

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme GrainCorp Limited (**GrainCorp**)

ACN/ARSN 057 186 035

1. Details of substantial holder (1)

Name GrainCorp and each of its controlled entities listed in Annexure A (**Controlled Entities**)

ACN/ARSN (if applicable) See above for GrainCorp and Annexure A for Controlled Entities

The holder ceased to be a substantial holder on 31/12/2013
 The previous notice was given to the company on 29/04/2013
 The previous notice was dated 29/04/2013

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
31/12/2013	GrainCorp	Lapse of disposal standstill under clause 8.3 of the takeover bid implementation deed between GrainCorp and Archer Daniels Midland Company, as attached to the Form 603 lodged by GrainCorp on 29/04/2013.	Nil	45,420,054	45,420,054

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address

GrainCorp	Level 26, 175 Liverpool Street, Sydney, New South Wales, 2000
Controlled Entities	See Annexure A

Signature

print name	Andrew Horne	capacity	Company Secretary
sign here		date	6 January 2014

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (5) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 2 pages referred to in the Form 605 (Notice of ceasing to be a substantial holder).

Dated



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Andrew Horne
Company Secretary

Related Bodies Corporate

Related Bodies Corporate	ACN / ARSN	Address
Agricultural Risk Management Services Pty Limited	076 945 107	L26/175 Liverpool St SYD.
ABN 36 073 105 656 Pty Ltd (formerly Globex International Pty Limited)	073 105 656	L26/175 Liverpool St SYD.
ABN 99 059 347 349 Pty Ltd (formerly Victorian Grain Services Pty Limited)	059 347 349	L26/175 Liverpool St SYD.
Auscol Pty Ltd	000 863 730	
Australia Malt Holdco Pty Limited	121 418 899	L26/175 Liverpool St SYD.
Australia Malt Finco Pty Limited	121 418 906	L26/175 Liverpool St SYD.
Barrett Burston Malting Co Pty Limited	050 142 526	L26/175 Liverpool St SYD.
Barrett Burston Malting Co WA Pty Limited	009 079 645	L26/175 Liverpool St SYD.
Champion Liquid Feeds Pty Limited	090 621 613	L26/175 Liverpool St SYD.
Containerlink Pty Limited	050 628 227	L26/175 Liverpool St SYD.
GrainCorp Commodity Management (Holdings) Pty Ltd	000 013 123	L26/175 Liverpool St SYD.
GrainCorp Commodity Management Pty Limited	107 971 095	L26/175 Liverpool St SYD.
Grainco Australia Limited	070 878 241	L26/175 Liverpool St SYD.
GrainCorp AG Finance Limited	096 359 447	L26/175 Liverpool St SYD.
GrainCorp Australia Pty Limited	140 208 680	L26/175 Liverpool St SYD.
GrainCorp Holdings Australia Pty Limited	140 174 189	L26/175 Liverpool St SYD.
GrainCorp Oils Holdings Pty Ltd	160 256 057	L26/175 Liverpool St SYD.
GrainCorp Operations Limited	003 875 401	L26/175 Liverpool St SYD.
GrainCorp Services Limited	050 099 146	L26/175 Liverpool St SYD.
GrainCorp Warehouse Cashflow Pty Limited	121 157 720	L26/175 Liverpool St SYD.
GSEST Pty Ltd	121 770 232	L14/61 Lavender St Milsons Point
Hunter Grain Pty Limited	001 321 615	L26/175 Liverpool St SYD.
Hunter Grain Transport Pty Limited	119 642 330	L26/175 Liverpool St SYD.
GrainCorp Foods Australia Pty Ltd	160 258 677	L26/175 Liverpool St SYD.
Malt Real Property Pty Limited	050 552 782	L26/175 Liverpool St SYD.
GrainCorp Liquid Terminals Australia Pty Ltd	001 849 805	L26/175 Liverpool St SYD.
GrainCorp Oilseeds Pty Ltd	006 772 578	L26/175 Liverpool St SYD.
Security Superannuation Fund Pty Limited	065 548 343	L26/175 Liverpool St SYD.
Vicgrain (Assets) Pty Limited	068 777 524	L26/175 Liverpool St SYD.
Vicgrain Pty Limited	069 291 532	L26/175 Liverpool St SYD.
BLM Feeds Limited	N/A	193 Marshland Road, Shirley, Christchurch, 8083, New Zealand
Enzpro NZ Limited	N/A	193 Marshland Road, Shirley, Christchurch, 8083, New Zealand
GrainCorp Foods NZ Limited	N/A	MINTER ELLISON RUDD WATTS, 88 Shortland Street, Auckland, 1010, New Zealand
GrainCorp Liquid Terminals NZ Limited	N/A	193 Marshland Road, Shirley, Christchurch, 8083, New Zealand
Gardner Smith Commodities Trading (Shanghai) Co., Ltd	N/A	Room 2126 No. 79, Aon a road, Waigaoqiao Free Trade Zone, Shanghai, China
Shanghai Grand Port Liquid Storage Terminals Co., Ltd	N/A	No 4100, Lonqu Rd, Shanghai, China
GrainCorp Operations Asia Pte. Ltd	N/A	9 TEMASEK BOULEVARD #31-00, SUNTEC TOWER TWO, SINGAPORE (038989)
Brewers Select Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
GrainCorp Europe (UK) Ltd	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
GrainCorp (Canada) Holdings UK Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
GrainCorp UK Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Malt UK Holdco Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2D Station Maltings, Witham, Essex, United Kingdom, CM8 2DU U
Norton Organic Grain Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Ulgrave Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Maltco 3 Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2D Station Maltings, Witham, Essex, United Kingdom, CM8 2DU U

Bairds Malt Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Scotgrain Agriculture Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Mark Lawrence (Grain Limited)	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Saxon Agriculture Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Moray Firth Maltings Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Bairds Malt (Person Trustees) Limited	N/A	Station Maltings, Witham, Essex, United Kingdom, CM8 2DU
Canada Malting Co. Limited	N/A	3316 Bonnybrook Road S.E. Calgary AB T2G 4MG
Coastal Containers Limited	N/A	4 Robert Speck Parkway Suite 1600 Mississauga ON L4Z 1S1 Canada
GrainCorp Canada Inc	N/A	3316 Bonnybrook Road S.E. Calgary AB t2G 4M9 Canada
GrainCorp Holdings USA	N/A	2711 Centreville Rd, Wilmington, DE 19808, USA
Malt US Holdo., Inc	N/A	2711 Centreville Rd, Wilmington, DE 19808, USA
Great Western Malting Co	N/A	2711 Centreville Rd, Wilmington, DE 19808, USA
BC Holdings LLC	N/A	2711 Centreville Rd, Wilmington, DE 19808, USA
GrainCorp Europe Management GmbH	N/A	Alter Wandrahm 9, 20457 Hamburg, Germany
GrainCorp Europe GmbH & Co. KG	N/A	Alter Wandrahm 9, 20457 Hamburg, Germany
Schill Malz GmbH & Co. KG	N/A	Ludwig-Schwamb-Straße 9, 67574 Osthofen
Rhein-Ruhr-Maltz GmbH	N/A	Rheinstr. 158-168, 45478 Mülheim an der Ruhr
Thüringer Malz GmbH	N/A	Karl-Bosse-Straße 4, 06526 Sangerhausen
Schill Malz Verwaltungs GmbH	N/A	Ludwig-Schwamb-Straße 9, 67574 Osthofen