

January 26, 2006

Alberta Securities Commission  
British Columbia Securities Commission  
Saskatchewan Financial Services Commission  
The Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers  
New Brunswick Securities Commission  
Nova Scotia Securities Commission  
Prince Edward Island – Department of Provincial Affairs and Attorney General  
Securities Division, Department of Justice – Government of Newfoundland and Labrador  
Registrar of Securities, Department of Justice – Government of Northwest Territories  
Department of Justice, Legal Registries Division – Nunavut  
Registrar of Securities – Government of Yukon  
The Toronto Stock Exchange

Dear Sirs:

**RE: Offer to Purchase Income Deposit Securities of Royster-Clark Ltd. and  
Royster-Clark ULC by Agrium Acquisitions Inc.**

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On January 26, 2006, the following items were sent by prepaid first class mail to the registered holders of Income Deposit Securities (and the common shares and 14.0% subordinated notes comprising the Income Deposit Securities) of Royster-Clark Ltd. and Royster-Clark ULC and to the principal offices of Royster-Clark Ltd. and Royster-Clark ULC:

1. Notice of Extension and Variation of its Offer to Purchase (English)
2. Notice of Extension and Variation of its Offer to Purchase (French)

We are filing this disclosure document with you in our capacity as Depository for Agrium Acquisitions Inc. in compliance with the requirements of applicable securities laws.

Yours truly,

**CIBC MELLON TRUST COMPANY**

*“Signed”*

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