Anglo American Capital plc announces final results and pricing of Tender Offers for certain of its Notes

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF THE MARKET ABUSE REGULATION (EU) 596/2014.

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15 March 2018.

Further to its indicative results announcement earlier today, Anglo American Capital plc (the “Company”) announces the final results and pricing of its invitations to holders of such of its outstanding notes as are listed below (together, the “Notes”) to tender to the Company for purchase by the Company for cash (the “Tender Offers”) for an aggregate consideration of up to the Total Funds Available, in each case upon the terms and subject to the conditions set out in the tender offer memorandum dated 7 March 2018 (the “Tender Offer Memorandum”) prepared by the Company. The Tender Offers expired at 16:00 hours (London time) on 14 March 2018. Capitalised terms used but not defined in this announcement have the meanings given to them in the Tender Offer Memorandum.

The Company hereby announces it will accept for purchase all validly tendered Notes pursuant to the Tender Offers on the basis of the Series Acceptance Amounts for each series of Notes set out in the table below, which also includes the relevant Purchase Price, the relevant Purchase Yield, Accrued Interest and, in respect of the Fixed Spread Notes accepted for purchase, the relevant Reference Rate:

<table>
<thead>
<tr>
<th>Notes</th>
<th>ISIN</th>
<th>Reference Rate</th>
<th>Purchase Yield</th>
<th>Purchase Spread</th>
<th>Purchase Price</th>
<th>Series Acceptance Amounts</th>
<th>Pro-Rating Factor</th>
<th>Accrued Interest</th>
<th>Aggregate nominal amount outstanding after the Settlement Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>€750,000,000 2.75% Notes due 7 June 2019 (the “Notes due June 2019”)</td>
<td>XS0789283792</td>
<td>N.A.</td>
<td>-0.2 per cent.</td>
<td>N.A.</td>
<td>103.605 per cent.</td>
<td>€78,075,000</td>
<td>N.A.</td>
<td>2.14726 per cent.</td>
<td>€78,075,000</td>
</tr>
<tr>
<td>€600,000,000 1.50% Notes due 1 April 2020 (the “Notes due April 2020”)</td>
<td>XS1211292484</td>
<td>N.A.</td>
<td>0.0 per cent.</td>
<td>N.A.</td>
<td>103.053 per cent.</td>
<td>€66,769,000</td>
<td>N.A.</td>
<td>1.44658 per cent.</td>
<td>€66,769,000</td>
</tr>
<tr>
<td>€600,000,000 2.875% Notes due 20 November 2020 (the “Notes due November 2020”)</td>
<td>XS0995040051</td>
<td>-0.018 per cent.</td>
<td>0.032 per cent.</td>
<td>5 bps</td>
<td>107.598 per cent.</td>
<td>€73,742,000</td>
<td>N.A.</td>
<td>0.93733 per cent.</td>
<td>€73,742,000</td>
</tr>
<tr>
<td>€750,000,000 2.50% Notes due 29 April 2021 (the “Notes due April 2021”)</td>
<td>XS0923361827</td>
<td>0.065 per cent.</td>
<td>0.135 per cent.</td>
<td>7 bps</td>
<td>107.340 per cent.</td>
<td>€372,181,000</td>
<td>N.A.</td>
<td>2.21918 per cent.</td>
<td>€372,181,000</td>
</tr>
</tbody>
</table>

The aggregate nominal amount of validly tendered Notes the Company will therefore accept for purchase pursuant to the Tender Offers is €590,767,000 (US$728,917,863 equivalent).

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Settlement

Settlement of the Tender Offers and payment of the Tender Consideration in respect of Notes accepted for purchase is expected to take place on 19 March 2018.

Notes that have not been tendered or accepted for purchase pursuant to the Tender Offers will remain outstanding.

Banco Bilbao Vizcaya Argentaria, S.A., Banco Santander, S.A., HSBC Bank plc and SMBC Nikko Capital Markets Limited are acting as Joint Dealer Managers for the Tender Offers and Lucid Issuer Services Limited is acting as Tender Agent.

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This announcement is released by Anglo American Capital plc and contains inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 (MAR), encompassing information relating to the Tender Offers described above. For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made by John Mills (Group Company Secretary) at Anglo American Capital plc.
DISCLAIMER

Subject to applicable law, the Company or any of its affiliates may at any time following completion of the Tender Offers purchase remaining outstanding Notes by tender, in the open market, by private agreement or otherwise on such terms and at such prices as the Company, or if applicable, its affiliates may determine. Such terms, consideration and prices may be more or less favourable than those offered pursuant to the Tender Offers.

This announcement must be read in conjunction with the Tender Offer Memorandum. If any Noteholder is in any doubt as to the content of this announcement or the Tender Offer Memorandum or the action it should take, it is recommended to seek its own financial advice, including in respect of any tax consequences, from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser.

DISTRIBUTION RESTRICTIONS

The distribution of this announcement and/or the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of the Company, the Joint Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions. Neither this announcement nor the Tender Offer Memorandum constitutes an offer to buy or the solicitation of an offer to sell Notes or an invitation to participate in the Tender Offers.