

BLAKE, CASSELS & GRAYDON LLP

BARRISTERS & SOLICITORS | PATENT & TRADE-MARK AGENTS

Suite 3500, East Tower, Bankers Hall
855 – 2nd Street S.W.
Calgary, Alberta, Canada
T2P 4J8

Telephone: 403.260.9600
Facsimile: 403.260.9700
www.blakes.com

Chad Schneider
Direct Dial: (403) 260-9660
E-Mail: chad.schneider@blakes.com

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February 9, 2006

VIA SEDAR

Autorité des marchés financiers
800 Square Victoria, 22nd Floor
P.O. 246, Tour de la Bourse
Montréal, Québec
H4Z 1G3

Dear Sir/Madam:

**Re: Agrium Acquisitions Inc. and Agrium Inc. (collectively, "Agrium")
Acquisition of Income Deposit Securities of Royster-Clark Ltd. and Royster-Clark
ULC ("Royster-Clark")**

We have acted as counsel to Agrium in connection with its offer (the "Offer") dated November 8, 2005, as subsequently amended and varied, to purchase the income deposit securities ("IDS") of Royster-Clark.

Pursuant to section 147.10 of the *Securities Act* (Québec), we hereby notify you that holders of 32,070,190 IDSs, representing approximately 98.6% of the outstanding IDSs, accepted the Offer and Agrium has acquired such IDSs. Pursuant to permitted market purchases, the compulsory acquisition provisions contained in Part XV of the *Business Corporations Act* (Ontario) and a "standing offer" to acquire remaining subordinated notes of Royster-Clark ULC as set forth in the Offer, Agrium intends to acquire the IDSs, common shares of Royster-Clark Ltd. and subordinated notes of Royster-Clark ULC that it did not acquire under the Offer.

If you have any questions regarding the above please contact me at your convenience.

Yours truly,

"Chad Schneider"

Chad Schneider

CCS:cw