



SUSTAINING A GROWING WORLD

Growing Across the Value Chain

November 2011



Forward-Looking Statements

Certain statements and other information included in this presentation constitute “forward looking information” within the meaning of applicable Canadian securities legislation or constitute “forward-looking statements” within the meaning of applicable U.S. securities legislation (collectively, the “forward-looking statements”). All statements in this presentation, other than those relating to historical information or current condition, are forward-looking statements, including, but not limited to, estimates, forecasts and statements as to management’s expectations with respect to, among other things, business and financial prospects, financial multiples and accretion estimates, future trends, plans, strategies, objectives and expectations, including with respect to future operations following the proposed acquisition of AWB. These forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond our control, which could cause actual results to differ materially from such forward-looking statements.

Events or circumstances that could cause actual results to differ materially from those in the forward-looking statements, include, but are not limited to, the expected combination benefits and costs savings from recent transactions not being fully realized or not being realized within the expected time frame, disruptions from the transactions making it more difficult to maintain relationships with customers, employees and suppliers, recent or proposed business acquisitions not being integrated successfully or such integration being more difficult, time-consuming or costly than expected, delays or difficulties with the planned increase in potash production capabilities or expansion of the Egyptian nitrogen facility, general business and economic conditions, interest rates, exchange rates and tax rates, weather conditions, crop prices, the supply, demand and price level for our major products, gas prices and gas availability, operating rates and production costs, domestic fertilizer consumption and any changes in government policy in key agriculture markets, including the application of price controls and tariffs on fertilizers and the availability of subsidies or changes in their amounts, changes in development plans, construction progress, political risks, including civil unrest, actions by armed groups or conflict, governmental and regulatory requirements and actions by governmental authorities, including changes in government policy, changes in environmental, tax and other laws or regulations and the interpretation thereof and other risk factors detailed from time to time in Agrium reports filed with the Securities and Exchange Commission (the “SEC”) or Canadian securities regulators.

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Agrium Is.....

A Leading Producer of NPK Products: 8 MMT Capacity

The Largest Global Ag Retailer: Close to 1,300 Locations

The 3rd Largest Nitrogen Producer Globally



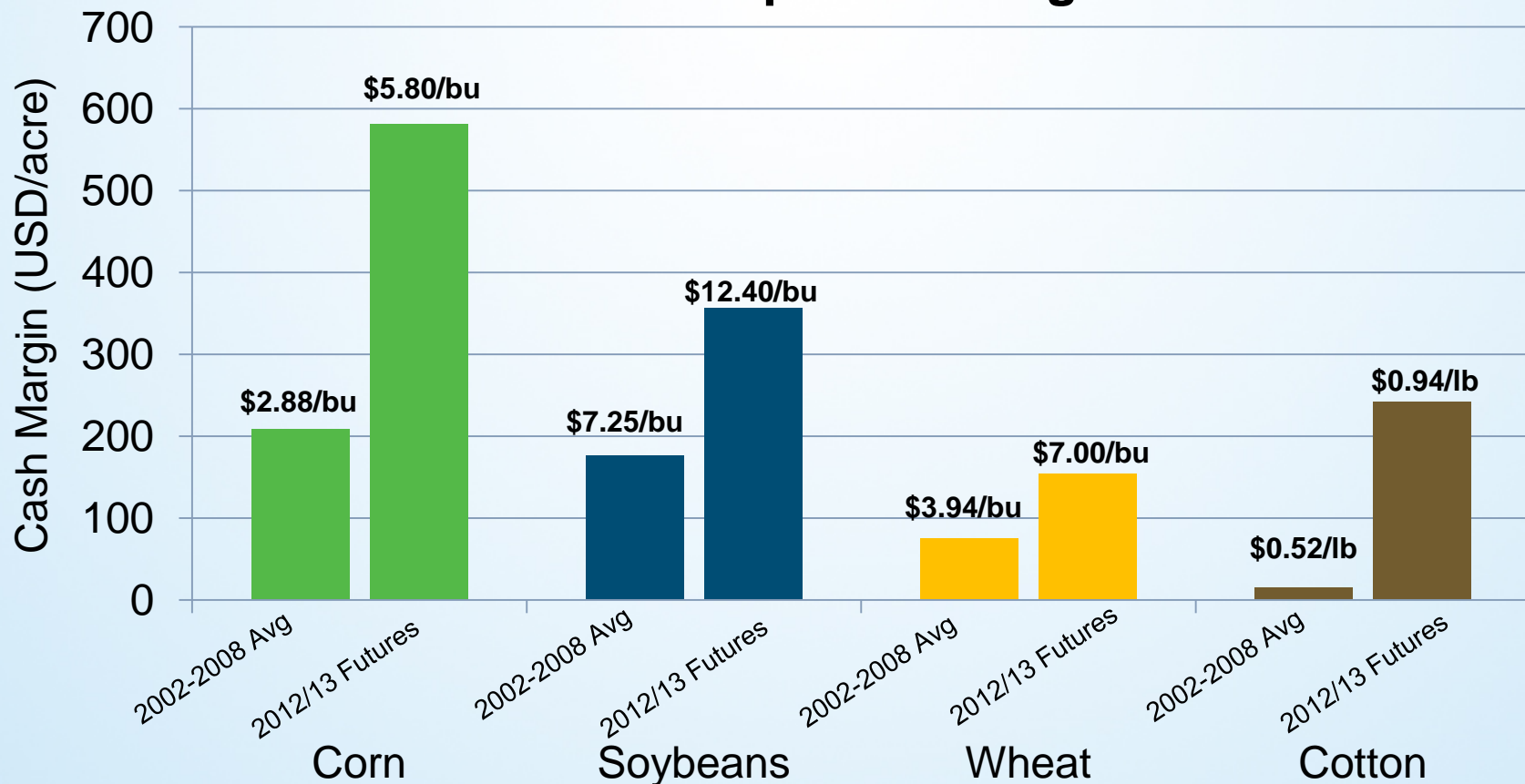
A Major Global Fertilizer Distributor: 5 MMT Annual NPK Volumes

A World Leader in Innovative Controlled-Release Fertilizers

Strong Grower Cash Margins

- Strong crop prices across the board
- Crop prices for sugar, cocoa, coffee also near record levels

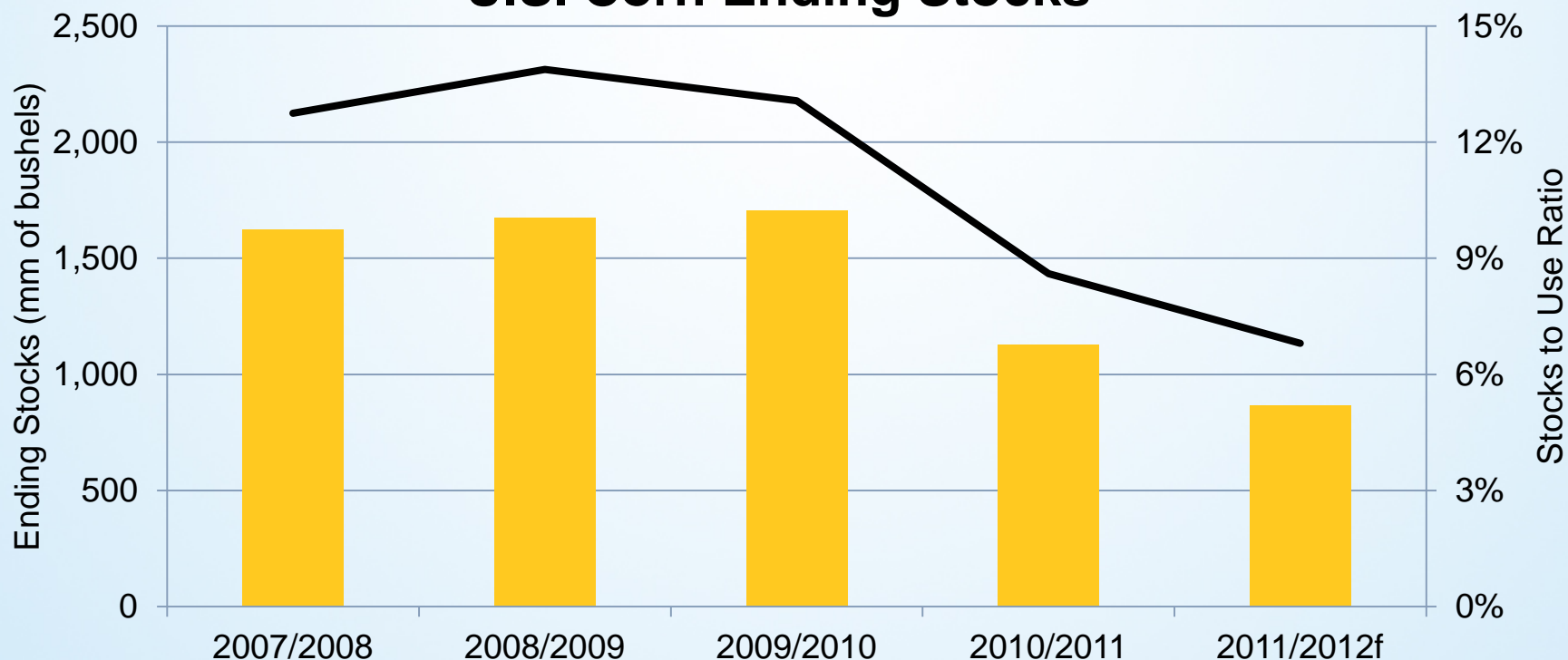
U.S. Crop Cash Margins



U.S. Corn Inventories Historically Tight

- Current USDA forecast is for historically tight corn inventories again in 2011/12
- Will support 2012/13 US corn and total seeded acreage

U.S. Corn Ending Stocks



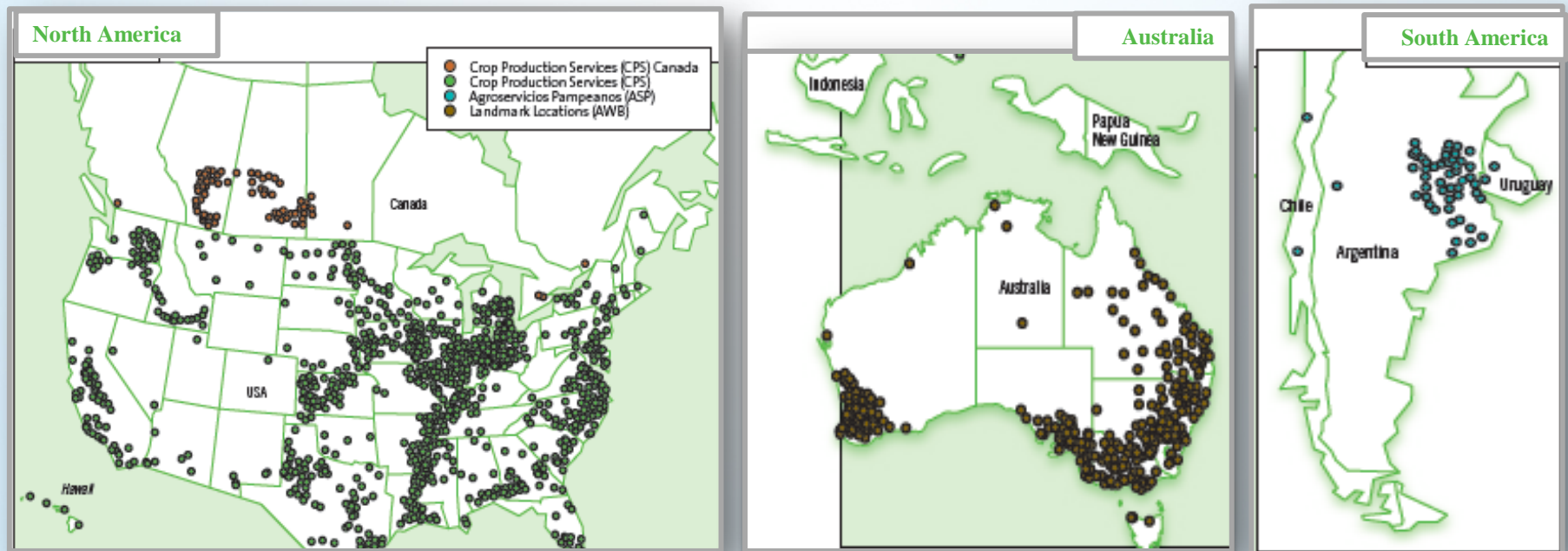
2011/12 USDA forecast

Planted Acreage = 92

Yield (bu/acre) = 148

Largest Global Agricultural Retailer

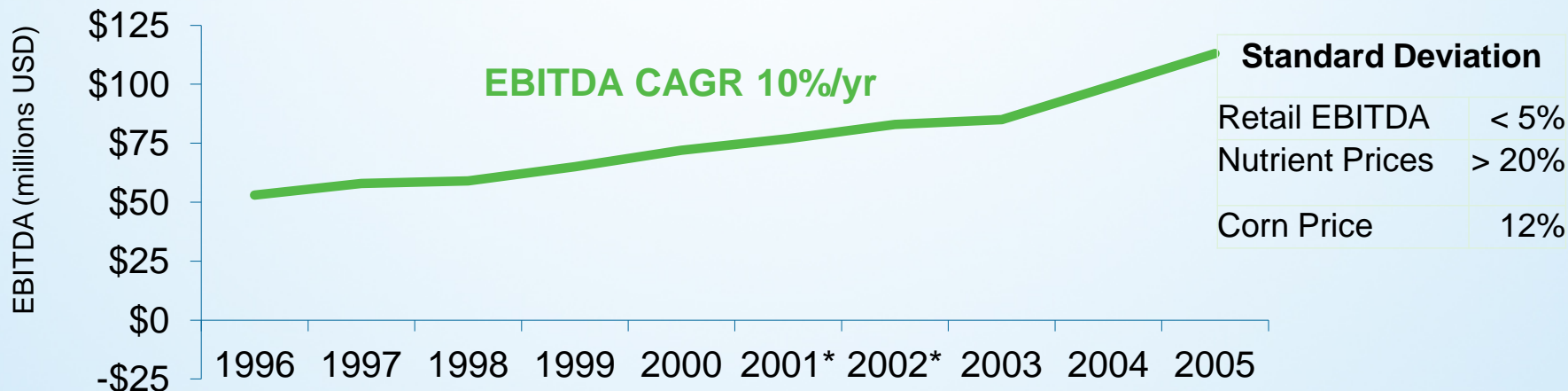
- Leading Ag Retailer: close to 1,300 facilities in NA, Australia and Argentina
- LTM: almost \$10 billion in sales¹ & >\$750-million in EBITDA¹
- Significant growth potential across all regions, products and services
- Balanced sales portfolio: Nutrients (44% of sales), Crop Protection (34%), Seed (11%), Services and other (11%)



¹Data for LTM is based on financial results from the first nine months of FY2011, which were reported under International Financial Reporting Standards (IFRS), and financial results from the fourth quarter of FY2010, which were reported under Canadian generally accepted accounting principles (Canadian GAAP) and have yet to be restated.

Retail Stability in a Volatile Market

- Proven record of growth in earnings and stability in margins
- Margins on private label brand seed (Dyna-Gro) and crop protection (Loveland) double those of other brands
- Annual seed sales >\$1-billion, average revenue growth >20%/yr in past 5 years
- Retail EBITDA grew 37%/yr from 2005 to 2011¹, much of it from acquisitions
- 10%/yr organic growth in EBITDA from 1996 to 2005, achieved with no increase in farm centers & despite significant commodity volatility



¹2001 excludes negative impact of the Argentine currency devaluation and 2002 excludes an estimate of one-time benefit of Argentine currency devaluation of US\$15-million

¹Data for 2011 is based on financial results from the first nine months of FY2011, which were reported under International Financial Reporting Standards (IFRS), and financial results from the fourth quarter of FY2010, which were reported under Canadian generally accepted accounting principles (Canadian GAAP) and have yet to be restated.



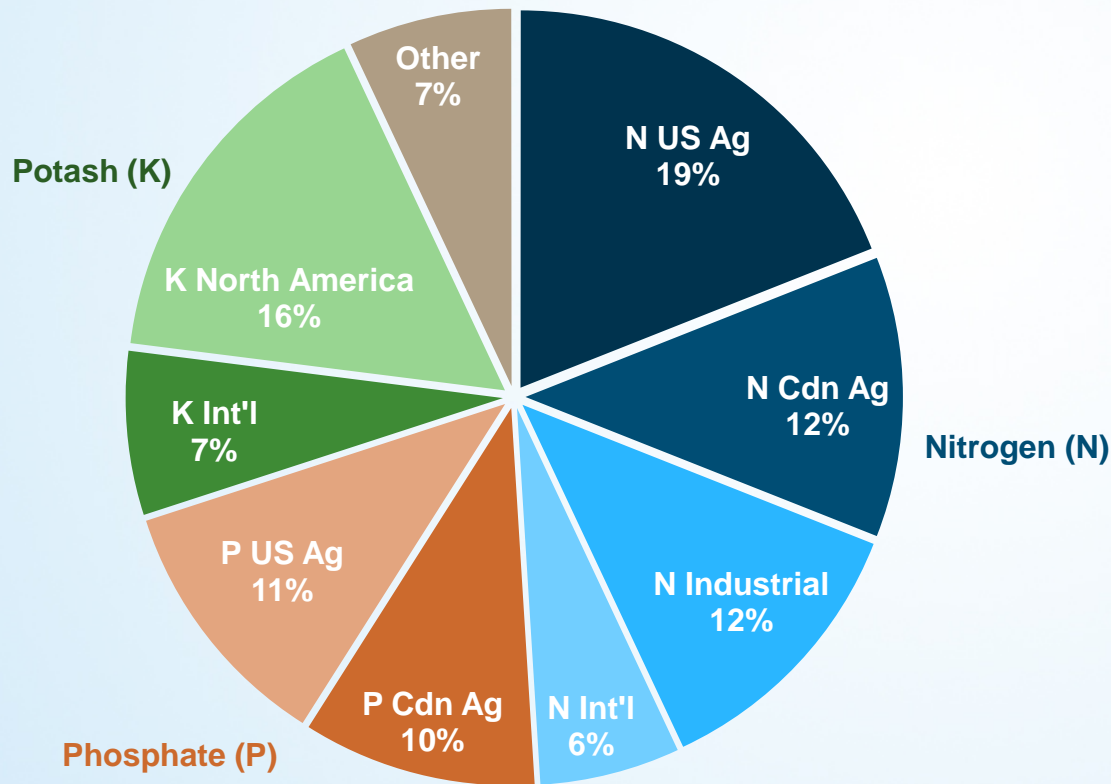
Agrium Retail Growth Strategy

- **Target \$1-billion EBITDA by 2015, growth to primarily come from:**
 - **Organic growth:**
 - 1) rapidly growing private label seed business,
 - 2) expansion of Loveland brand chemical business,
 - 3) improved business efficiencies
 - **Synergies from recent Landmark acquisition**
 - **Highly accretive small tuck in acquisitions in existing markets** (expect to close over 15 acquisitions in 2011 with annual expected revenues of almost \$200 million and EBITDA/Revenue % in the teens)

Wholesale Strengths

- Wholesale has competitive advantages across all three nutrients and a global distribution business
 - Nutrient capacity: N=5mmt , K=2mmt P=1mmt.
 - In-market delivered price and/or cost advantages in all products
 - World scale, high quality/low-cost potash, with significant capacity growth planned
 - Alberta gas advantage versus NYMEX and to much of the rest of the world (East & West Europe, China)
 - In-market freight (net price) advantage in N & P
 - Significant growth in nitrogen capacity in 2012 (MOPCO) and debottleneck N opportunities

Diverse Product and Customer Mix

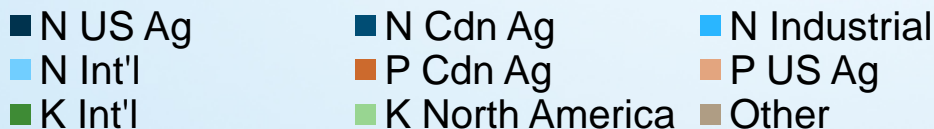


Complete Product Line offering

- Capitalizing on competitive advantages across all products
- Ensure we are in constant contact with our customers

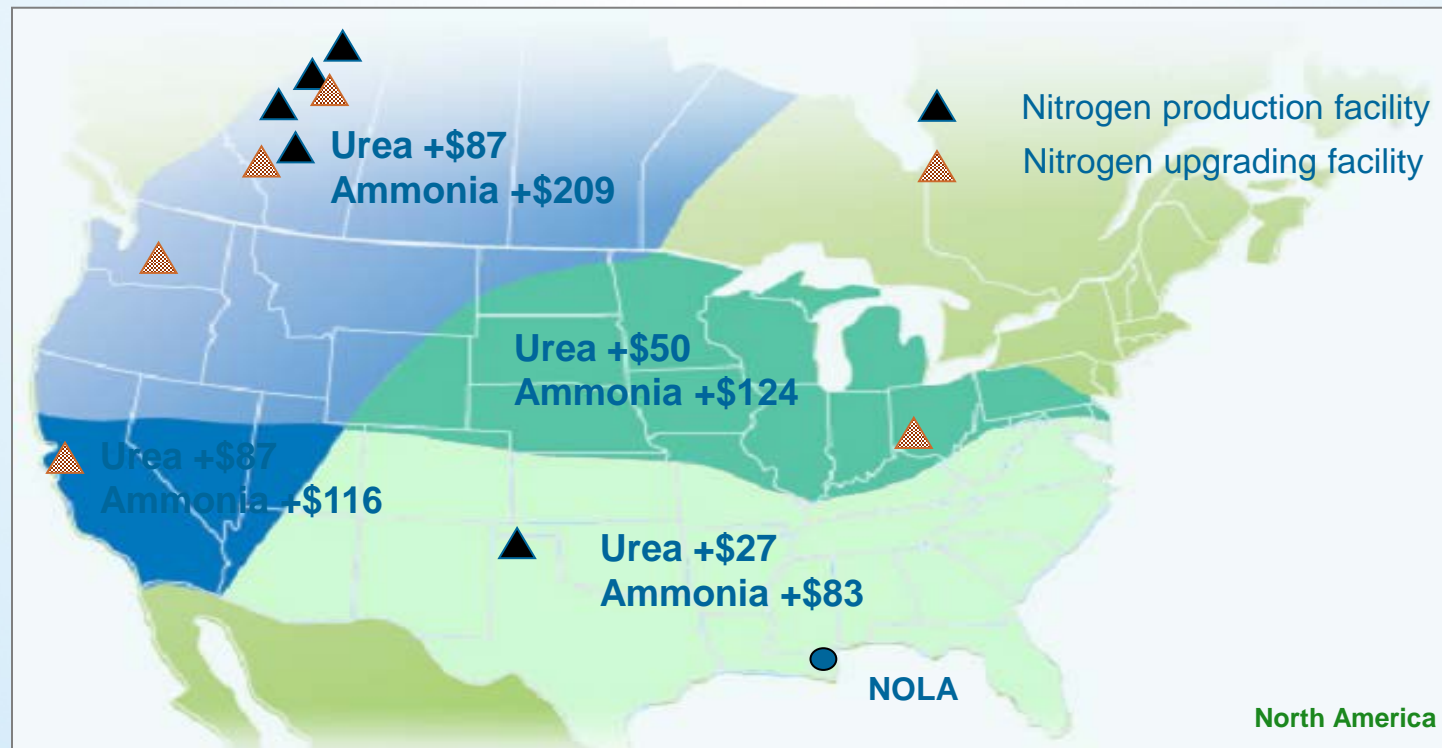
Balance by Market Segment

- Geographic diversity allows us to capture opportunities in the global fertilizer sector while protecting against regional volatility



Nitrogen Competitive Advantage

- Selling price advantage over New Orleans benchmark (\$/mt)
- North American natural gas prices are approximately 60-70% less than Ukrainian and Western European producers (formula & hub based production)
- Western Canadian AECO gas advantage vis a vis NYMEX



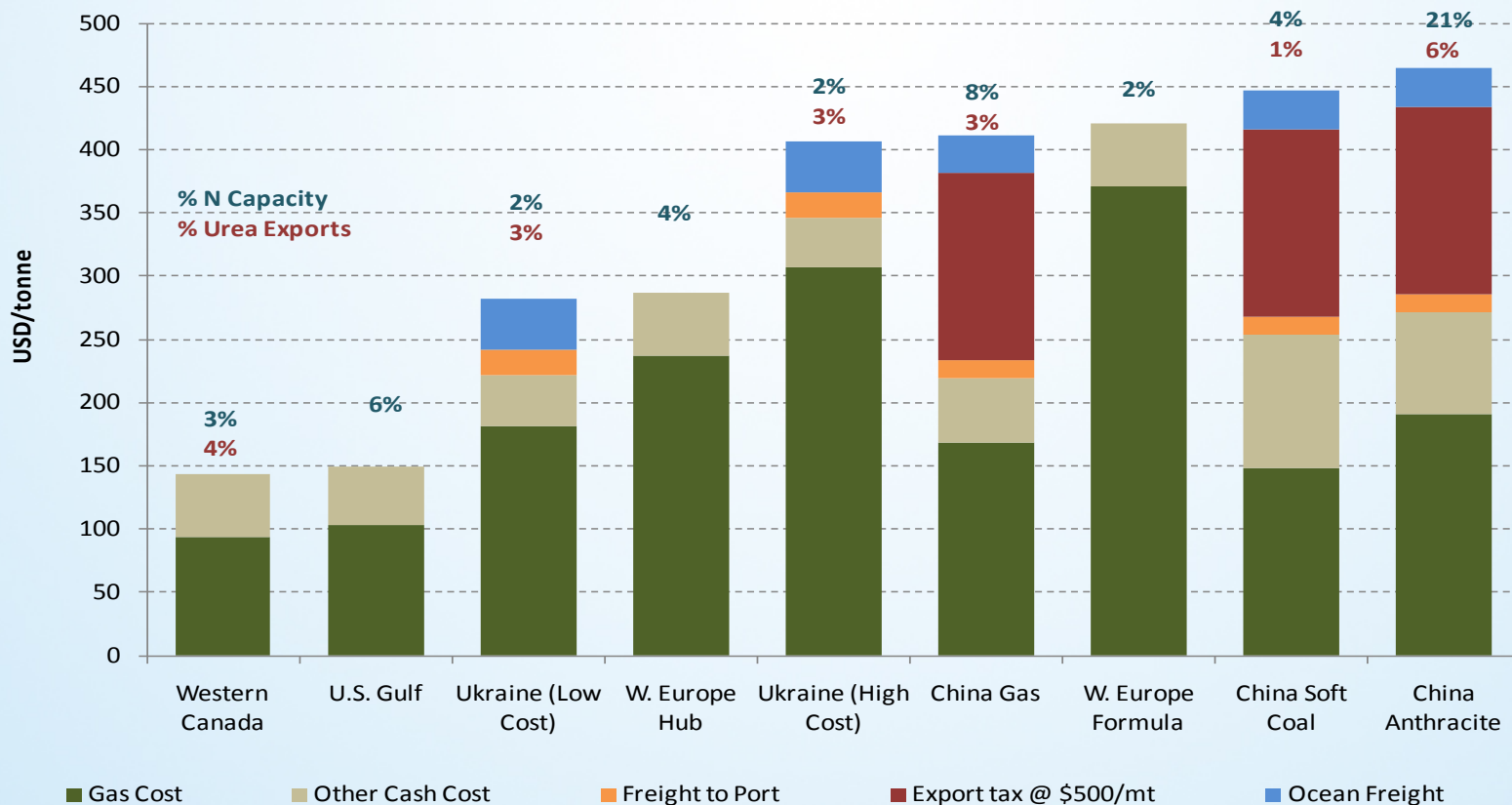
Delivered prices adjusted by -\$5/t for Urea and -\$9/t for ammonia to estimate FOB prices.

Based on a 10-year average from 2000-2009

Source: Green Markets: Spread equals regional reference price minus NOLA reference price.

NA at Low End of Urea Cost Curve

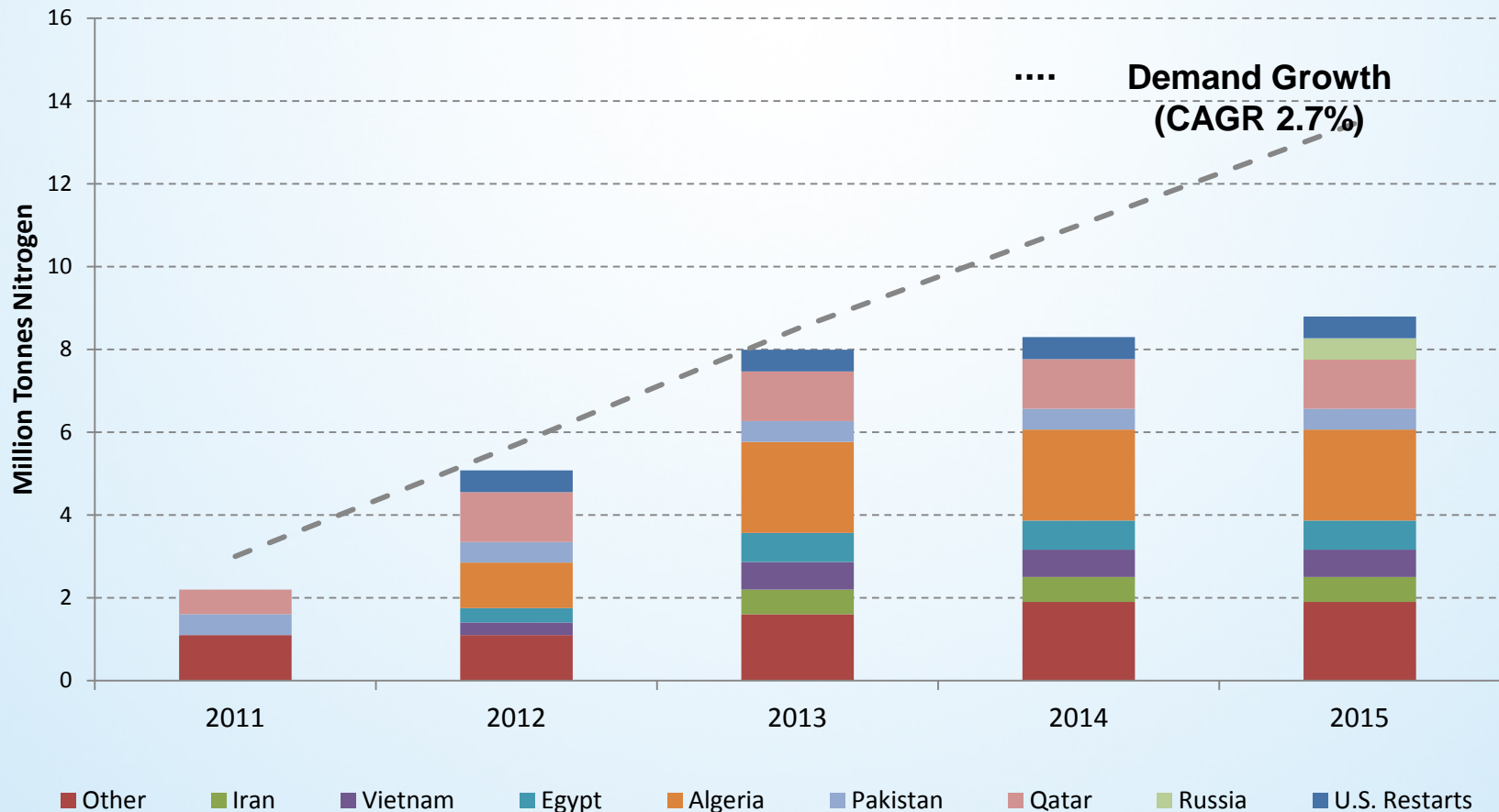
- Global urea prices are close to \$500/mt, allowing for record margins for NA producers
- Even high cost producers are generating positive margins



*These countries account for over 50% of global N production and over 20% of global urea trade

Tight Global Nitrogen S/D Balance Anticipated

- Tight global nitrogen supply/demand balance expected through 2015, depending on global grain markets & Chinese product availability



Agrium's Potash Strengths

- \$1.5 billion project to expand our Saskatchewan potash capacity by 50% (from 2 to 3 mmt) by 2H 2014
- Agrium operates at a high operating rate relative to other Canpotex members, Agrium averages >12% higher than the average (subject to supply/demand conditions)
- Approximately 50% sold domestically, 50% sold through Canpotex into international markets.

Source: Fertecon, Agrium – specifically nameplate capacity by source, company reports

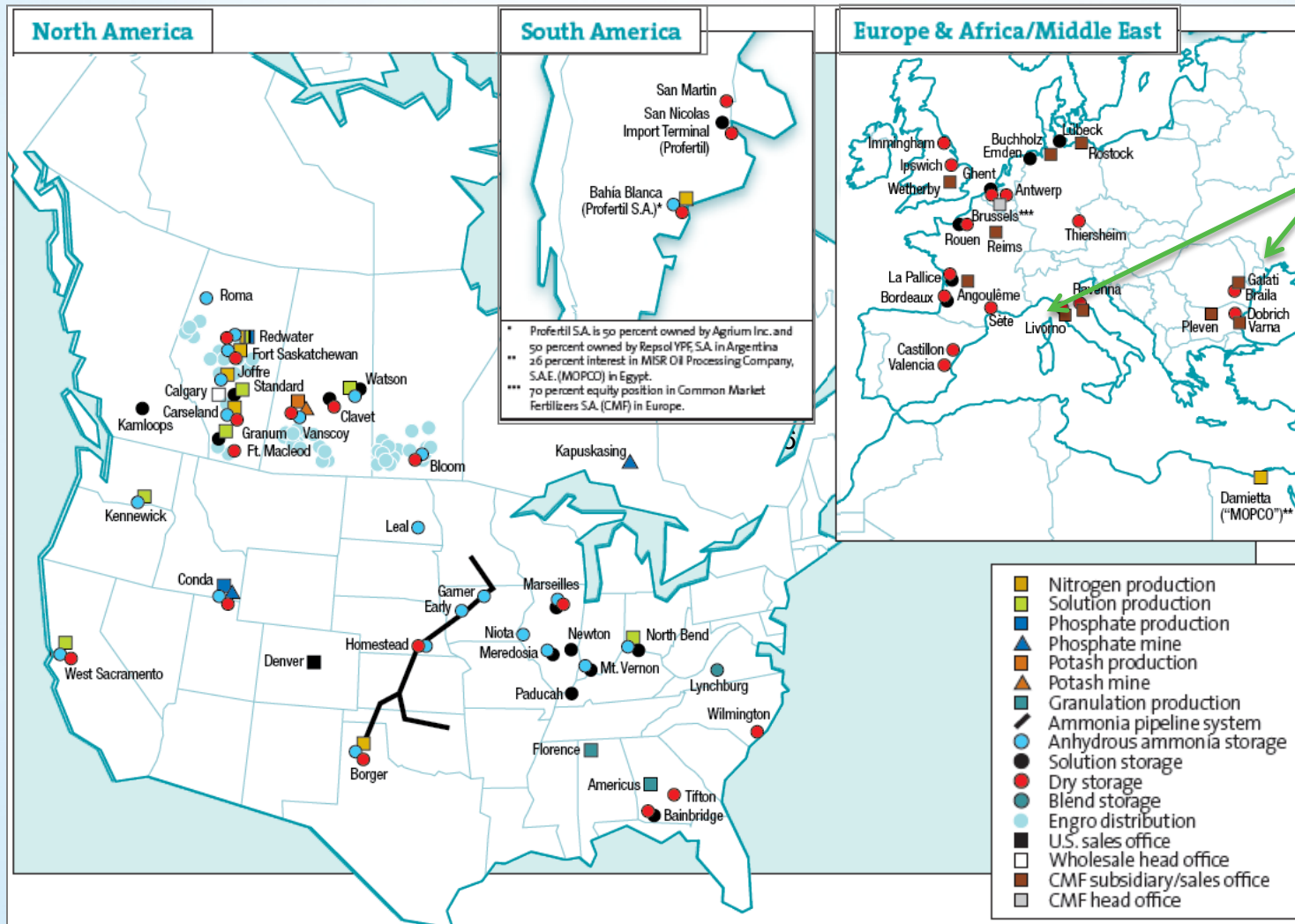
Phosphate In-Market Premiums and Cost Advantages

- Agrium has two major integrated phosphate facilities (Idaho, & Western Canada: 1.1 mmt capacity).
- We benefit from an average in-market price advantage of ~ \$70/mt over Florida MAP/DAP prices¹
- Agrium has a sulphur & ammonia cost advantage over other US producers, this offsets higher rock costs
 - Our Sulphur costs are about half of a typical Florida producer (due to long term contracts and surplus sulphur in Alberta)
 - We benefit from integrated ammonia production & low cost gas
 - Redwater rock source will switch to OCP Morocco from Kapuskasing mine in 2H 2013

¹ Agrium 2006-2011 actuals (excluding 2008 & 2009 due to volatility), Green Markets

² Agrium 2006-2011 data

Agrium Wholesale



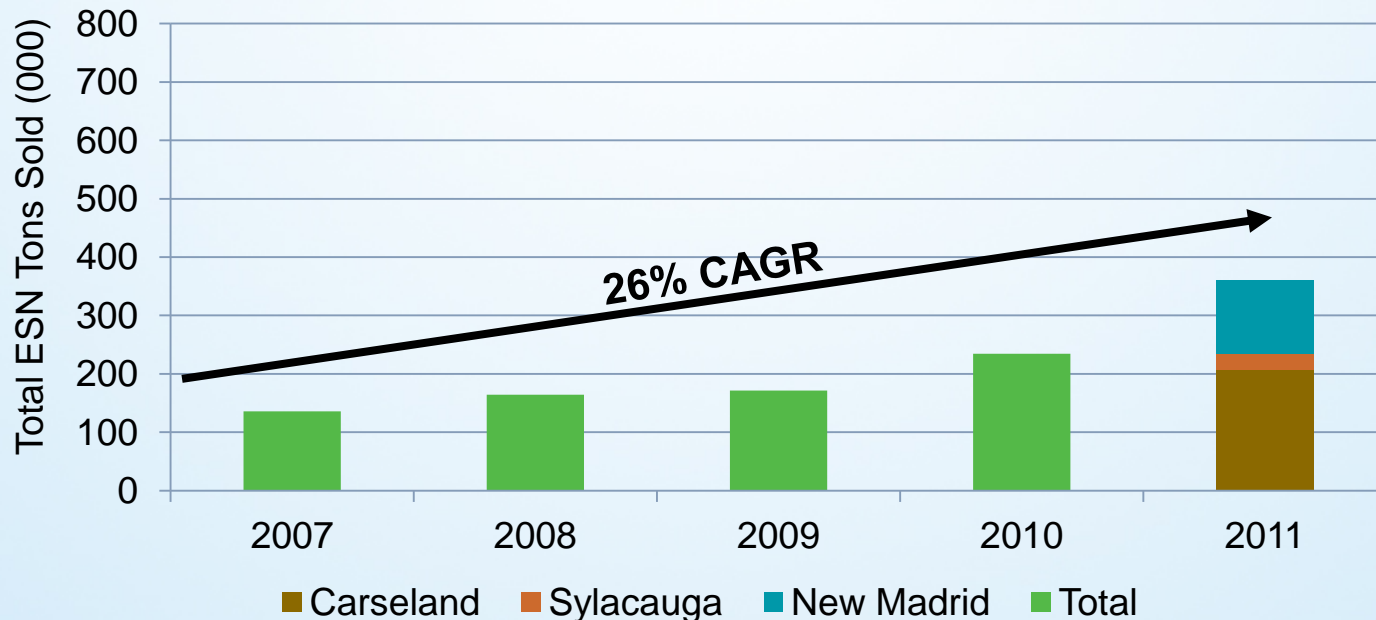
Recent acquisition of Cerealtoscana and Agroport

* Profertil S.A. is 50 percent owned by Agrium Inc. and 50 percent owned by Repsol YPF, S.A. in Argentina
 ** 26 percent interest in MISR Oil Processing Company, S.A.E. (MOPCO) in Egypt.
 *** Agrium Europe S.A. (formerly Common Market Fertilizers S.A. (CMF)) in Europe.

Advanced Technologies

- Leader in environmentally friendly specialty products, broad mix of products marketed to: Turf, Ornamental, Greenhouse, High Value Specialty Crops, Lawn and Garden
- New ESN plant at New Madrid, MO (120,000 tons) started operations in Q2 2010, brings total capacity to 360,000 tons from 3 plant locations
- Recent Everagro acquisition in Western Canada & equity position (19.5%) in Hanfeng (HF.TO), a leading producer of value-added fertilizer in China

ESN Growth

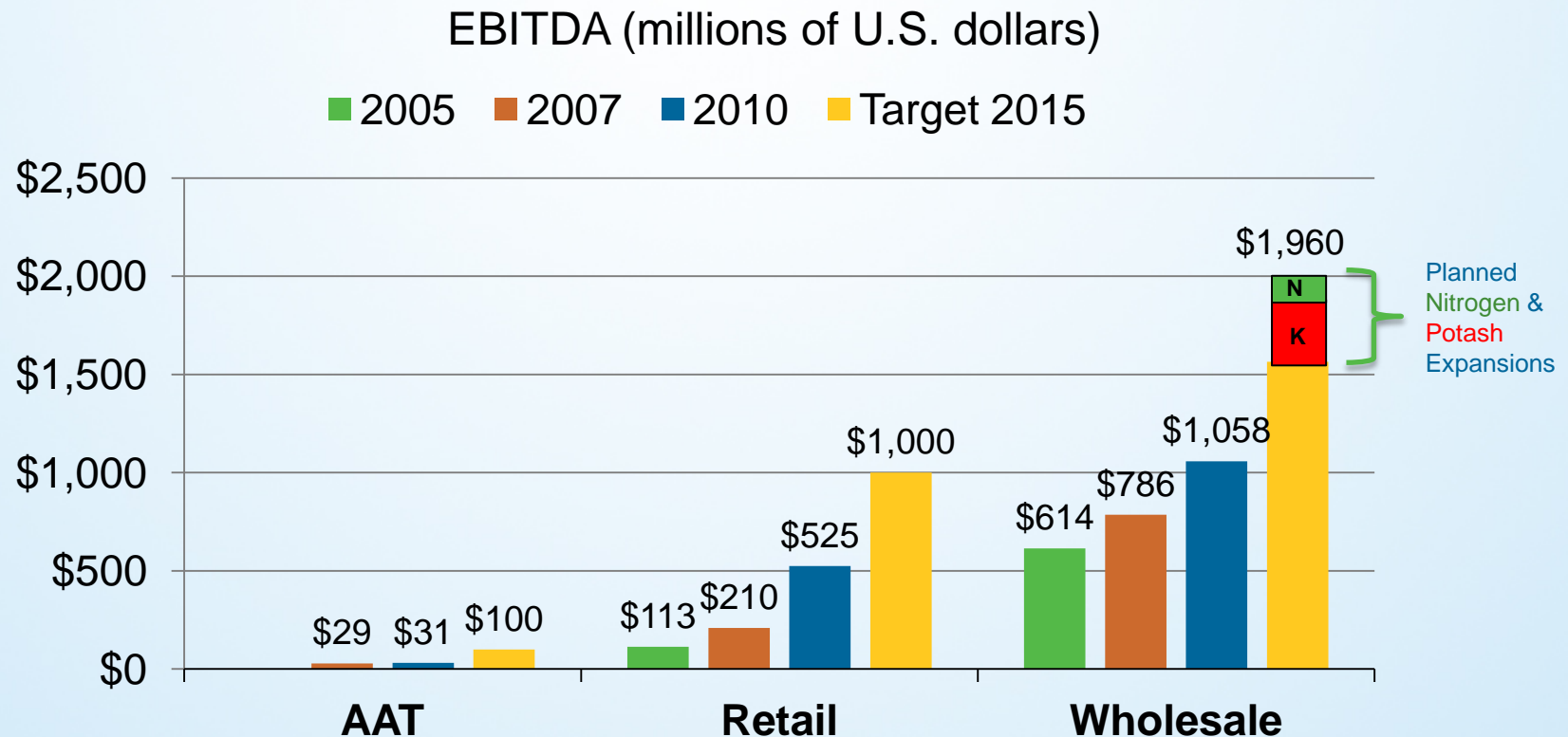


Agrium's 5-year Growth Objectives

- Potash & Nitrogen Wholesale Expansions
 - Vanscoy potash brownfield expansion to be complete in 2H 2014
 - Expansion to add 1 mmt of capacity or increase of 50%
 - Triple size of Egyptian Nitrogen facility by mid-2012
 - Targeted nitrogen brownfield expansions in North and South America
- Reach \$1-Billion Retail EBITDA by 2015 through:
 - Acquisitions, market share expansion
 - Broaden private label seed & crop protection product offering and penetration
- Reach \$100-million AAT EBITDA by 2015
 - ESN growth & global expansion of controlled release products
- Strategic acquisitions and other expansion/growth initiatives across the agricultural value chain
 - Acquisitions, capacity expansions, & optimizing base business

On a Clear Path of Earnings Growth...

- Demonstrated growth & growth targets across 3 Business Units
- Significant Wholesale value-added brownfield growth plans
- Target 2015 EBITDA over \$3-billion*



*Excludes Corporate and Other EBITDA, Wholesale EBITDA for 2015
based on LTM margins/gross profit and planned expansions

Summary

- Strong Ag commodities and record farm incomes to benefit crop input market
- Agrium has long-term competitive advantages
 - Product and geographic diversity
 - Extensive distribution capability & high asset utilization rates
 - Growth opportunities in each of our 3 business units
- Agrium is in a strong financial position
- We have delivered on our disciplined value added growth objectives
- We believe we are in the best position to benefit from strength in the Ag fundamentals



SUSTAINING A GROWING WORLD

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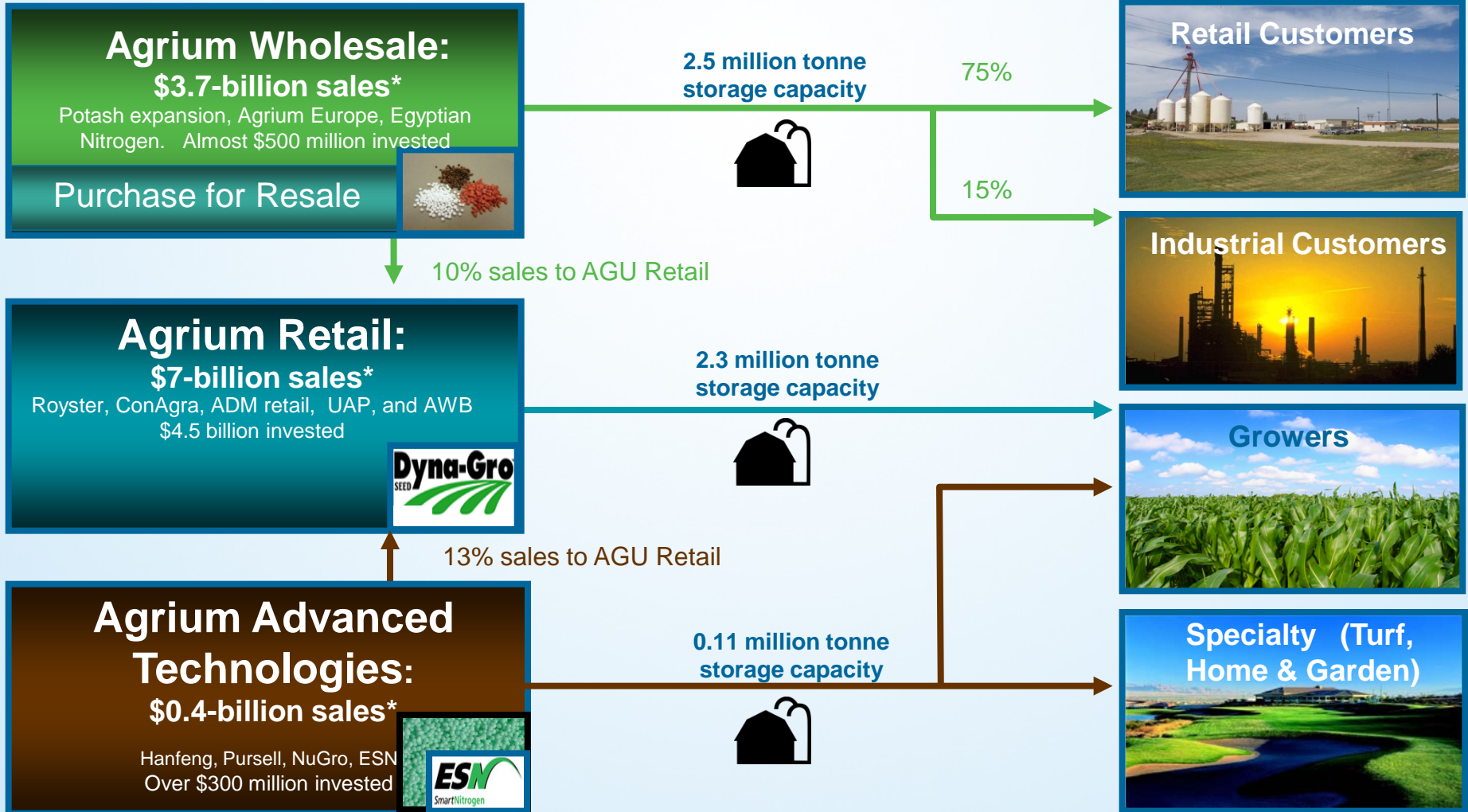
A close-up photograph of several vibrant green corn leaves, positioned at the bottom of the page against a blue background.

Agrium Across the Value Chain

Business Units and Acquisitions

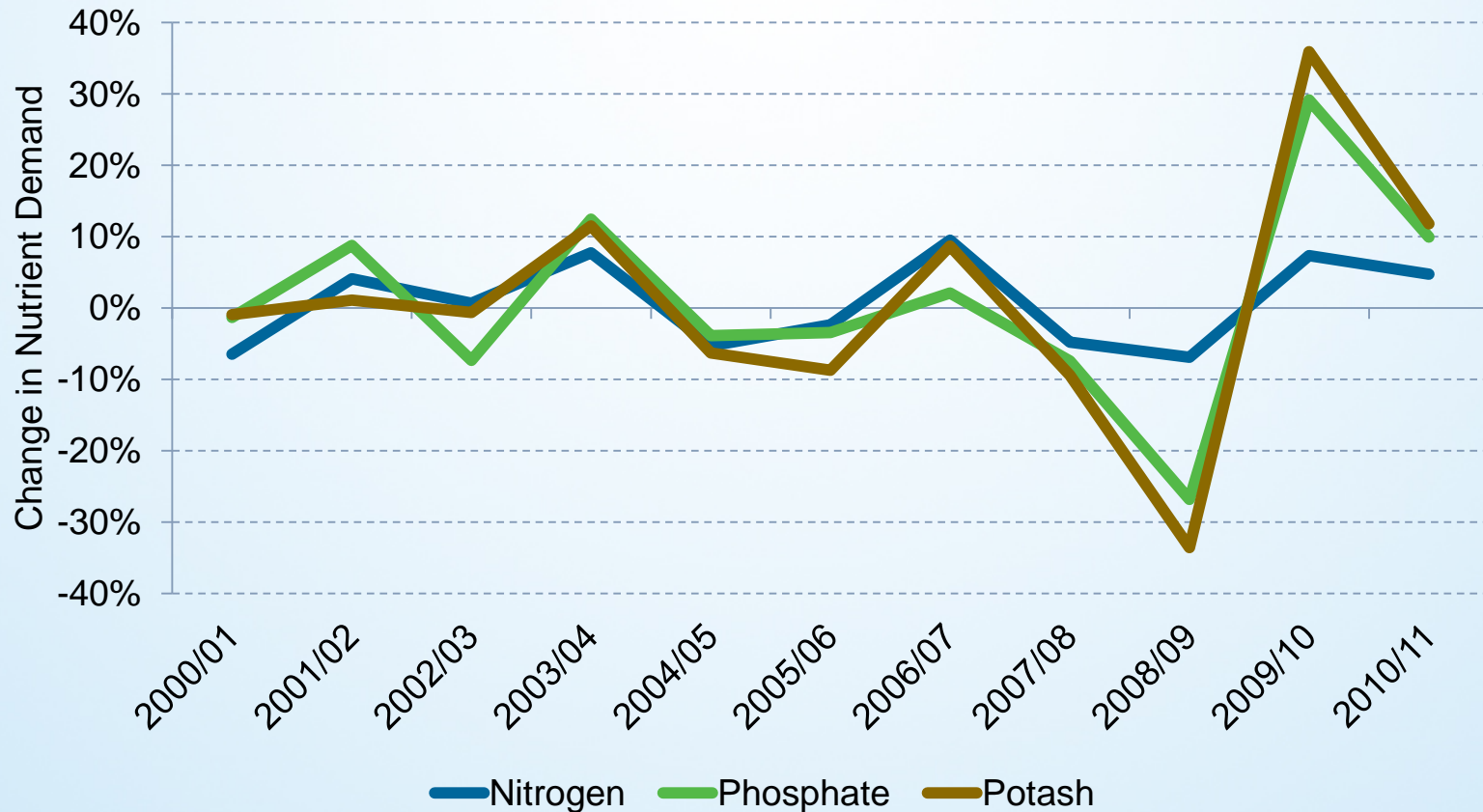
Distribution and Storage

End Use Customers



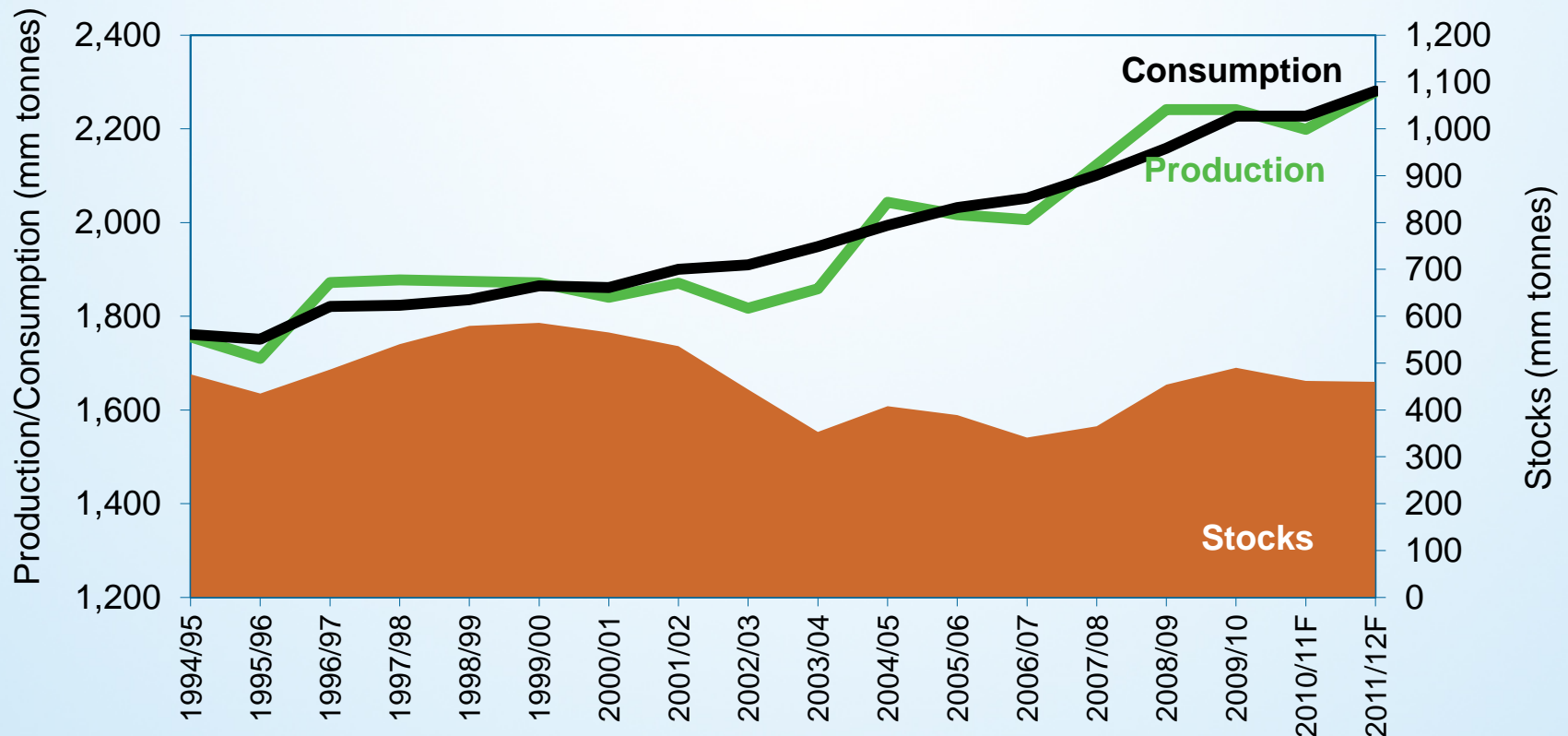
Fertilizer Use Rebounds

- Unprecedented decline in USA demand for all 3 nutrients, followed by a rebound in 2009/10
 - Consumption remains below 2007 levels



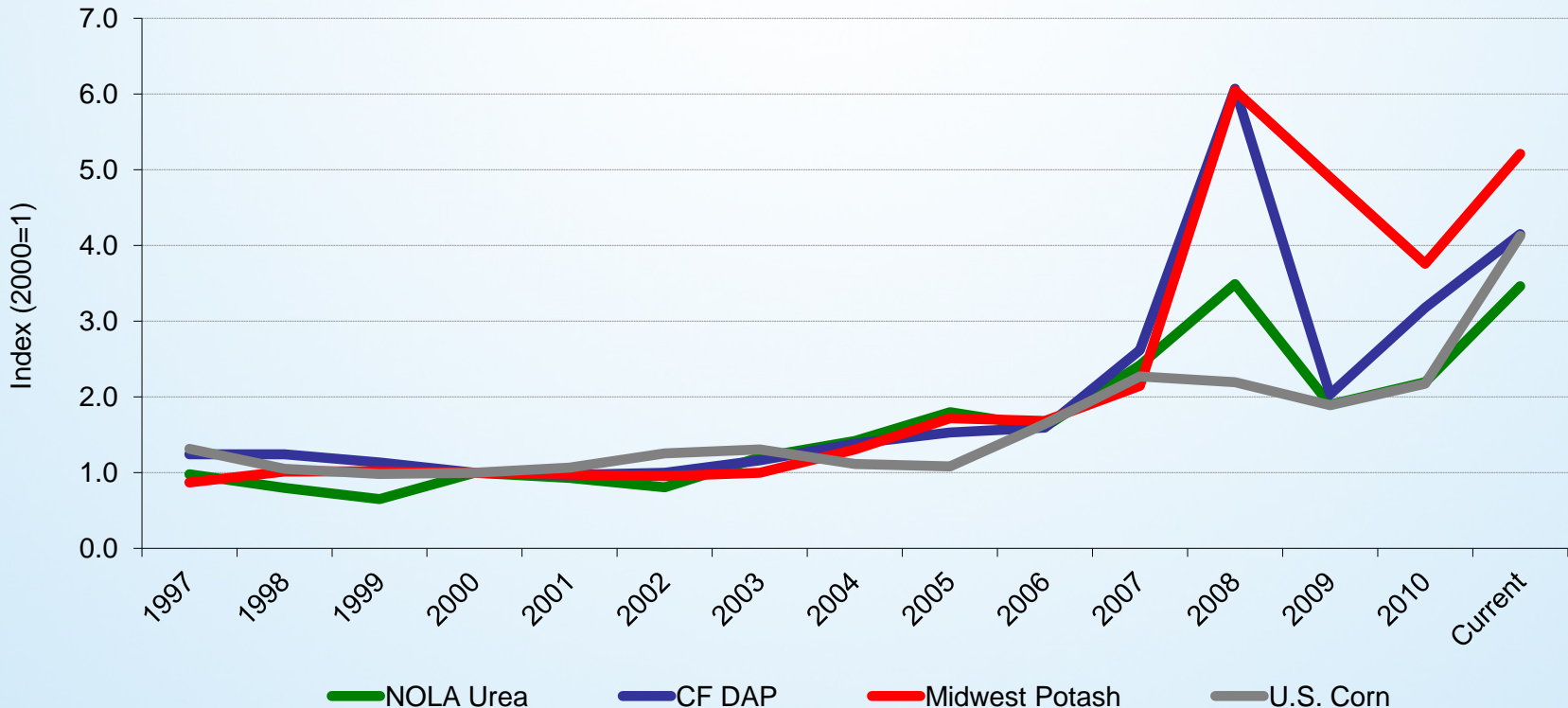
Grain Inventories Lowest Since 2007/08

- USDA estimates that global grain ending inventories declined by 6 percent in 2010/11 crop year



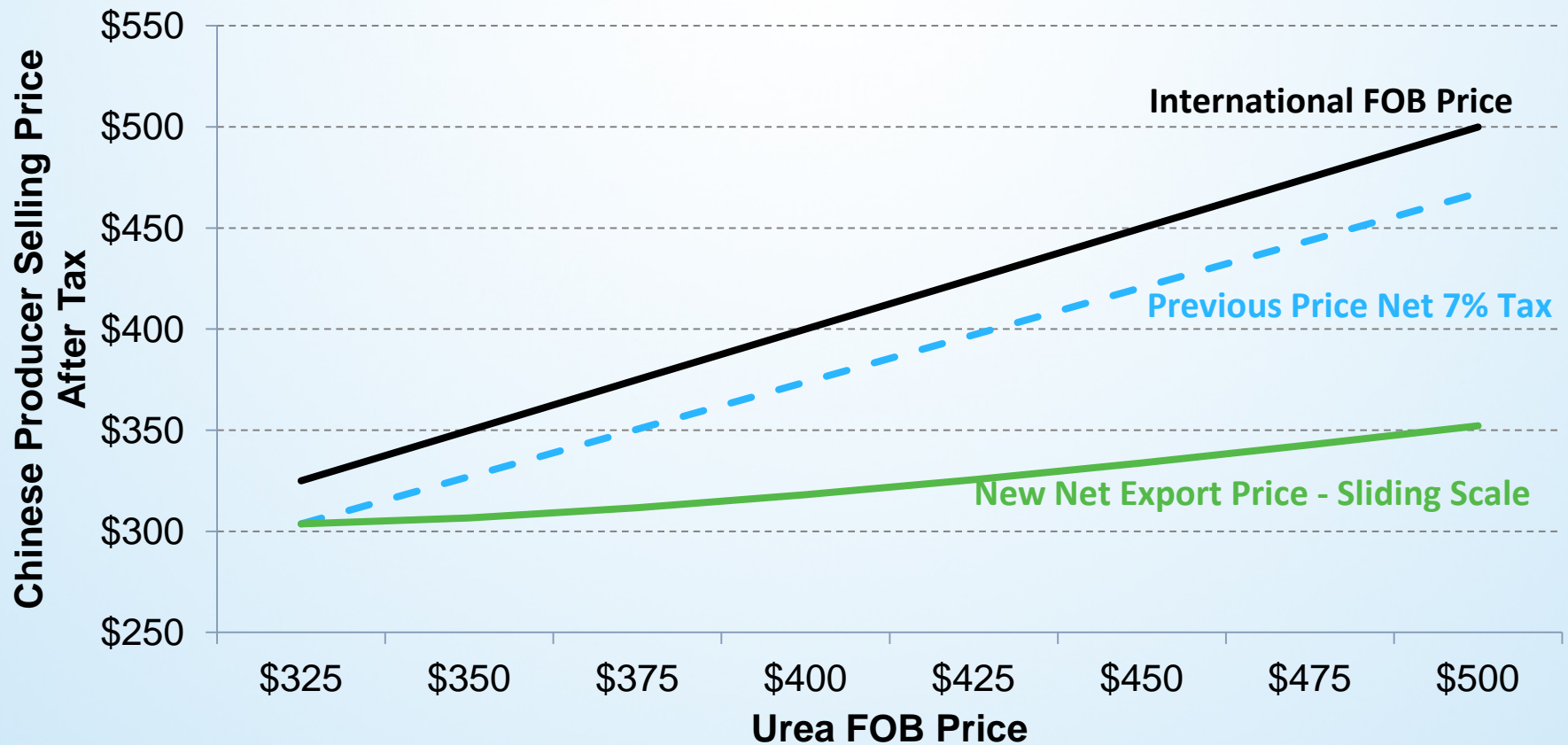
Step Change in Corn and Fertilizer Prices

- Fertilizer cost as a percent of corn revenue relatively flat to 1997 (currently 11%)
- Nitrogen (NH₃) is \$0.38/bu (\$0.16/bu in 1997), DAP is \$0.28/bu (\$0.11/bu in 1997) and K is \$0.16/bu (\$0.07/bu in 1997)



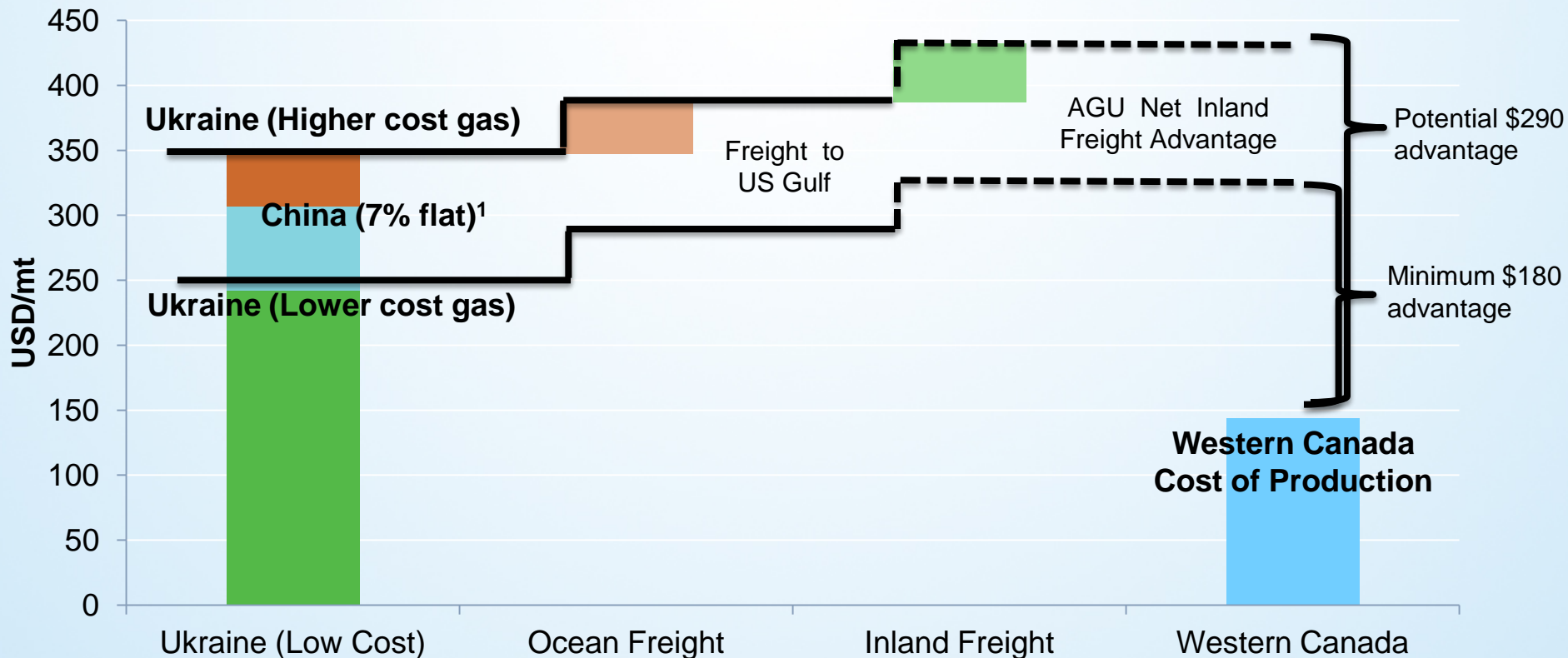
Chinese Export Tax Implications

- Low season 7% flat export tax provides incentive to export under robust current market conditions
- New sliding-scale export tax scheme keeps the netbacks on domestic and export sales relatively flat



Agrium's Competitive Advantage in Nitrogen

- High global urea floor price provides excellent margins for Agrium's Western Canadian facilities
- Current NOLA urea price is >\$525/mt

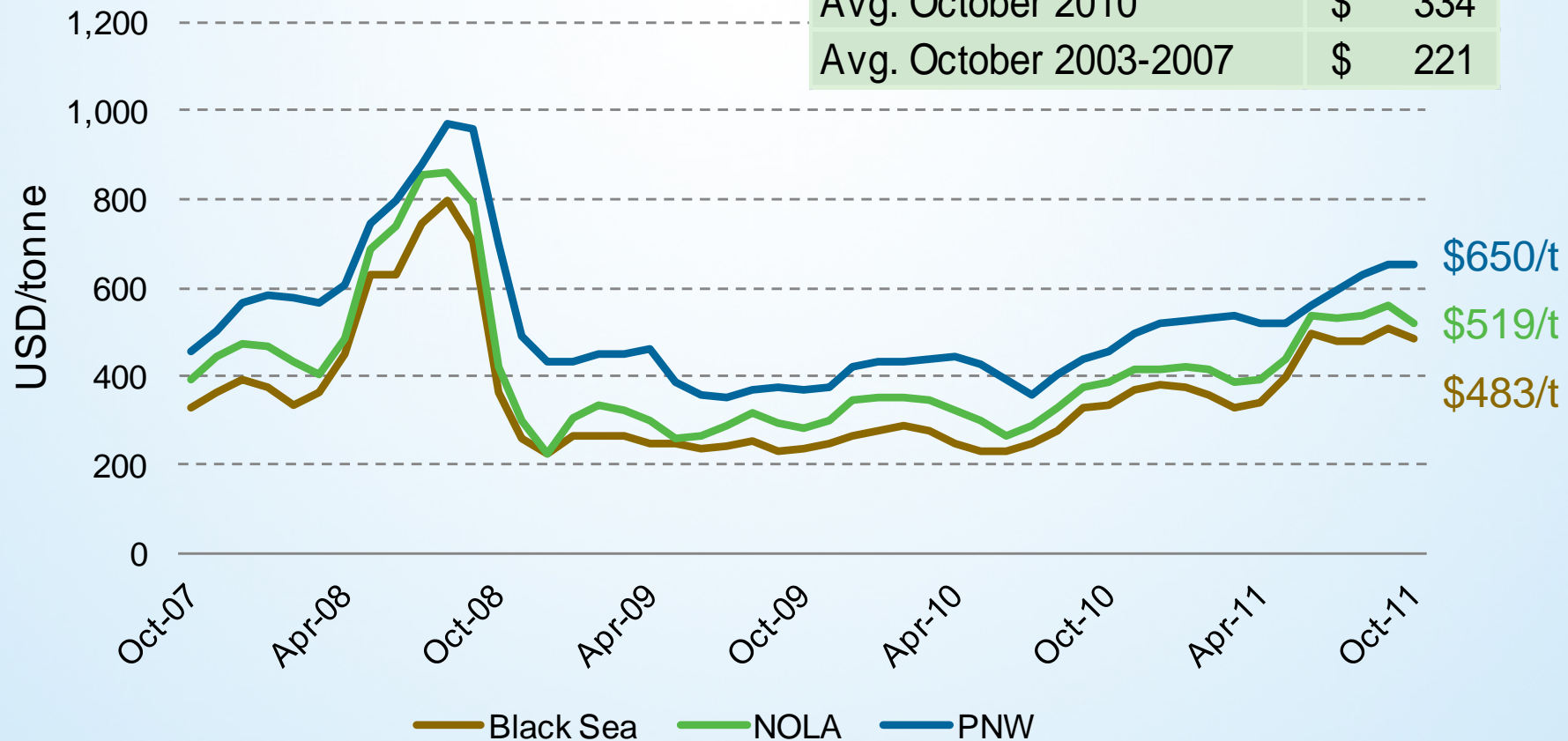


¹ Based on the assumption that urea prices are at or below the Chinese base price for calculation of the sliding scale export tax, thereby reducing the tax back to 7%.

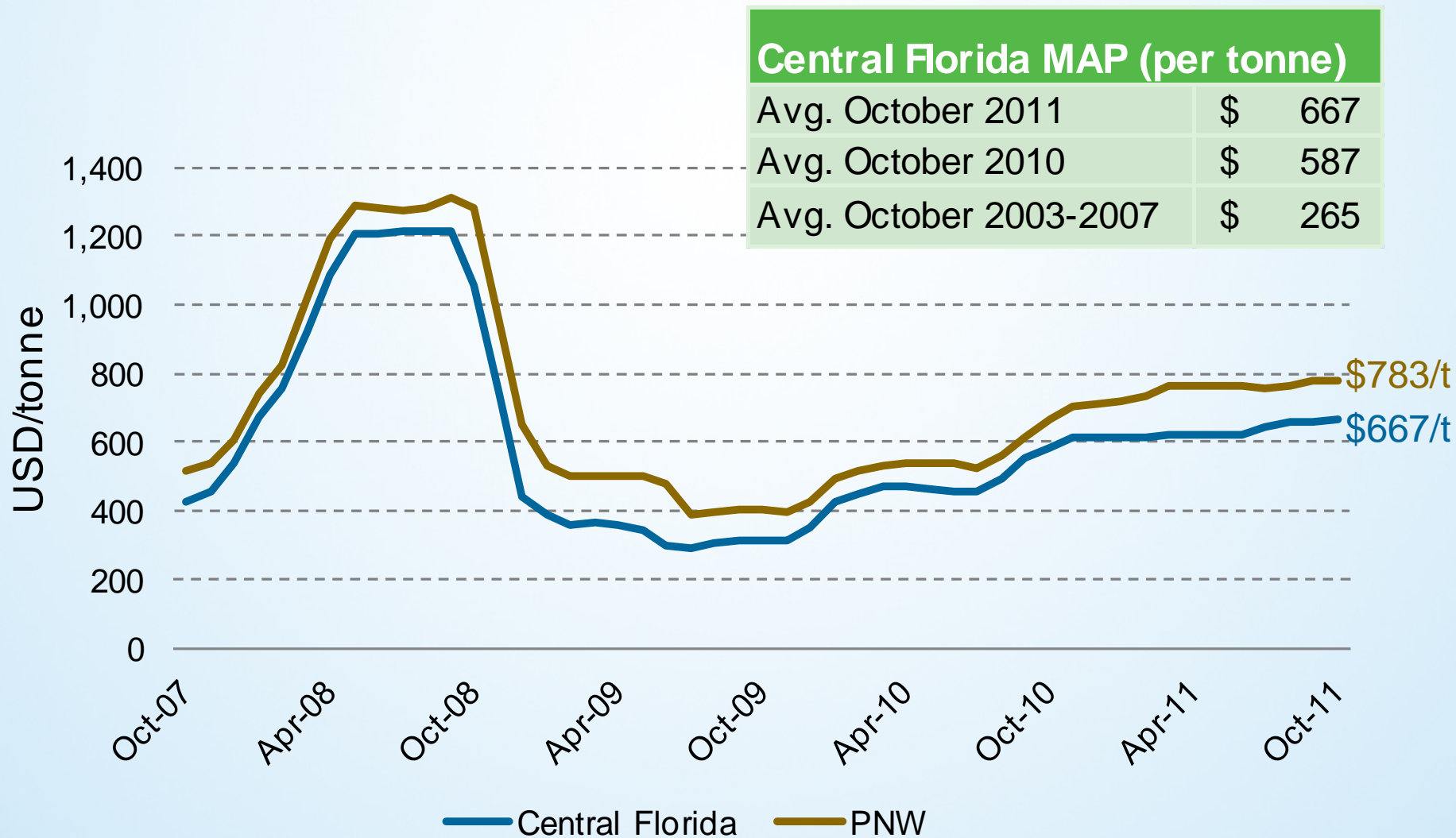
Benchmark Prices: Urea

Black Sea Urea (per tonne)

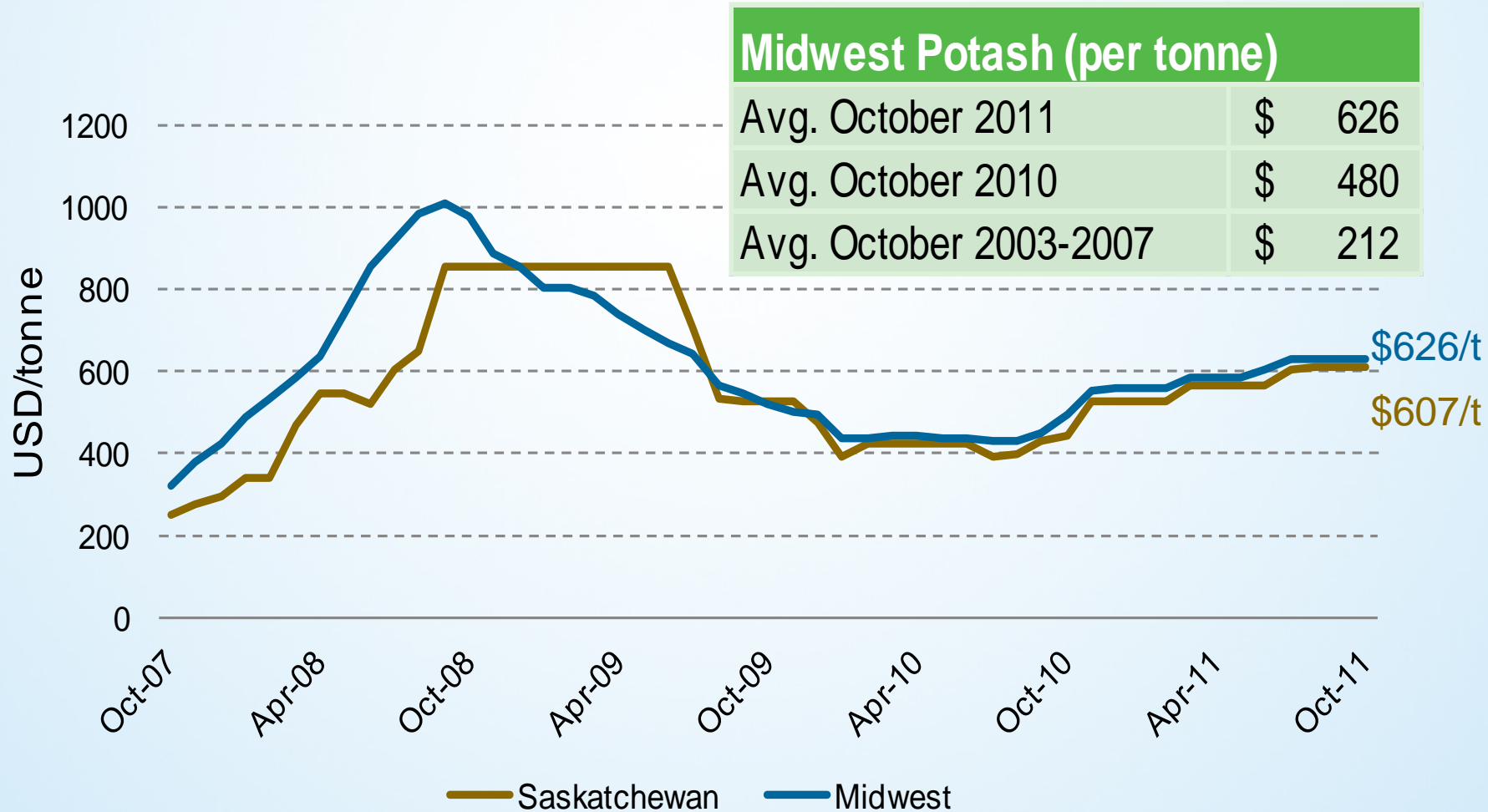
Avg. October 2011	\$ 483
Avg. October 2010	\$ 334
Avg. October 2003-2007	\$ 221



Benchmark Prices: Phosphate

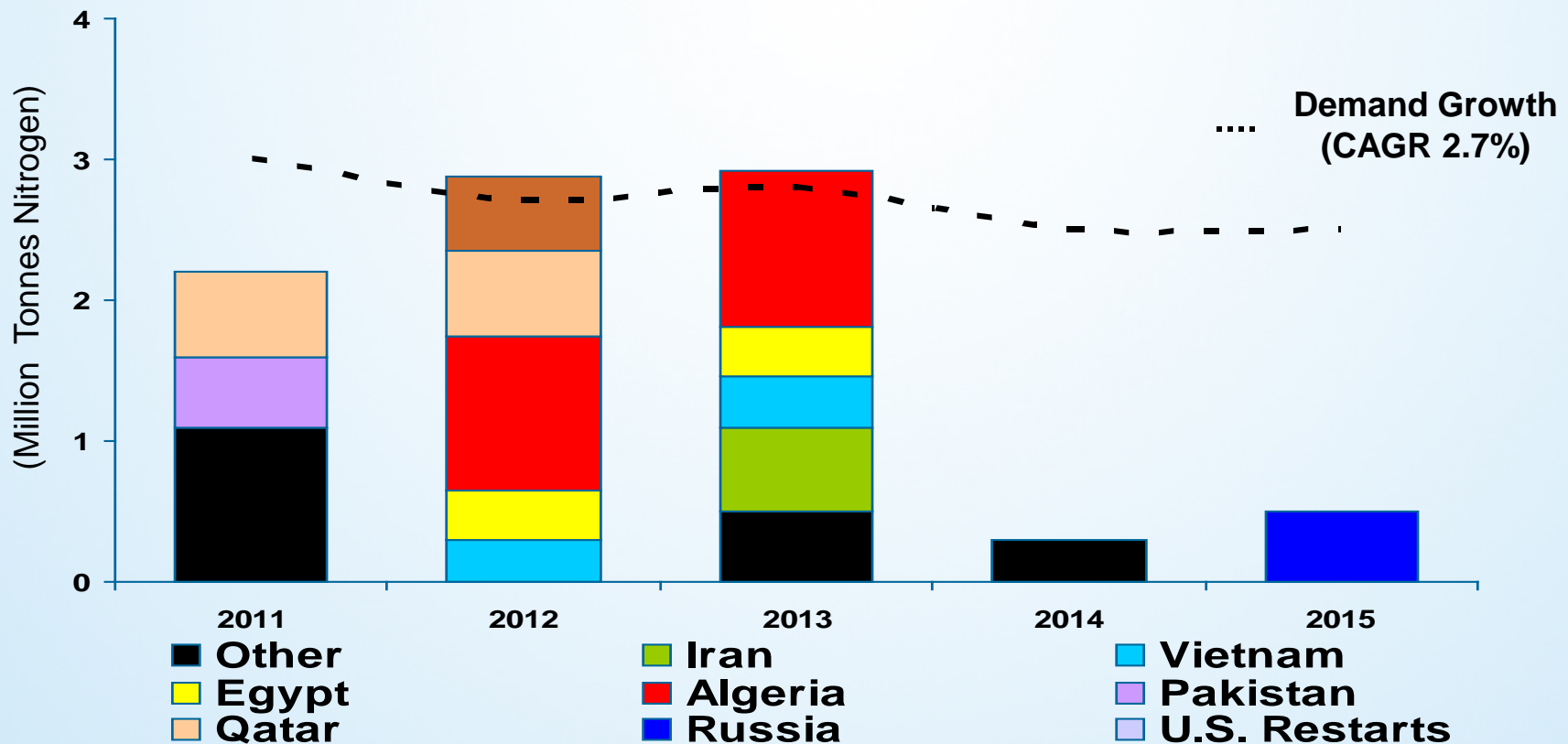


Benchmark Prices: Potash



Nitrogen Supply and Demand Outlook

- Gap between Demand & Supply is wider than shown in 2011 as:
 - Pakistan is operating at low rates, lower Chinese urea exports
 - “Other” includes Ma’aden NH₃, will be diverted to DAP production in 2012

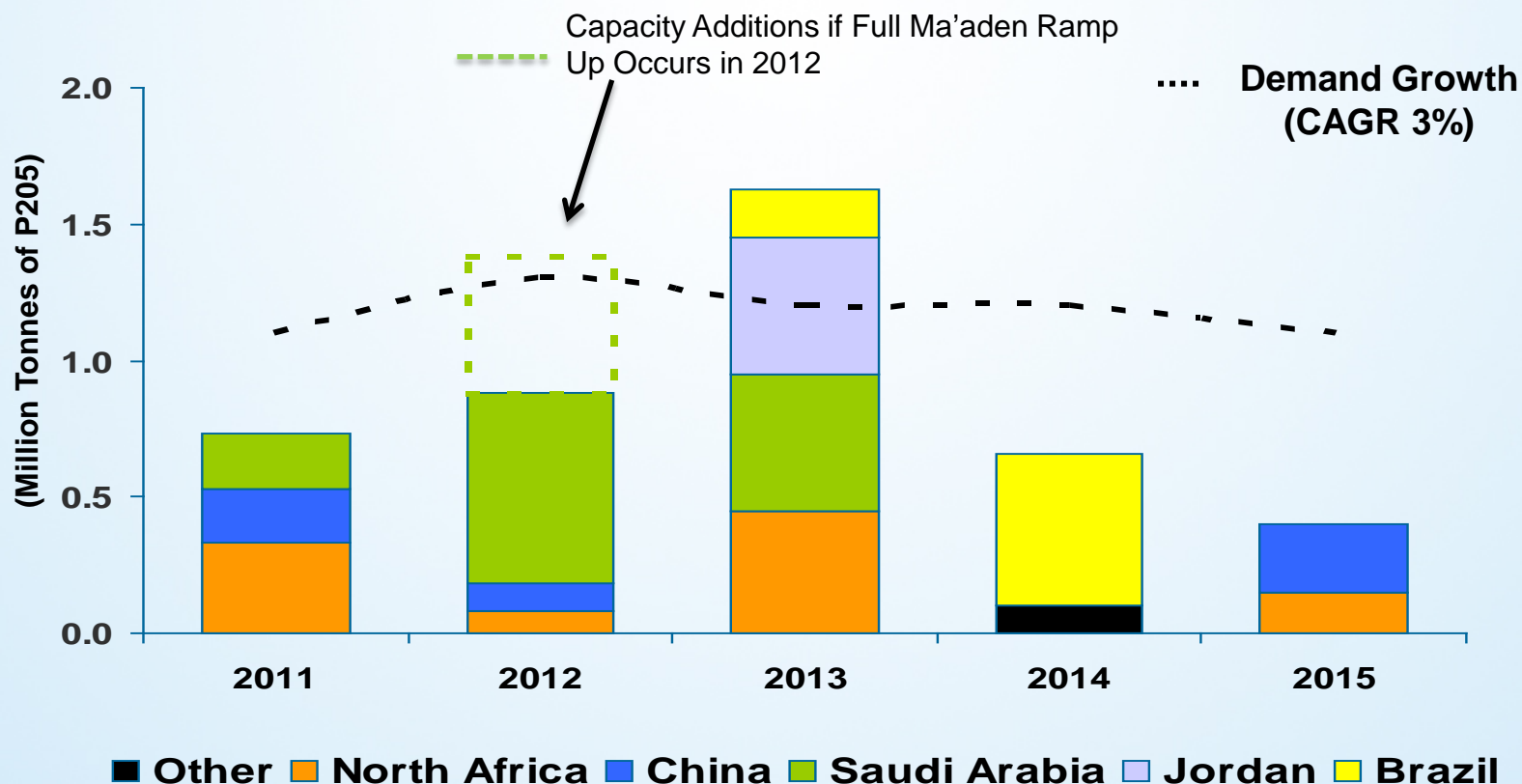


*Excludes Chinese capacity additions and demand. Global Nitrogen Capacity Excluding China is 105 million tonnes For 2014 and 2015, includes only those plants currently under construction

Source: Fertecon, IFA, Agrium

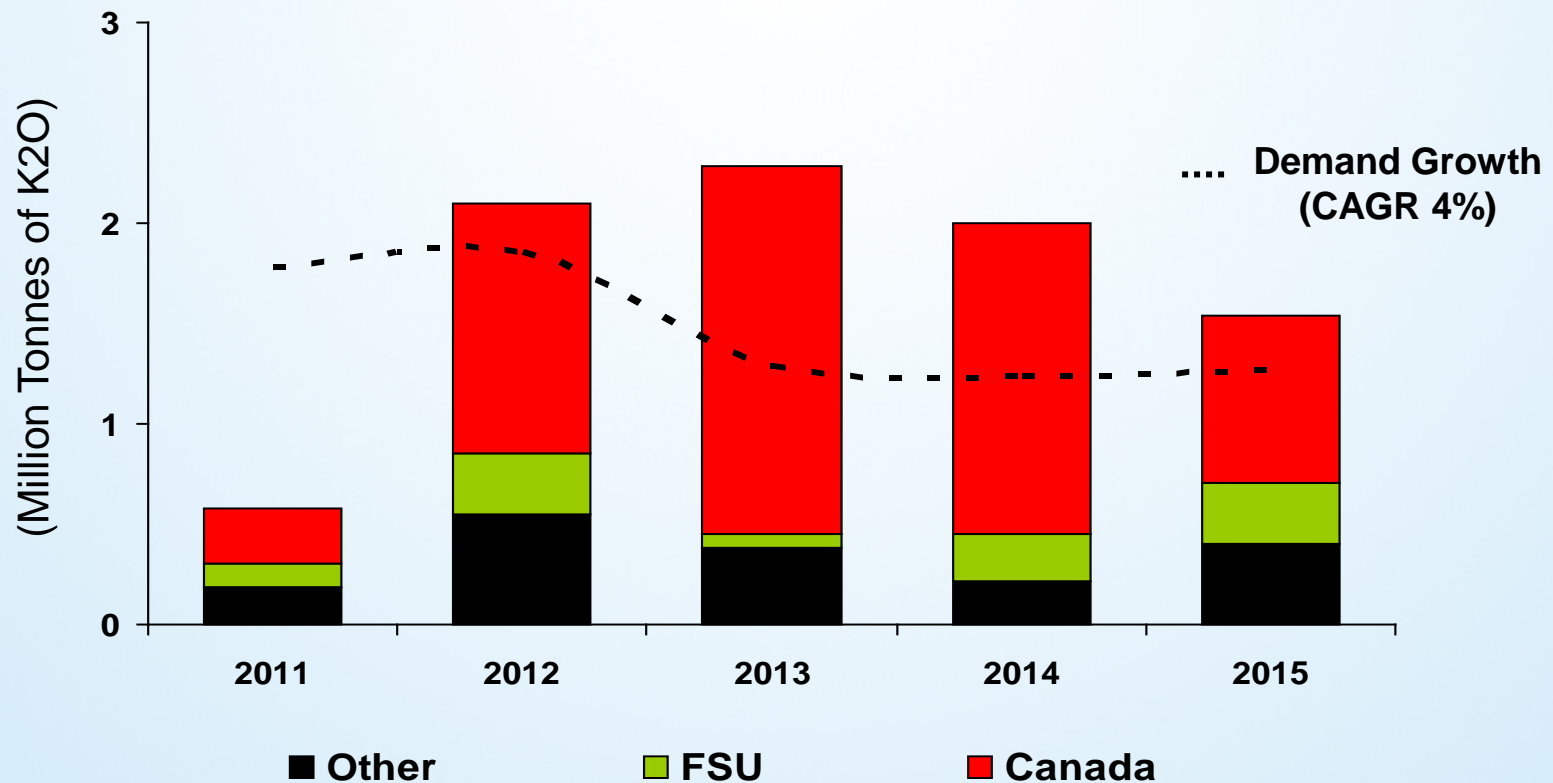
Balanced Phosphate Market Expected

- Phosphate supply and demand expected to be balanced
- If Ma'aden ramps up all in 2012 could put some pressure on the market in the short term



Potash Capacity Additions

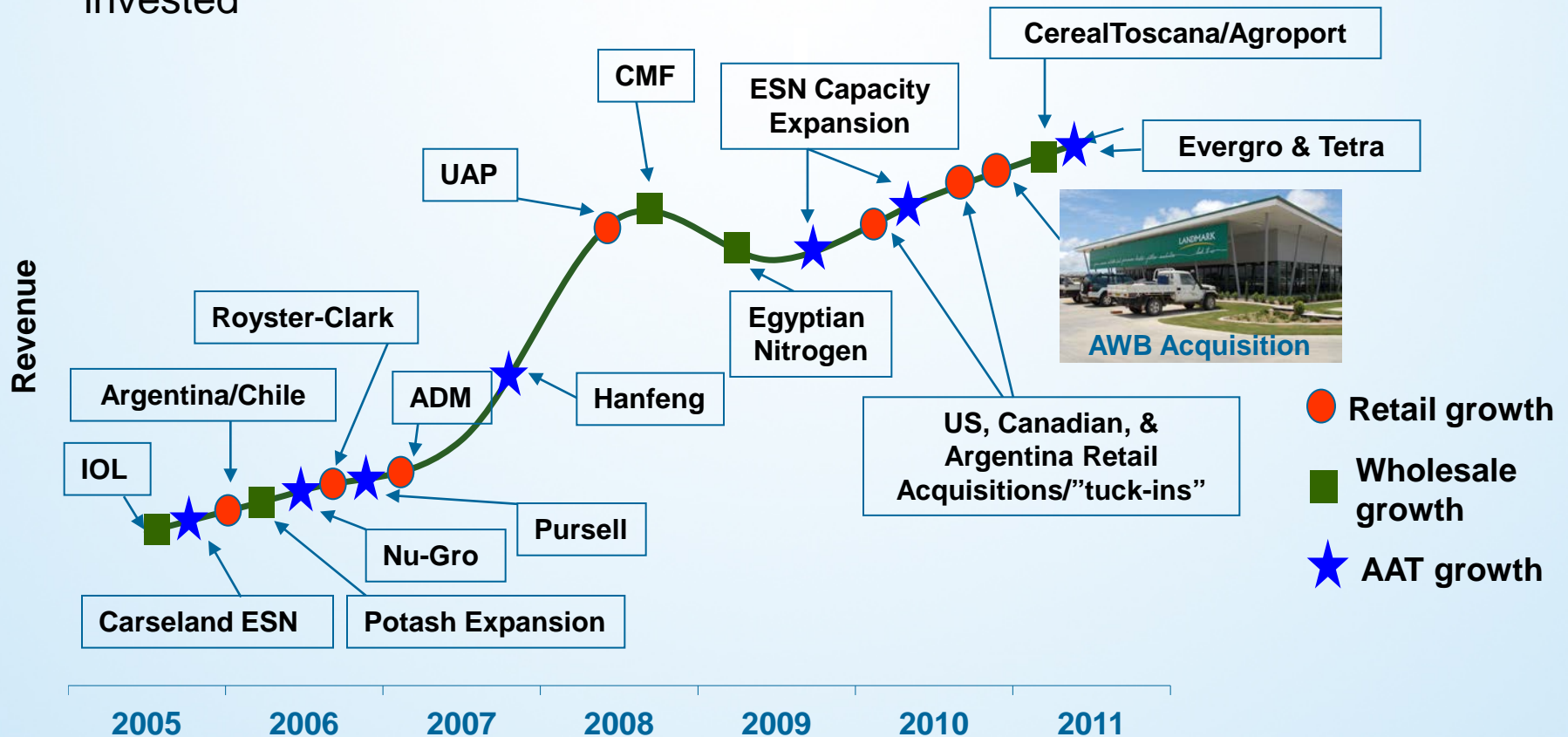
- Expect global deliveries to return to 2007 levels by 2011/12



*FSU denotes Former Soviet Union (Belarus, Russia)

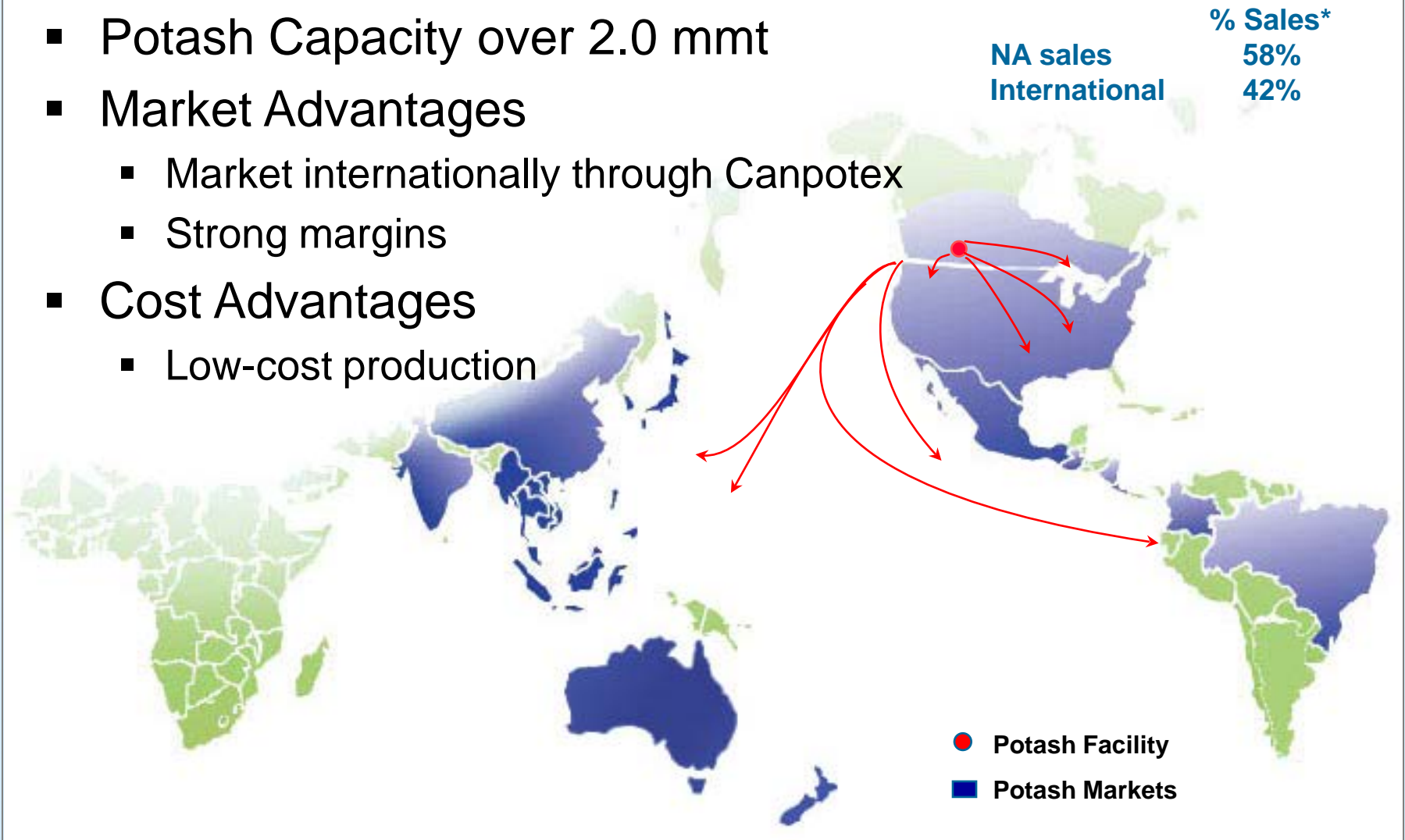
Strength Through Growth and Diversity

- Through a great team effort over the past 5 years, we delivered on our promise of value add growth and remained true to our vision
- Over past 5 years: 17 acquisitions, other growth initiatives (potash expansion, Egypt, ESN) and investment in technology with over \$5-billion invested



Internationally Competitive Potash

- Potash Capacity over 2.0 mmt
- Market Advantages
 - Market internationally through Canpotex
 - Strong margins
- Cost Advantages
 - Low-cost production



Regional Phosphate Advantages

- In - Market Advantages
 - Lower freight costs
 - Higher selling prices
- Vertically integrated facilities
 - Competitive advantage on Sulphur & Ammonia costs
 - Partially offset by rock costs and FX



- Phosphate Facility
- Phosphate Markets