

COMPANY ANNOUNCEMENT

31 January, 2014

Sale of Nufarm shares by Doug Rathbone

Nufarm's Managing Director and CEO, Doug Rathbone, today announced that he has sold the majority of his shareholding in the Company and entered into a derivative transaction with respect to a portion of the remaining shares held by him and his associated family entities.

The purpose of the sale and derivative transactions is to complete the refinancing of Mr Rathbone's personal and family business interests at the request of Mr Rathbone's primary financier.

Mr Rathbone has sold a total of 8,382,940 Nufarm shares at \$3.80 per share (representing approximately 3.18% of the Company's issued share capital) under a bookbuild process managed and underwritten by Credit Suisse (Australia) Limited.

Following the sale, Mr Rathbone and his associated family entities will hold a beneficial interest in 3,348,241 shares (being 1.27% of Nufarm's issued capital). Mr Rathbone has entered into a 'collar' derivative transaction involving 2,854,288 shares. Under the terms of the collar, Mr Rathbone will remain the beneficial owner of the shares and will retain material potential capital growth in the value of Nufarm shares. There are no price triggers associated with the derivative that could result in margin calls. In order to hedge the collar Credit Suisse International has sold 2,283,430 shares at the same sale price.

Mr Rathbone said: "I am pleased to have resolved the refinancing of my personal and family business obligations after having explored a range of alternatives over several years.

"Having devoted more than 30 years to help build Nufarm into a leading global crop protection company, I maintain a strong commitment to the Nufarm business and will continue to devote my full attention to the leadership of the Company."

An Appendix 3Y will be lodged in respect of Mr Rathbone's transactions in Nufarm shares.

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