

AGRIUM INC  
Form SC 13G/A  
May 16, 2001

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 1

UNDER THE SECURITIES EXCHANGE ACT OF 1934 \*

(Amendment No. 1)

-----  
Agrium, Inc.  
-----

(Name of Issuer)

Common Shares  
-----

(Title of Class of Securities)

008916108  
-----

(CUSIP Number)

November 15, 2000  
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(Date of Event which Requires Filing of this  
Statement)

Check the appropriate box to designate the rule  
pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 008916108

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- 1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
(ENTITIES ONLY)

Unocal Corporation, I.R.S. No.: 95-3825062

- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A  
GROUP\*  
(a) / /  
(b) /X/

- 3) SEC USE ONLY

- 4) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES	(5)	SOLE VOTING POWER	-0-
BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER	-0-
EACH	(7)	SOLE DISPOSITIVE POWER	-0-
REPORTING PERSON	(8)	SHARED DISPOSITIVE POWER	-0-
WITH			

- (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
REPORTING PERSON  
-0-

- (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES (See Instructions)  
/ /

- (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN  
ROW 9

0%

- (12) TYPE OF REPORTING PERSON (See Instructions)

CO

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CUSIP No. 008916108

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- 1) NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
(ENTITIES ONLY)

Union Oil Company of California,  
I.R.S. NO.: 95-1315450

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-----  
2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) / /  
(b) /X/

-----  
3) SEC USE ONLY

-----  
4) CITIZENSHIP OR PLACE OF ORGANIZATION

California

-----  
NUMBER OF (5) SOLE VOTING POWER -0-  
SHARES -----  
BENEFICIALLY (6) SHARED VOTING POWER -0-  
OWNED BY -----  
EACH (7) SOLE DISPOSITIVE POWER -0-  
REPORTING -----  
PERSON (8) SHARED DISPOSITIVE POWER -0-  
WITH -----

-----  
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

-----  
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)  
/ /

-----  
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

-----  
(12) TYPE OF REPORTING PERSON (See Instructions)

CO

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Item 1.

(a) Name of Issuer:

Agrium, Inc.

(b) Address of Issuer's Principal Executive Offices:

13131 Lake Fraser Drive S.E., Calgary,  
Alberta, Canada T2J 7E8

Item 2.

(a) Name of Person Filing:

Unocal Corporation  
Union Oil Company of California, a wholly-  
owned subsidiary of Unocal Corporation

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(b) Address of Principal Business Office or, if none, Residence:

2141 Rosecrans Avenue, Suite 4000, El Segundo, California 90245 (for both Unocal Corporation and Union Oil Company of California)

(c) Citizenship:

Unocal Corporation, a Delaware corporation  
Union Oil Company of California, a California corporation

(d) Title of Class of Securities:

Common Shares

(e) CUSIP Number:

008916108

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

Not applicable.

Item 4. Ownership

(a) Amount Beneficially Owned:

-0-

(b) Percent of Class:

0%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote -0-

(ii) shared power to vote or to direct the vote -0-

(iii) sole power to dispose or to direct the disposition of -0-

(iv) shared power to dispose or to direct the disposition of -0-

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Item 5. Ownership of Five Percent or Less of a Class

/X/

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

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Not applicable.

Item 7. Identification and Classification of the  
Subsidiary Which Acquired the  
Security Being Reported on By the Parent  
Holding Company

Not applicable.

Item 8. Identification and Classification of  
Members of the Group

Not applicable.

Item 9. Notice of Dissolution of a Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best  
of my knowledge and belief, the securities  
referred to above were not acquired and are not  
held for the purpose of or with the effect of  
changing or influencing the control of the issuer  
of the securities and were not acquired and are  
not held in connection with or as a participant in  
any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my  
knowledge and belief, I certify that the  
information set forth in this statement is true,  
complete and correct.

Unocal Corporation  
(Reporting Person)

Date:

By: /S/ Joe D. Cecil

Name: Joe D. Cecil

Title: Vice President  
and Comptroller

Union Oil Company of  
California  
(Reporting Person)

Date:

By: /S/ Joe D. Cecil

Name: Joe D. Cecil

Title: Vice President and

Comptroller