgements and estimates	23
15. Contingent liabilities	25
16. Events subsequent to balance date	27
Directors' Declaration	28
Directors' Report	29
Lead Auditor's Independence Declaration	30
Independent Auditor's Review Report	31

Income Statement

For the period ended 31 March:

	Notes	2013 \$m	2012 \$m
Sales revenue	(4)	3,331.2	3,290.7
Other income	(4)	13.6	18.9
Expenses			
Changes in inventories of finished goods and work in progress		32.4	45.2
Raw materials and consumables used and finished goods purchased for resale		(1,597.9)	(1,645.7)
Share based payments		(9.9)	(9.0)
Other employee benefits expense		(605.2)	(565.7)
Depreciation expense		(118.2)	(100.4)
Amortisation expense		(18.3)	(18.0)
Purchased services		(138.0)	(125.5)
Repairs and maintenance		(94.0)	(85.0)
Outgoing freight		(160.2)	(158.0)
Lease payments - operating leases		(26.4)	(30.7)
Other expenses		(182.5)	(218.0)
Share of net profit of associates accounted for using the equity method		15.1	19.9
		(2,903.1)	(2,890.9)
Profit from operations		441.7	418.7
Net financing costs			
Financial income		19.4	16.3
Financial expenses		(85.6)	(81.6)
Net financing costs		(66.2)	(65.3)
Profit before income tax expense		375.5	353.4
Income tax expense	(12)	(98.9)	(90.0)
Net profit for the period		276.6	263.4
Net profit for the period attributable to:			
Shareholders of Orica Limited		266.8	253.3
Non-controlling interests		9.8	10.1
Net profit for the period		276.6	263.4
		cents	cents
Earnings per share			
Earnings per share attributable to ordinary shareholders of Orica Limited:			
Basic	(3)	73.5	67.9
Diluted	(3)	73.4	67.8

The Income Statement is to be read in conjunction with the accompanying notes.

Statement of Comprehensive Income

For the period ended 31 March:

	2013	2012
	\$m	\$m
Profit for the period	276.6	263.4
Items that may be reclassified subsequently to profit or loss:		
<i>Cash flow hedges</i>		
Effective portion of changes in fair value	7.8	4.7
Transferred (loss)/income to Income Statement	-	(1.3)
Tax on cash flow hedges	<u>(2.3)</u>	<u>(1.0)</u>
<i>Net Cash flow hedges</i>	5.5	2.4
<i>Exchange differences on translation foreign operations</i>		
Exchange differences on translation of foreign operations	(35.3)	(90.5)
Net loss on hedge of net investments in foreign subsidiaries	6.3	(79.1)
Tax on exchange differences on translating foreign operations	<u>4.4</u>	<u>(11.5)</u>
<i>Net exchange differences on translation foreign operations</i>	(24.6)	(181.1)
Items that will not be reclassified subsequently to profit or loss:		
<i>Retained earnings</i>		
Actuarial (losses)/benefits on defined benefit plans	19.0	(12.8)
Tax on actuarial (losses)/benefits on defined benefit plans	<u>(5.8)</u>	<u>3.9</u>
<i>Net retained earnings</i>	13.2	(8.9)
Other comprehensive income for the period, net of income tax	(5.9)	(187.6)
Total comprehensive income for the period	270.7	75.8
Attributable to:		
Shareholders of Orica Limited	264.2	72.0
Non-controlling interests	<u>6.5</u>	<u>3.8</u>
Total comprehensive income for the period	270.7	75.8

The Statement of Comprehensive Income is to be read in conjunction with the accompanying notes.

Balance Sheet

as at:

	Notes	31 March 2013 \$m	30 September 2012 \$m	31 March 2012 \$m
Current assets				
Cash and cash equivalents	(13)	260.7	235.8	247.6
Trade and other receivables		1,044.3	1,035.3	998.1
Inventories		760.7	693.6	695.6
Other assets		87.0	61.3	90.9
Other financial assets - derivative assets		10.5	12.0	22.1
Total current assets		2,163.2	2,038.0	2,054.3
Non-current assets				
Trade and other receivables		50.8	50.0	5.3
Investments accounted for using the equity method		336.9	206.4	163.8
Other financial assets - derivative assets		3.1	3.7	2.6
Other financial assets		0.6	0.6	0.6
Property, plant and equipment		3,198.1	3,034.4	2,823.5
Intangible assets		2,028.9	2,046.8	2,414.6
Deferred tax assets		192.8	223.8	201.2
Other assets		19.5	19.9	6.7
Total non-current assets		5,830.7	5,585.6	5,618.3
Total assets		7,993.9	7,623.6	7,672.6
Current liabilities				
Trade and other payables		1,051.3	1,058.9	1,041.3
Other financial liabilities - derivative liabilities		1.8	10.4	6.5
Interest bearing liabilities	(13)	451.4	346.0	136.3
Current tax liabilities		21.3	2.4	9.4
Provisions		139.4	162.6	184.7
Total current liabilities		1,665.2	1,580.3	1,378.2
Non-current liabilities				
Trade and other payables		11.5	12.4	10.4
Other financial liabilities - derivative liabilities		72.5	73.7	78.4
Interest bearing liabilities	(13)	2,362.9	2,189.0	2,409.2
Deferred tax liabilities		49.4	56.4	98.4
Provisions		450.1	465.3	411.3
Total non-current liabilities		2,946.4	2,796.8	3,007.7
Total liabilities		4,611.6	4,377.1	4,385.9
Net assets		3,382.3	3,246.5	3,286.7
Equity				
Ordinary shares	(7)	1,849.9	1,795.1	1,779.5
Reserves	(8)	(1,055.7)	(1,049.8)	(1,012.4)
Retained earnings	(8)	2,459.7	2,376.2	2,396.9
Total equity attributable to ordinary shareholders of Orica		3,253.9	3,121.5	3,164.0
Non-controlling interests in controlled entities		128.4	125.0	122.7
Total equity		3,382.3	3,246.5	3,286.7

The Balance Sheet is to be read in conjunction with the accompanying notes.

Statement of Changes in Equity

For the period ended 31 March:

	Ordinary shares	Retained earnings	Share based payments reserve	Cash flow hedging reserve	Foreign currency translation reserve	Equity reserve arising from purchase of non- controlling interests	Total	Step-Up Preference Securities	Non- controlling interests	Total equity
	\$m	\$m	\$m	\$m	\$m	\$m	\$m	\$m	\$m	\$m
2012										
Balance at 1 October 2011	1,749.9	2,363.4	65.4	(11.5)	(715.5)	(187.4)	3,264.3	490.0	121.3	3,875.6
Profit for the period	-	253.3	-	-	-	-	253.3	-	10.1	263.4
Other comprehensive income	-	(8.9)	-	2.4	(174.8)	-	(181.3)	-	(6.3)	(187.6)
Total comprehensive income for the period	-	244.4	-	2.4	(174.8)	-	72.0	-	3.8	75.8
Transactions with owners, recorded directly in equity										
Total changes in contributed equity	29.6	-	-	-	-	-	29.6	-	1.2	30.8
Share-based payments expense	-	-	9.0	-	-	-	9.0	-	-	9.0
Reclassification to interest bearing liabilities	-	(10.0)	-	-	-	-	(10.0)	(490.0)	-	(500.0)
Divestment of non-controlling interests	-	-	-	-	-	-	-	-	(0.9)	(0.9)
Dividends/distributions	-	(200.9)	-	-	-	-	(200.9)	-	-	(200.9)
Dividends declared/paid to non-controlling interests	-	-	-	-	-	-	-	-	(2.7)	(2.7)
Balance at the end of the period	1,779.5	2,396.9	74.4	(9.1)	(890.3)	(187.4)	3,164.0	-	122.7	3,286.7
2013										
Balance at 1 October 2012	1,795.1	2,376.2	83.3	(15.7)	(930.0)	(187.4)	3,121.5	-	125.0	3,246.5
Profit for the period	-	266.8	-	-	-	-	266.8	-	9.8	276.6
Other comprehensive income	-	13.2	-	5.5	(21.3)	-	(2.6)	-	(3.3)	(5.9)
Total comprehensive income for the period	-	280.0	-	5.5	(21.3)	-	264.2	-	6.5	270.7
Transactions with owners, recorded directly in equity										
Total changes in contributed equity	54.8	-	-	-	-	-	54.8	-	3.8	58.6
Share-based payments expense	-	-	9.9	-	-	-	9.9	-	-	9.9
Divestment of non-controlling interests	-	-	-	-	-	-	-	-	(0.4)	(0.4)
Dividends/distributions	-	(196.5)	-	-	-	-	(196.5)	-	-	(196.5)
Dividends declared/paid to non-controlling interests	-	-	-	-	-	-	-	-	(6.5)	(6.5)
Balance at the end of the period	1,849.9	2,459.7	93.2	(10.2)	(951.3)	(187.4)	3,253.9	-	128.4	3,382.3

The Statement of Changes in Equity is to be read in conjunction with the accompanying notes.

Statement of Cash Flows

For the period ended 31 March:

	2013	2012
	\$m	\$m
	Inflows/ Notes (Outflows)	Inflows/ (Outflows)
Cash flows from operating activities		
Receipts from customers	3,490.0	3,492.8
Payments to suppliers and employees	(3,080.7)	(3,327.2)
Interest received	19.4	16.4
Borrowing costs	(89.4)	(99.8)
Dividends received	13.1	16.7
Other operating revenue received	9.0	12.8
Net income taxes paid	(66.2)	(72.9)
Net cash flows from operating activities	295.2	38.8
Cash flows from investing activities		
Payments for property, plant and equipment	(288.6)	(254.2)
Payments for intangibles	(10.2)	(20.6)
Payments for purchase of investments	(127.2)	-
Payments for purchase of businesses/controlled entities	(10) -	(13.8)
Payments of deferred consideration from prior acquisitions	-	(29.3)
Proceeds from sale of property, plant and equipment	24.7	1.0
Proceeds from sale of investments	1.3	8.0
Proceeds from sale of businesses/controlled entities	(11) 0.5	2.5
Net cash flows used in investing activities	(399.5)	(306.4)
Cash flows from financing activities		
Proceeds from long term borrowings	2,455.0	3,324.9
Repayment of long term borrowings	(2,316.5)	(2,990.3)
Net movement in short term financing	136.5	26.1
Payments for finance leases	(0.8)	(3.3)
Proceeds from issue of ordinary shares	(7) 39.4	24.1
Proceeds from issue of shares to non-controlling interests	3.8	1.2
Payments for buy-back of ordinary shares - LTEIP	(7) (9.6)	(19.9)
Dividends paid - Orica ordinary shares	(6) (171.5)	(166.6)
Distributions paid - Step-Up Preference Securities	(6) -	(11.1)
Dividends paid - non-controlling interests	(6.7)	(3.1)
Net cash flows from financing activities	129.6	182.0
Net increase/(decrease) in cash held	25.3	(85.6)
Cash at the beginning of the period	227.9	343.3
Effects of exchange rate changes on cash	(7.8)	(14.3)
Cash at the end of the period	245.4	243.4
Reconciliation of cash		
Cash at the end of the period as shown in the statement of cash flows is reconciled to the related items in the balance sheet as follows:		
Cash	(13) 260.7	247.6
Bank overdraft	(15.3)	(4.2)
	245.4	243.4

The Statement of Cash Flows is to be read in conjunction with the accompanying notes.

Condensed notes to the consolidated half year financial report for the six months ended 31 March 2013

1. Accounting policies

The significant accounting policies adopted in preparing the financial report of Orica Limited ('the Company' or 'Orica') and of its controlled entities (collectively 'the consolidated entity' or 'the Group') are stated below to assist in a general understanding of this half year financial report.

(i) Basis of preparation

This general purpose financial report for the half year reporting period ended 31 March 2013 has been prepared in accordance with the requirements of applicable Accounting Standards including AASB 134 "Interim Financial Reporting", the Corporations Act 2001 and other mandatory professional reporting requirements.

The half year financial report has been prepared on a historical cost basis, except for derivative financial instruments and investments in financial assets (other than controlled entities and associates) which have been measured at fair value. The carrying values of recognised assets and liabilities that are hedged items in fair value hedges, and are otherwise carried at cost, are adjusted to record changes in the fair value attributable to the risks that are being hedged.

The half year financial report is presented in Australian dollars which is Orica's functional and presentation currency. Orica is domiciled in Australia.

This half year financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual financial report for the year ended 30 September 2012 prepared under Australian Accounting Standards including Australian Interpretations and the Corporations Act 2001, changes in accounting policies for accounting standard requirements summarised below and any public announcements made by Orica during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The amounts shown in the half year financial report have been rounded off, except where otherwise stated, to the nearest tenth of a million dollars, the Company being in a class specified in the ASIC Class Order 98/100 dated 10 July 1998.

(ii) Statement of compliance

The half year financial report has been prepared in accordance with the requirements of applicable Australian Accounting Standards including Australian Interpretations and the Corporations Act 2001.

(iii) Changes in accounting policies

Except as described below, the accounting policies applied by the Group in the financial report are the same as those applied by the consolidated entity in its consolidated financial report for the year ended 30 September 2012.

The standard relevant to Orica that has been adopted during the period is:

- AASB 2011-9 Amendments to Australian Accounting

Standards – Presentation of Items of Other Comprehensive Income - applicable for annual reporting periods beginning on or after 1 July 2012.

This change relates to disclosures only.

(iv) Recently issued or amended accounting standards

The following Australian Accounting Standards have recently been issued but are not yet effective and have not been adopted in the half year reporting period:

- AASB 9 Financial Instruments - applicable for annual reporting periods beginning on or after 1 January 2015.
- AASB 2009-11 Amendments to Australian Accounting Standards arising from AASB 9 – [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 121, 127, 128, 131, 132, 136, 139, 1023 & 1038 and Interpretations 10 & 12] - applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2010-7 Amendments to Australian Accounting Standards arising from AASB 9 (December 2010) – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 10 Consolidated Financial Statements – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 11 Joint Arrangements – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 12 Disclosure of Interests in Other Entities – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 127 Separate Financial Statements – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 128 Investments in Associates and Joint Ventures – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2011-7 Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangements Standards – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 119 Employee Benefits – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2011-4 Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements – applicable for annual reporting periods beginning on or after 1 July 2013.
- AASB 13 Fair Value Measurement – applicable for annual reporting periods beginning on or after 1 January 2013.

1. Accounting policies (continued)

- AASB 2011-8 Amendments to Australian Accounting Standards arising from AASB 13 – applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2011-10 Amendments to Australian Accounting Standards arising from AASB 119 (September 2011) - applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2012-2 Amendments to Australian Accounting Standards – Disclosures – Offsetting Financial Assets and Financial Liabilities - applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2012-3 Amendments to Australian Accounting Standards – Offsetting Financial Assets and Financial Liabilities - applicable for annual reporting periods beginning on or after 1 January 2014.
- AASB 2012-5 Amendments to Australian Accounting Standards arising from Annual Improvements 2009–2011 Cycle - applicable for annual reporting periods beginning on or after 1 January 2013.
- AASB 2012-6 Amendments to Australian Accounting Standards – Mandatory Effective Date of AASB 9

and Transition Disclosures.

- AASB 2012-10 Amendments to Australian Accounting Standards – Transition Guidance and Other Amendments.

The consolidated entity expects to adopt these standards and interpretations in the 2014 and subsequent financial reports - however the financial impact of adopting the new or amended standards has not yet been determined.

(v) Carbon emissions

Allocated carbon emissions permits are recognised at nil value. Carbon emissions permits purchased to meet the Group's settlement requirements are initially recorded at cost within intangible assets. A liability is recognised when the Group's carbon emissions exceed the emissions permits held. The liability together with any net gain resulting from the sale of permits is recognised in other expenses. Liabilities are measured at nominal value up to the level of allocated permits held and at the cost of purchased permits up to the level of purchased permits held.

(vi) Comparatives

Where applicable, comparatives have been adjusted to disclose them on the same basis as current period figures.

2. Segment report

Segment information is presented in respect of the consolidated entity's internal management structure as reported to the Group's Chief Operating Decision Maker (CODM). The CODM for the Group has been assessed as the Group's Managing Director. Following the Orica restructure from 1 October 2013, the segments have been re-evaluated and the comparative period has been restated.

The consolidated entity's operations have been divided into seven reportable segments comprising: Mining Services: Australia/Pacific, North America, Latin America, EMEA (Europe, Middle East & Africa) and Other; Chemicals and Other.

The consolidated entity's policy is to transfer products internally at negotiated commercial prices. Other income includes royalties, profit on sale of property, plant and equipment, profit from the sale of businesses and controlled entities and foreign currency gains.

The major products and services from which the above segments derive revenue are:

Defined reportable segments	Products/services
Mining Services* - Australia/Pacific - North America - Latin America - EMEA - Other**	Manufacture and supply of commercial explosives and blasting systems to the mining and infrastructure markets, the provision of ground support services in mining and tunnelling and supply of sodium cyanide for gold extraction.
Chemicals	Manufacture, distribution and trading of a broad range of industrial and specialty chemicals for use in a wide range of industries, which include water treatment, pulp and paper, food and beverage, construction and mining.
Other	Minor activities, operation of the Botany Groundwater Recycling Business, non-operating assets, corporate and support costs and financial items such as foreign currency gains/losses.

*Mining Services includes Mining Chemicals (previously included in Chemicals) and Minova (previously disclosed as a separate segment).

**Mining Services Other segment includes Mining Services global head office, research and development, global purchasing and supply chain, other support costs and Asia.

Prior period comparative segment information has been restated.

2. Segment report (continued)

Reportable segments 2013 \$m	Mining Services Australia/Pacific	Mining Services North America	Mining Services Latin America	Mining Services EMEA	Mining Services Other	Eliminations	Total Mining Services	Chemicals	Other	Eliminations	Consolidated
Revenue											
External sales	940.5	653.6	464.1	429.3	266.5	-	2,754.0	575.9	1.3	-	3,331.2
Inter-segment sales	55.8	90.5	19.9	6.4	388.3	(544.6)	16.3	28.4	0.2	(44.9)	-
Total sales revenue	996.3	744.1	484.0	435.7	654.8	(544.6)	2,770.3	604.3	1.5	(44.9)	3,331.2
Other income ⁽¹⁾	1.5	(0.2)	(0.1)	4.7	1.2	-	7.1	3.2	3.3	-	13.6
Total revenue and other income	997.8	743.9	483.9	440.4	656.0	(544.6)	2,777.4	607.5	4.8	(44.9)	3,344.8
Results											
Profit/(loss) before individually material items, net financing costs and income tax expense	288.5	57.5	37.7	23.3	28.2	-	435.2	55.7	(49.2)	-	441.7
Financial income											19.4
Financial expense											(85.6)
Profit before income tax expense											375.5
Income tax expense											(98.9)
Profit after income tax expense											276.6
Profit attributable to non-controlling interests											(9.8)
Net profit for the period attributable to shareholders of Orica Limited											266.8
Segment assets	2,772.6	1,049.1	701.9	965.7	1,054.8	-	6,544.1	842.5	607.3	-	7,993.9
Segment liabilities	350.0	175.0	193.9	199.7	241.5	-	1,160.1	192.4	3,259.1	-	4,611.6
Net Assets	2,422.6	874.1	508.0	766.0	813.3	-	5,384.0	650.1	(2,651.8)	-	3,382.3
Investments accounted for using the equity method	167.9	130.0	2.8	8.0	27.9	-	336.6	0.3	-	-	336.9
Acquisitions of PPE and intangibles	177.3	28.6	22.8	16.4	31.1	-	276.2	7.4	14.5	-	298.1
Impairment of inventories	0.1	1.9	-	0.5	1.0	-	3.5	0.6	-	-	4.1
Impairment of trade receivables	0.2	0.5	0.4	0.7	1.1	-	2.9	0.5	-	-	3.4
Depreciation	48.5	16.5	10.1	14.6	12.2	-	101.9	14.6	1.7	-	118.2
Amortisation	1.8	6.2	0.6	3.2	4.6	-	16.4	0.3	1.6	-	18.3
Non-cash expenses other than depreciation and amortisation: - share based payments	1.1	1.0	0.4	0.4	2.2	-	5.1	0.5	4.3	-	9.9
Share of associates net profit equity accounted	-	14.5	0.5	0.1	-	-	15.1	-	-	-	15.1

⁽¹⁾ Includes foreign currency gains/losses in various reportable segments.

2. Segment report (continued)

Reportable segments 2012 \$m	Mining Services Australia/Pacific	Mining Services North America	Mining Services Latin America	Mining Services EMEA	Mining Services Other	Eliminations	Total Mining Services	Chemicals	Other	Eliminations	Consolidated
Revenue											
External sales	901.2	662.4	436.7	464.1	261.4	-	2,725.8	563.9	1.0	-	3,290.7
Inter-segment sales	60.3	84.9	16.7	8.2	375.4	(512.4)	33.1	54.6	0.1	(87.8)	-
Total sales revenue	961.5	747.3	453.4	472.3	636.8	(512.4)	2,758.9	618.5	1.1	(87.8)	3,290.7
Other income ⁽¹⁾	0.7	7.5	6.1	1.6	5.6	-	21.5	0.6	(3.2)	-	18.9
Total revenue and other income	962.2	754.8	459.5	473.9	642.4	(512.4)	2,780.4	619.1	(2.1)	(87.8)	3,309.6
Results											
Profit/(loss) before individually material items, net financing costs and income tax expense	196.0	70.6	44.1	51.9	53.5	-	416.1	49.4	(46.8)	-	418.7
Financial income											16.3
Financial expense											(81.6)
Profit before income tax expense											353.4
Income tax expense											(90.0)
Profit after income tax expense											263.4
Profit attributable to non-controlling interests											(10.1)
Net profit for the period attributable to shareholders of Orica Limited											253.3
Segment assets	2,523.8	1,074.3	659.8	1,014.2	977.7	-	6,249.8	836.9	585.9	-	7,672.6
Segment liabilities	373.9	175.6	143.3	210.7	172.4	-	1,075.9	187.4	3,122.6	-	4,385.9
Net Assets	2,149.9	898.7	516.5	803.5	805.3	-	5,173.9	649.5	(2,536.7)	-	3,286.7
Investments accounted for using the equity method	-	123.2	2.8	8.6	28.9	-	163.5	0.3	-	-	163.8
Acquisitions of PPE and intangibles	115.7	24.9	26.7	42.6	69.9	-	279.8	10.9	4.4	-	295.1
Impairment of intangibles	-	-	0.4	-	-	-	0.4	-	-	-	0.4
Impairment of inventories	0.1	0.4	-	0.1	-	-	0.6	0.4	-	-	1.0
Impairment of trade receivables	-	0.1	0.1	0.3	-	-	0.5	0.8	-	-	1.3
Depreciation	40.2	19.3	7.5	13.1	5.0	-	85.1	13.5	1.8	-	100.4
Amortisation	1.9	6.2	0.6	3.1	4.2	-	16.0	0.3	1.7	-	18.0
Non-cash expenses other than depreciation and amortisation: - share based payments	1.0	1.1	0.3	0.6	1.9	-	4.9	0.6	3.5	-	9.0
Share of associates net profit equity accounted	-	19.4	0.4	0.2	-	-	20.0	(0.1)	-	-	19.9

⁽¹⁾ Includes foreign currency gains/losses in various reportable segments.

2. Segment report (continued)

Geographical segments

The presentation of the geographical segments is based on the geographical location of customers. Segment assets are based on the geographical location of the assets.

2013 \$m	Australia	United States of America	Other *	Consolidated
Revenue from external customers				
External sales from continuing operations	1,163.9	409.3	1,758.0	3,331.2
Location of non-current assets				
Non-current assets **	2,374.9	652.6	2,606.1	5,633.6

2012 \$m	Australia	United States of America	Other *	Consolidated
Revenue from external customers				
External sales from continuing operations	1,135.2	413.1	1,742.4	3,290.7
Location of non-current assets				
Non-current assets **	1,953.9	962.5	2,496.7	5,413.1

* Sales to other countries are individually less than 10% of the total external sales.

** Excluding: other financial assets, deferred tax assets and post-employment benefit assets.

3. Earnings per share (EPS)

As reported in Income Statement	Notes	2013 \$m	2012 \$m
Reconciliation of earnings used in the calculation of EPS attributable to ordinary shareholders of Orica			
Net profit for the period		276.6	263.4
Net profit for the period from operations attributable to non-controlling interests		(9.8)	(10.1)
Distribution on Orica Step-Up Preference Securities (net of tax benefit)		-	(8.9)
Earnings used in calculation of basic EPS attributable to ordinary shareholders of Orica		266.8	244.4

	Number	Number
Weighted average number of shares used as the denominator:		
Number for basic earnings per share	362,779,721	359,891,958
Effect of executive share options and rights	489,423	457,592
Number for diluted earnings per share	363,269,144	360,349,550

The following Orica Long Term Equity Incentive Plans (LTEIP) and Long Term Incentive Rights Plans (LTIRP) have not been included in the calculation for diluted earnings per share as they are not dilutive:

Issue date:	Exercisable between:		
- 26 Jun 2009	- 18 Nov 11 to 23 Jan 12	-	11,531
- 15 Dec 2009	- 19 Nov 12 to 23 Jan 13	835,651	1,594,553
- 17 Dec 2010	- 19 Nov 13 to 23 Jan 14	1,619,303	1,759,971
- 19 Dec 2011	- 18 Nov 14 to 23 Jan 15	540,296	333,603
- 24 Feb 2012	- 18 Nov 14 to 23 Jan 15	305,302	60,059

	Cents per share	Cents per share
Total attributable to ordinary shareholders of Orica		
Basic earnings per share	73.5	67.9
Diluted earnings per share	73.4	67.8

4. Sales revenue and other income

	2013	2012
	\$m	\$m
Sales revenue	3,331.2	3,290.7
Other income		
Royalty income	-	0.2
Other income	9.0	14.5
Currency gains	4.5	1.9
Profit from sale of businesses/controlled entities/investments	-	2.3
Profit on sale of property, plant and equipment	0.1	-
Total other income	13.6	18.9

5. Specific income and expenses

There is no individually material items in the current and prior period.

6. Dividends and distributions

	2013 \$m	2012 \$m
Dividends and distributions		
Dividends paid or declared in respect of the half year ended 31 March were:		
Ordinary shares		
final dividend of 53 cents per share, 100% franked at 30%, paid 9 December 2011		192.0
final dividend of 54 cents per share, 44.4% franked at 30%, paid 14 December 2012	196.5	
Distributions paid in respect of the period ended 31 March were:		
Step-Up Preference Securities		
distribution at 6.52% per annum, per security, unfranked, paid 30 November 2011		
for the period from 31 May 2011 to 29 November 2011 ⁽¹⁾		11.1
Dividends paid in cash or satisfied by the issue of shares under the dividend reinvestment plan during the half year were as follows:		
paid in cash	171.5	166.6
satisfied by issue of shares	25.0	25.4
Distributions paid in cash ⁽¹⁾		16.3
No distributions were satisfied by the issue/purchase of shares.		

⁽¹⁾ Total distribution paid for the previous period was \$16.3m and has been allocated between dividends (\$11.1m) and interest (\$5.2m) based on the equity/interest bearing liabilities classification over the distribution period.

Subsequent events

Since the end of the half year, the directors declared the following dividend:

Interim dividend on ordinary shares of 39 cents per share, 38.5% franked at 30%, payable 1 July 2013.

The financial effect of the interim dividend on ordinary shares has not been brought to account in the financial statements for the period ended 31 March 2013 - however will be recognised in the 2013 annual financial report.

The Company's DRP continues to be available to eligible shareholders. For the interim dividend, shares will be allocated based on the arithmetic average of the daily volume weighted average market price of all shares sold through a normal trade on the ASX for a period of 7 days from 5 to 14 June 2013 inclusive. The last date for receipt of election notices for participation in the interim dividend under the DRP is Friday 3 June 2013. Shares issued pursuant to the DRP will rank equal to all other ordinary shares. No discount applies to the DRP.

Franking credits available and prospects for paying fully or partly franked dividends for at least the next year

It is anticipated that dividends in the near future are unlikely to be franked at a rate of more than 40%.

Conduit foreign income (CFI) component:

Interim dividend:		Interim dividend:	
Current period	- Ordinary	24 cents	Previous period - Ordinary
			24 cents

7. Contributed equity

	2013 \$m	2012 \$m
Issued and fully paid:		
Step-Up Preference Securities - nil (2012 nil) ⁽¹⁾	-	-
Ordinary shares - 366,768,327 (2012 365,007,037)	1,849.9	1,779.5
Balance at end of the period	1,849.9	1,779.5

⁽¹⁾ The Group issued Step-Up Preference Securities (SPS) via a prospectus dated 17 February 2006. The SPS were stapled comprising a fully paid Preference Share and a fully paid unsecured note. The SPS had no fixed repayment date. On 13 October 2011 Orica elected to repurchase the SPS and the SPS were reclassified to interest bearing liabilities from that date. Until 12 October 2011 the SPS were treated as equity for accounting purposes. SPS were repurchased for \$100 per SPS on 29 November 2011.

7. Contributed equity (continued)

Movements in issued and fully paid shares of Orica since 1 October 2011 were as follows:

Details	Date	Number of shares	Issue price \$	\$m
Step-Up Preference Securities				
Opening balance - gross ⁽¹⁾	1-Oct-11	5,000,000	100.0	500.0
Opening balance - costs ⁽¹⁾				(10.0)
Reclassification to interest bearing liabilities	13-Oct-11	(5,000,000)		(500.0)
Transfer to retained earnings	13-Oct-11			10.0
Balance at end of the period	31-Mar-12	-		-
Balance at end of the period	30-Sep-12	-		-
Ordinary shares				
Opening balance of ordinary shares issued	1-Oct-11	363,966,570		1,749.9
Shares issued under the Orica dividend reinvestment plan	9-Dec-11	1,040,467	24.40	25.4
Share movements under the Orica LTEIP plan ⁽³⁾		-		2.8
Shares issued under the Orica GEE SP plan ⁽²⁾		-		1.4
Balance at end of the period	31-Mar-12	365,007,037		1,779.5
Shares issued under the Orica dividend reinvestment plan	2-Jul-12	635,765	24.18	15.4
Share movements under the Orica LTEIP plan ⁽³⁾		-		0.2
Balance at end of the period	30-Sep-12	365,642,802		1,795.1
Shares issued under the Orica dividend reinvestment plan	14-Dec-12	1,043,714	23.92	25.0
Share movements under the Orica LTEIP plan ⁽³⁾		81,811		28.4
Shares issued under the Orica GEE SP plan ⁽²⁾		-		1.4
Balance at end of the period	31-Mar-13	366,768,327		1,849.9

⁽¹⁾ Shares issued and costs incurred in 2006 pursuant to the Step-Up Preference Securities issued in accordance with the prospectus dated 17 February 2006.

⁽²⁾ Shares issued under the Orica general employee exempt share plan.

⁽³⁾ Share movements under the Orica LTEIP plans.

Details	Date	Number of shares	Issue price * \$	\$m
Share movements under the Orica LTEIP plans:				
2011/2012				
Shares bought back	Various			(19.9)
Shares issued - loan repayment	Various			22.7
Movement for the period	31-Mar-12	-		2.8
Shares issued - loan repayment	Various			0.2
Movement for the period	30-Sep-12	-		0.2
2012/2013				
Shares issued	14-Feb-13	81,811	26.23	-
Shares bought back	Various			(9.6)
Shares issued - loan repayment	Various			38.0
Movement for the period	31-Mar-13	81,811		28.4

Under the LTEIP, eligible executives are provided with a three year, interest free, non-recourse loan from Orica for the sole purpose of acquiring shares in the Company. Executives may not deal with the shares while the loan remains outstanding and any dividends paid on the shares are applied (on an after-tax basis) towards repaying the loan. The shares issued to the executives are either purchased on market, issued new shares by Orica or reissued unvested shares by Orica. Shares issued under this plan in conjunction with non-recourse loans are accounted for as options. As a result, the amounts receivable from employees in relation to these loans are not recognised in the financial statements. Shares issued under this plan are recognised as shares issued at nil value, with a share based payments expense recognised in the income statement based on the value of the options. Shares purchased on-market under the plans are recognised as a share buy-back. Repayments of share loans are recognised as share capital. Under the November 2006 and subsequent LTEIP executive allocations, in general the shares are returned to Orica if the executives leave Orica within three years.

* Issue price was based on VWAP (volume-weighted average price) at the time of issue.

7. Contributed equity (continued)

LTEIP options over unissued shares:

Exercisable between	Balance 30 Sep 11	Issued during the period	Exercised during the period	Lapsed during the period	Balance 31 Mar 12	Issued during the period	Exercised during the period	Lapsed during the period	Balance 30 Sep 12
18 Nov 14 23 Jan 15	-	305,302	-	-	305,302	-	-	-	305,302
18 Nov 14 23 Jan 15	-	592,713	-	-	592,713	-	-	-	592,713
19 Nov 13 23 Jan 14	1,799,507	-	(18,216)	(54,533)	1,726,758	-	-	(41,169)	1,685,589
19 Nov 12 23 Jan 13	1,634,031	-	(17,871)	(53,685)	1,562,475	-	(8,769)	(22,116)	1,531,590
18 Nov 11 23 Jan 12	40,580	-	(40,580)	-	-	-	-	-	-
18 Nov 11 23 Jan 12	2,270,963	-	(2,261,138)	(9,825)	-	-	-	-	-
Total	5,745,081	898,015	(2,337,805)	(118,043)	4,187,248	-	(8,769)	(63,285)	4,115,194

Exercisable between	Balance 30 Sep 12	Issued during the period	Exercised during the period	Lapsed during the period	Balance 31 Mar 13
18 Nov 15 23 Jan 16	-	738,274	-	-	738,274
18 Nov 14 23 Jan 15	305,302	-	-	-	305,302
18 Nov 14 23 Jan 15	592,713	-	(48,213)	(92,817)	451,683
19 Nov 13 23 Jan 14	1,685,589	-	(47,159)	(101,195)	1,537,235
19 Nov 12 23 Jan 13	1,531,590	-	(1,527,773)	(3,817)	-
Total	4,115,194	738,274	(1,623,145)	(197,829)	3,032,494

Rights over unissued shares:

Vesting date	Balance 30 Sep 11	Issued during the period	Exercised during the period	Lapsed during the period	Balance 31 Mar 12	Issued during	Exercised during	Lapsed during	Balance 30 Sep 12
19 Dec 14	-	663,944	-	(780)	663,164	901	-	(14,900)	649,165
30 Nov 13	-	-	-	-	-	7,942	-	-	7,942
01 Sep 13	-	-	-	-	-	6,148	-	-	6,148
31 Mar 13	-	108,246	-	-	108,246	-	-	-	108,246
Total	-	772,190	-	(780)	771,410	14,991	-	(14,900)	771,501

Rights over unissued shares:

Vesting date	Balance 30 Sep 12	Issued during the period	Exercised during the period	Lapsed during the period	Balance 31 Mar 13
19 Dec 15	-	732,960	-	(4,706)	728,254
31 Mar 15	-	3,836	-	-	3,836
19 Dec 14	649,165	-	-	(27,324)	621,841
31 Mar 14	-	3,835	-	-	3,835
30 Nov 13	7,942	-	-	-	7,942
15 Oct 13	-	4,885	-	-	4,885
01 Sep 13	6,148	-	-	-	6,148
31 Mar 13	108,246	-	-	-	108,246
Total	771,501	745,516	-	(32,030)	1,484,987

8. Reserves and retained earnings

	2013 \$m	2012 \$m
Reserves and retained earnings		
(a) Reserves		
Share based payments	93.2	74.4
Cash flow hedging	(10.2)	(9.1)
Foreign currency translation	(951.3)	(890.3)
Equity - arising from purchase of non-controlling interests	(187.4)	(187.4)
Balance at end of the period	(1,055.7)	(1,012.4)
Movement in reserves during the period		
Share based payments		
Balance at beginning of period	83.3	65.4
Share based payments expense	9.9	9.0
Balance at end of the period	93.2	74.4
Cash flow hedging		
Balance at beginning of period	(15.7)	(11.5)
Movement for the period	7.8	3.4
Tax effect of movement in cash flow hedge reserve	(2.3)	(1.0)
Balance at end of the period	(10.2)	(9.1)
Foreign currency translation		
Balance at beginning of period	(930.0)	(715.5)
Translation of overseas controlled entities at the end of the period	(25.7)	(163.3)
Tax effect of translation of overseas controlled entities at the end of the period	4.4	(11.5)
Balance at end of the period	(951.3)	(890.3)
Equity - arising from purchase of non-controlling interests		
Balance at beginning of period	(187.4)	(187.4)
Balance at end of the period	(187.4)	(187.4)
(b) Retained earnings		
Retained earnings at the beginning of the period	2,376.2	2,363.4
Profit after income tax attributable to shareholders of Orica	266.8	253.3
Defined benefit fund superannuation movement (net of tax) ⁽¹⁾	13.2	(8.9)
Transfer of cost related to issue of Step-Up Preference Securities	-	(10.0)
Dividends/distributions:		
Step-Up Preference Securities distributions	-	(11.1)
Less tax credit on Step-Up Preference Securities distributions	-	2.2
Ordinary dividends – final	(196.5)	(192.0)
Retained earnings at end of the period	2,459.7	2,396.9

⁽¹⁾ Orica's external Group actuary has liaised with major fund actuaries in updating material assumptions of Orica's funds as at 31 March 2013. These assumptions relate primarily to actual asset returns and discount rates as at 31 March 2013. The Group actuary has used this information to evaluate the aggregate defined benefit superannuation fund obligations. This has resulted in the consolidated entity decreasing the retirement benefit obligation by \$19.0m (2012 \$12.8m increase) (\$13.2m after tax decrease, 2012 \$8.9m increase) which has been recognised directly in equity in accordance with the consolidated entity's accounting policy for the treatment of actuarial gains and losses.

9. Investments accounted for using the equity method

The consolidated entity has an interest in the following entities:

Name of entity:	Percentage of ownership interest held at end of period or date of disposal		Contribution to net profit			
	31-Mar-13	31-Mar-12	31-Mar-13	31-Mar-12		
	%	%	\$m	\$m		
Thai Nitrate Company Ltd ^(d)	50.0	50.0	-	-		
Nelson Brothers, LLC	50.0	50.0	14.0	19.2		
Nelson Brothers Mining Services, LLC	50.0	50.0				
Southwest Energy LLC	50.0	50.0				
Beijing Sino-Australia Orica Watercare Technology and Equipment Co. Ltd	45.0	45.0	Individually not material.	Individually not material.		
Botany Industrial Park Pty Limited	33.4	33.4				
Orica-UMMC LLC	50.0	50.0				
Exor Explosives Limited	50.0	50.0				
FiReP Holding AG	25.0	25.0				
Geneva Nitrogen LLC	50.0	50.0				
Geodynamics B.V. ^(a)	-	-				
Irish Mining Emulsion Systems Ltd	50.0	50.0				
Kitikmeot Explosives Limited	49.0	49.0				
MicroCoal Inc. ^(b)	-	41.8				
MSW-Chemie GmbH	31.5	31.5				
PIIK Limited Partnership	49.0	49.0				
Pigment Manufacturers of Australia Limited	50.0	50.0			1.1	0.7
Sahtu Explosives Limited	49.0	49.0				
Sprewa Sprengmittel GmbH	24.0	24.0				
SVG&FNS Philippines Holdings Inc	40.0	40.0				
Tli Cho Explosives Limited	49.0	49.0				
Troisdorf GmbH	50.0	50.0				
Ulaex SA	50.0	50.0				
Wurgendorf GmbH	50.0	50.0				
Yara Pilbara Nitrates Pty Ltd ^(c)	45.0	-				
Total			15.1	19.9		

^(a) Disposed of in 2012.

^(b) Disposed of in 2013.

^(c) Acquired in 2012.

^(d) Orica holds its 50% equity interest in Thai Nitrate Company Ltd (TNC) through two subsidiary companies, Orica Norway AS (39%) and Ammonium Nitrate Development and Production Limited (11%). The remaining 50% equity interest in TNC is held by TPI Polene PLC (TPIP), an entity listed on the Thailand Stock Exchange, and four Thailand nationals. The South Bangkok Civil Court issued a judgement on 5 October 2011 that Orica Norway AS transfer its 39% shareholding in TNC to TPIP for a consideration equal to the relevant portion of TNC's net asset value at June 2006, less dividends paid since that date. This equates to approximately \$17 million less than the carrying value of those shares. Orica has received legal advice to the effect that this judgement is without merit and is vigorously pursuing its legal appeal rights in the Thailand courts against this decision.

On 1 November 2011 the Court granted a temporary stay of execution of its earlier judgement.

10. Businesses acquired

Consolidated - 2013

Acquisition of businesses and controlled entities

No businesses or entities were acquired by the consolidated entity in the current period.

Consolidated - 2012

Acquisition of businesses and controlled entities

The consolidated entity acquired the following businesses and entities (100% unless stated otherwise):

Businesses

Business assets of Atlas Copco MAI GmbH on 6 October 2011.

	Book Values \$m	Fair Value Adjustments \$m	Total \$m
2012			
Consideration			
cash paid	13.8	-	13.8
Outflow of cash	13.8	-	13.8
Total consideration	13.8	-	13.8
Fair value of net assets of businesses/controlled entities acquired			
inventories	3.3	-	3.3
property, plant and equipment	4.7	-	4.7
provision for employee entitlements	(0.3)	-	(0.3)
	7.7	-	7.7
Goodwill on acquisition			6.1

Results contributed by acquired entities since acquisition date:

	\$m
Revenue for the period	12.5
EBITDA for the period	1.2

The unaudited operating revenue and earnings before interest, tax, depreciation and amortisation for the acquired businesses and entities for the six months to 31 March 2012 are as follows:

	\$m
Operating revenue for the period	12.5
EBITDA	1.2

The unaudited information at the time of acquisition was compiled by Orica management based on financial information available to Orica during due diligence and assuming no material transactions between Orica and the acquired businesses. Goodwill on the purchase of these entities is attributable mainly to the skills and technical talent of the acquired businesses' work forces and the synergies expected to be achieved from integrating these businesses. None of the goodwill recognised is expected to be deductible for income tax purposes.

11. Businesses disposed

Disposal of businesses/controlled entities

The following businesses and controlled entities were disposed of:

2013

Bamble Mekaniske Industri AS on 1 October 2012 (60% holding).

2012

Teradoran Pty Limited on 10 February 2012 (67.0% holding).

	Consolidated	
	2013	2012
	\$m	\$m
Consideration		
cash received	0.2	2.0
cash disposed	-	(0.1)
debt disposed	0.3	0.6
Inflow of cash	0.5	2.5
Net consideration	0.5	2.5
Carrying value of net assets of businesses/controlled entities disposed		
trade and other receivables	1.4	1.2
inventories	1.5	1.3
property, plant and equipment	-	1.1
intangibles	0.2	0.2
other assets	-	0.3
investment	0.2	-
payables and interest bearing liabilities	(1.8)	(0.7)
provision for employee entitlements	(0.2)	(0.3)
	1.3	3.1
Less non-controlling interests at date of disposal	(0.4)	(0.9)
	0.9	2.2
(Loss)/profit on sale of business/controlled entities	(0.4)	0.3

12. Income tax expense

	Consolidated	
	2013	2012
	\$m	\$m
a) Income tax expense recognised in the income statement		
Current tax expense		
Current period	79.7	52.5
Deferred tax	20.3	35.0
(Over)/under provided in prior years	(1.1)	2.5
Total income tax expense in income statement	98.9	90.0
b) Reconciliation of income tax expense to prima facie tax payable		
Income tax expense attributable to profit		
Prima facie income tax expense calculated at 30% on profit	112.7	106.0
Tax effect of items which (decrease)/increase tax expense:		
variation in tax rates of foreign controlled entities	(5.9)	(9.0)
tax (over)/under provided in prior years	(1.1)	2.5
non allowable share based payments	2.9	2.7
other foreign deductions	(16.2)	(16.8)
sundry items	6.5	4.6
Income tax expense attributable to profit	98.9	90.0

13. Standby arrangements and credit facilities

Reconciliation of net debt:

	Mar 2013 \$m	Sep 2012 \$m	Mar 2012 \$m
Current interest bearing liabilities	451.4	346.0	136.3
Non current interest bearing liabilities	2,362.9	2,189.0	2,409.2
Less cash and cash equivalents	(260.7)	(235.8)	(247.6)
Net debt	2,553.6	2,299.2	2,297.9

Credit facilities:

	Mar 2013 \$m	Sep 2012 \$m	Mar 2012 \$m
Unsecured bank overdraft facilities available	105.0	105.3	105.8
Amount of facilities undrawn	89.7	97.4	101.6
Committed standby and loan facilities available	3,678.2	3,724.1	3,732.9
Amount of facilities unused	1,323.6	1,505.5	1,218.4

The bank overdrafts are payable on demand and are subject to an annual review. The repayment dates of the committed standby and loan facilities range from 30 May 2013 to 25 October 2030 (2012 29 July 2012 to 25 October 2030).

14. Critical accounting judgements and estimates

Management determines the development, selection and disclosure of the consolidated entity's critical accounting policies, estimates and accounting judgements and the application of these policies and estimates. Management necessarily makes estimates and judgements that have a significant effect on the amounts recognised in the financial statements. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including reasonable expectations of future events. Management believes the estimates used in preparing the financial report are reasonable and in accordance with accounting standards. Changes in the assumptions underlying the estimates may result in a significant impact on the financial statements. The most critical of these assumptions and judgements are:

Contingent liabilities

In the normal course of business, contingent liabilities may arise from product-specific and general legal proceedings, from guarantees or from environmental liabilities connected with current or former sites. Where management are of the view that potential liabilities have a low probability of crystallising or it is not possible to quantify them reliably, management disclose them as contingent liabilities. These are not provided for in the financial statements but are disclosed in note 15.

Environmental and decommissioning provisions

The business of the Group is subject to a variety of laws and regulations in the jurisdictions in which it operates or maintains properties. Provisions for expenses that may be incurred in complying with such laws and regulations are set aside if environmental inquiries or remediation measures are probable and the costs can be reliably estimated. For sites where there are uncertainties with respect to what Orica's remediation obligations might be or what remediation techniques might be approved and no reliable estimate can presently be made of regulatory and remediation costs, no amounts have been provided. It is also assumed that the methods planned for environmental remediation will be able to treat the issues within the expected time frame.

It is difficult to estimate the future costs of environmental remediation because of many uncertainties, particularly with regard to the status of laws, regulations and the information available about conditions in the various countries and at the individual sites. Significant factors in estimating the costs include the work of external consultants and/or internal experts, previous experiences in similar cases, expert opinions regarding environmental programs, current costs and new developments affecting costs, management's interpretation of current environmental laws and regulations, the number and financial position of third parties that may become obligated to participate in any remediation activities on the basis of joint liability, and the remediation methods which are likely to be deployed.

Changes in the assumptions underlying these estimated costs may impact future reported results. Subject to these factors, but taking into consideration experience gained to date regarding environmental matters of a similar nature, Orica believes the provisions to be appropriate based upon currently available information. However, given the inherent difficulties in estimating liabilities in this area, it cannot be guaranteed that additional costs will not be incurred beyond the amounts provided. It is possible that final resolution of these matters may require expenditures to be made in excess of established provisions over an extended period of time that may result in changes in timing of anticipated cash flows from those assumed and in a range of amounts that cannot be reasonably estimated.

14. Critical accounting judgements and estimates (continued)

In respect of the Botany Groundwater (New South Wales, Australia) contamination, Orica is continuing to conduct extensive remediation activities, including the operation of a Groundwater Treatment Plant, to treat the groundwater at Botany, which is contaminated with pollutants from historical operations. A provision exists to cover the estimated costs associated with remediation until 2018. Costs are expected to be incurred after this date, but it is not possible to predict the time frame over which remediation will be required or the form the remediation will take and therefore it is not possible to reliably estimate any associated costs. In light of ongoing discussions with regulatory authorities and following an assessment of currently available technologies to treat the contamination, Orica intends to maintain a provision at current levels that takes into account the estimated costs associated with remediation commitments over this period. The provision will continue to be re-evaluated based on future regulatory assessments and advancements in appropriate technologies.

Orica is committed to finding a solution for destruction of the HCB waste. There are no suitable facilities to treat the HCB waste in Australia and Orica's export applications have been unsuccessful. Orica continues to safely store the waste. A provision has been established in respect of this matter which will continue to be re-evaluated as alternative destruction options become available.

Orica started remediating the Botany site in May 2011 using a soil washing technology to remove mercury – however the plant was not able to sustain adequate reliable operation and Orica decided to suspend the works. Orica has submitted a new remediation action plan which satisfied the NSW Environment Protection Authority requirements, and Orica aims to restart works in 2013. A provision has been established for remediation activities in respect of this matter.

Legal proceedings

The outcome of pending and future legal, judicial, regulatory, administrative and other proceedings of a litigious nature ("Proceedings") cannot be predicted with certainty. Thus, an adverse decision in Proceedings could result in additional costs that are not covered, either wholly or partially, under insurance policies and that could significantly impact the business and results of operations of the Group. Proceedings as a rule raise difficult and complex legal issues and are subject to many uncertainties and complexities including, but not limited to, the facts and circumstances of each particular case, issues regarding the jurisdiction in which each Proceeding is brought and differences in applicable law. Upon resolution of any pending Proceedings, the Group may be forced to incur charges in excess of the presently established provisions and related insurance coverage. It is possible that the financial position, results of operations or cash flows of the Group could be materially affected by an unfavourable outcome of those Proceedings. Proceedings are evaluated on a case-by-case basis considering the available information, including that from legal counsel, to assess potential outcomes. Where it is considered probable that a future obligation will result in an outflow of resources, a provision is recorded in the amount of the present value of the expected cash outflows if these are deemed to be reliably measurable.

Warranties and Indemnities

In the course of acquisitions and disposals of businesses and assets, Orica routinely negotiates warranties and indemnities across a range of commercial issues and risks, including environmental risks associated with real property. Management uses the information available and exercises judgement in the overall context of these transactions, in determining the scope and extent of these warranties and indemnities. In assessing Orica's financial position, management relies on warranties and indemnities received, and considers potential exposures on warranties and indemnities provided. It is possible that the financial position, results of operations and cash flows of the Group could be materially affected if circumstances arise where warranties and indemnities received are not honoured, or for those provided, circumstances change adversely.

Defined benefit superannuation fund obligations

The expected costs of providing post-retirement benefits under defined benefit arrangements relating to employee service during the period are charged to the income statement. Any actuarial gains and losses, which can arise from differences between expected and actual outcomes or changes in actuarial assumptions, are recognised immediately in the statement of comprehensive income. In all cases, the superannuation costs are assessed in accordance with the advice of independent qualified actuaries but require the exercise of significant judgement in relation to assumptions for future salary and superannuation increases, long term price inflation and investment returns. While management believes the assumptions used are appropriate, a change in the assumptions used may impact the earnings and equity of the Group.

Property, plant and equipment and definite life intangible assets

The Group's property, plant and equipment and intangible assets, other than indefinite life intangible assets, are depreciated/amortised on a straight line basis over their useful economic lives. Management reviews the appropriateness of useful economic lives of assets at least annually and any changes to useful economic lives may affect prospective depreciation rates and asset carrying values.

Financial instruments at fair value

The Group measures a number of financial instruments at fair value. These fair values are based on observable market data which is used to estimate future cash flows and discount them to present value. Management's aim is to use and source this data consistently from period to period. While management believes the assumptions used are appropriate, a change in assumptions would impact the fair value calculations.

14. Critical accounting judgements and estimates (continued)

Impairment of assets

The Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets are impaired. In making the assessment for impairment, assets that do not generate independent cash flows are allocated to an appropriate cash generating unit (CGU). The recoverable amount of those assets, or CGUs, is measured as the higher of their fair value less costs to sell or value in use. Management necessarily applies its judgement in allocating assets that do not generate independent cash flows to appropriate CGUs.

The determination of value in use requires the estimation and discounting of future cashflows. The estimation of the cashflows considers information available at balance date which may result in cashflows deviating from actual developments. This includes, among other things, expected revenue from sales of products, the return on assets, future costs and discount rates. Subsequent changes to the CGU allocation or to the timing and quantum of cash flows may impact the carrying value of the respective assets.

Current asset provisions

In the course of normal trading activities, management uses its judgement in establishing the net realisable value of various elements of working capital – principally inventory and accounts receivable. Provisions are established for obsolete or slow moving inventories, bad or doubtful receivables and product warranties. Actual expenses in future periods may be different from the provisions established and any such differences would impact future earnings of the Group.

Taxation

The Group is subject to income taxes in Australia and foreign jurisdictions where it has operations. Significant judgement is required in determining the worldwide provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provision in the period in which such determination is made.

In addition, deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable profits are available to utilise those temporary differences and losses, and the tax losses continue to be available having regard to the nature and timing of their origination and compliance with the relevant tax legislation associated with their recoupment.

Assumptions are also made about the application of income tax legislation. These assumptions are subject to risk and uncertainty and there is a possibility that changes in circumstances or differences in opinions will alter outcomes which may impact the amount of deferred tax assets and deferred tax liabilities recorded on the Balance Sheet and the amount of tax losses and timing differences not yet recognised. In these circumstances, the carrying amount of deferred tax assets and liabilities may change, resulting in an impact on the earnings of the Group.

15. Contingent liabilities

(i) General

In accordance with the current accounting policy, for sites where the requirements have been assessed and are capable of reliable measurement, estimated regulatory and remediation costs have been capitalised, expensed as incurred or provided for. For environmental matters where there are significant uncertainties with respect to the extent of Orica's remediation obligations or the remediation techniques that might be approved, no reliable estimate can presently be made of regulatory and remediation costs and any costs are expensed as incurred.

There can be no assurance that new information or regulatory requirements with respect to known sites or the identification of new remedial obligations at other sites will not require additional future provisions for environmental remediation and such provisions could be material.

Orica has entered into arrangements with the relevant regulatory authorities for a number of sites to investigate land and groundwater contamination and, where appropriate, undertake voluntary remediation activities on these sites. Where reliable estimates are possible and remediation techniques have been identified for these sites, provisions have been established in accordance with current accounting policy.

Orica is investigating suitable remediation options for Dense Non-Aqueous Phase Liquid (DNAPL) source areas at Botany which give rise to the groundwater contamination which is being remediated by the Groundwater Treatment Plant. No provision has been established for remediation activities in respect of DNAPL as a reliable estimate is not possible at this time.

(ii) Environmental Prosecutions

The NSW Environment Protection Authority has issued legal proceedings against Orica in relation to environmental incidents at the Botany and Kooragang Island sites that occurred during 2010 and 2011. Orica has entered guilty pleas to the charges involved in those legal proceedings. A sentencing and mitigation hearing of those proceedings was conducted in December 2012. The proceedings are currently adjourned pending a decision by the New South Wales Land and Environment Court.

It is probable that Orica will incur penalties as a consequence of these legal proceedings. However where it is not possible to reliably assess the amount of any such fines or other penalties, no provisions have been made with respect to these environmental prosecutions.

15. Contingent liabilities (continued)

(iii) Investigations and audits

Consistent with other companies of the size and diversity of Orica, the Group is the subject of ongoing information requests, investigations and audit activities by Tax and Regulatory Authorities in jurisdictions in which Orica operates. Orica co-operates fully with the Tax and Regulatory Authorities. It is possible that Orica may incur fines and/or other penalties as a consequence of these investigations and audits.

(iv) Brazilian Tax Action

The Brazilian Taxation authority is claiming unpaid taxes relating to the 1997 financial year of approximately \$25 million. ICI Plc, the vendor of the business to Orica, has been notified to preserve Orica's rights under the tax indemnity obtained upon acquisition of the business which provides indemnity for amounts exceeding certain limits. The Brazilian Taxation authority has been granted security over the Lorena site as well as a bank guarantee of up to approximately \$9 million.

(v) Norway Tax Action

In August 2009, the Central Tax Office for Large Enterprises (CTO) sent a letter to Dyno Nobel AS (now Orica Norway AS) in Norway regarding a possible reassessment of that company's tax return for the 2005 income year relating to a transfer of the Dyno Nobel house brand in conjunction with Orica's acquisition of Dyno Nobel's explosives business. The Tax Office has issued a final assessment for tax and interest amounting to approximately \$32.5 million. Orica has received external legal advice and intends to pursue this matter through an administrative complaints process and/or through the Norwegian courts. Orica has paid a portion of the primary tax and interest arising from the assessment, which has been recognised as a non-current receivable.

(vi) Australian Tax Audit

The Australian Taxation Office ("ATO") is currently conducting a tax audit in relation to a financing arrangement by Orica of its US group between 2004 and 2006. The ATO has issued amended assessments in relation to the 2004, 2005 and 2006 years totalling \$50.6m. Orica has received external legal advice and has objected against all three assessments. In accordance with the ATO administrative practice, Orica has paid 50% of the primary tax and interest arising from the assessments, which has been recognised as a non-current receivable.

(vii) Guarantees, indemnities, warranties and other

- The consolidated entity has entered into various long term supply contracts. For some contracts, minimum charges are payable regardless of the level of operations, but the levels of operations are expected to remain above those that would trigger minimum payments.
- There are a number of legal claims and exposures which arise from the ordinary course of business. There is significant uncertainty as to whether a future liability will arise in respect of these items. The amount of liability, if any, which may arise cannot be reliably measured at this time.
- The consolidated entity has entered into various sales contracts where minimum savings are guaranteed to customers and such savings are expected to be achieved in the ordinary course of business.
- There are guarantees relating to certain leases of property, plant and equipment and other agreements arising in the ordinary course of business.
- Contracts of sale covering companies and assets which were divested during the current and prior years include commercial warranties and indemnities to the purchasers.
- Orica Limited guaranteed senior notes issued in the US private placement market in 2000, 2003, 2005 and 2010. The notes have maturities between 2015 and 2030.

16. Events subsequent to balance date

On 6 May 2013, the directors declared an interim dividend of 39 cents per ordinary share payable on 1 July 2013. The financial effect of this dividend is not included in the financial statements for the period ended 31 March 2013 and will be recognised in the 30 September 2013 financial statements.

The directors have not become aware of any other significant matter or circumstance that has arisen since 31 March 2013, that has affected or may affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent years, which has not been covered in this report.

Compliance statement

This report is based on information which has been subject to review by KPMG.

The entity has a formally constituted audit committee.

Annette Cook
Company Secretary
6th May 2013

Orica Limited and its Controlled Entities

Directors' Declaration on the Financial Report set out on pages 3 to 27

I, Peter John Benedict Duncan, being a director of Orica Limited, do hereby state in accordance with a resolution of the directors that in the opinion of the directors,

- (a) the financial statements and notes, set out on pages 3 to 27, are in accordance with the Corporations Act 2001, including:
- (i) giving a true and fair view of the financial position of the consolidated entity as at 31 March 2013 and of its performance for the half year ended on that date; and
 - (ii) complying with Accounting Standard AASB 134 "Interim Financial Reporting" and Corporations Regulations 2001; and
- (b) there are reasonable grounds to believe the Company will be able to pay its debts as and when they become due and payable.



P J B Duncan
Chairman

Dated at Melbourne this 6th day of May 2013.

Orica Limited and its Controlled Entities Directors' Report

The directors of Orica Limited (Orica) present the consolidated financial report in the form of Appendix 4D of the Australian Stock Exchange (ASX) Listing Rules, for the period ended 31 March 2013 and the auditor's review report thereon.

Directors

The directors of the Company during or since the end of the half year are:

P J B Duncan, Chairman
I K Smith, Managing Director
N A Meehan, Executive Director Finance
M N Brenner (appointed 8 April 2013)
R R Caplan
I D Cockerill
G A Hounsell (retired 17 February 2013)
Lim C O
N L Scheinkestel
M Tilley

The office of company secretary is held by A Cook.

Review and results of operations

A review of the operations of the consolidated entity during the period and of the results of those operations is contained in the accompanying Orica Limited Profit Report.

Events subsequent to balance date

The directors have not become aware of any significant matter or circumstance (other than referred to in note 16) that has arisen since 31 March 2013, that has affected or may affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent years, which has not been covered in this report.

Lead Auditor's Independence Declaration

A copy of the lead auditor's independence declaration as required under Section 307C of the Corporations Act 2001 is set out on page 30.

Rounding

The amounts shown in this report and in the financial statements have been rounded off, except where otherwise stated, to the nearest tenth of a million dollars, the Company being in a class specified in the ASIC Class Order 98/100 dated 10 July 1998.

Signed on behalf of the board in accordance with a resolution of the directors of Orica Limited.



P J B Duncan
Chairman

Dated at Melbourne this 6th day of May 2013.



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To: the directors of Orica Limited

I declare that, to the best of my knowledge and belief, in relation to the review for the half-year ended 31 March 2013 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink, appearing to read 'Klaus'.

KPMG

A handwritten signature in black ink, appearing to read 'Gordon Sangster'.

Gordon Sangster
Partner

Dated at Melbourne on the 6th Day of May 2013



Independent auditor's review report to the members of Orica Limited

Report on the financial report

We have reviewed the accompanying half-year financial report of Orica Limited, which comprises the consolidated balance sheet as at 31 March 2013, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes 1 to 16 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising the Company and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 March 2013 and its performance for the half-year ended on that date; and complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of Orica Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Orica Limited is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Group's financial position as at 31 March 2013 and of its performance for the half-year ended on that date; and
- (b) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.



KPMG



Gordon Sangster
Partner

Dated at Melbourne on the 6th day of May 2013