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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21 September 2017.

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”) (i) any and all of the Any and All Notes listed below and (ii) the Capped Notes listed below for an aggregate consideration of up to the Capped Spend Amount, in each case upon the terms and subject to the conditions set out in the tender offer memorandum dated 13 September 2017 (the “Tender Offer Memorandum”) prepared by the Company. The Tender Offers expired at 16:00 hours (London time) on 20 September 2017. 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 (i) the Any and All Notes Acceptance Amount; and (ii) the Series Acceptance Amounts for each series of Capped Notes set out in the table below, which also includes the relevant Purchase Price, 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>Any and All Notes</td>
<td></td>
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<tr>
<td>€600,000,000 1.500 per cent. Notes due 1 April 2020 (the “Notes due April 2020”)</td>
<td>XS1211292484</td>
<td>-0.106 per cent.</td>
<td>0.044 per cent.</td>
<td>15 bps</td>
<td>103.661 per cent.</td>
<td>€394,631,000</td>
<td>N/A</td>
<td>0.73 per cent.</td>
<td>€205,369,000</td>
</tr>
<tr>
<td>Capped Notes</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>€750,000,000 2.500 per cent. Notes due 18 September 2018 (the “Notes due September 2018”)</td>
<td>XS0830380639</td>
<td>N.A.</td>
<td>-0.150 per cent.</td>
<td>N.A.</td>
<td>102.603 per cent.</td>
<td>€88,948,000</td>
<td>N.A.</td>
<td>0.05 per cent.</td>
<td>€159,832,000</td>
</tr>
<tr>
<td>€750,000,000 2.750 per cent. Notes due 7 June 2019 (the “Notes due June 2019”)</td>
<td>XS0789283792</td>
<td>N.A.</td>
<td>-0.100 per cent.</td>
<td>N.A.</td>
<td>104.848 per cent.</td>
<td>€216,508,000</td>
<td>N.A.</td>
<td>0.83 per cent.</td>
<td>€357,496,000</td>
</tr>
<tr>
<td>€600,000,000 2.875 per cent. Notes due 20 November 2020 (the “Notes due November 2020”)</td>
<td>XS0995040051</td>
<td>-0.024 per cent.</td>
<td>0.176 per cent.</td>
<td>20 bps</td>
<td>108.479 per cent.</td>
<td>€245,723,000</td>
<td>N.A.</td>
<td>2.43 per cent.</td>
<td>€354,277,000</td>
</tr>
</tbody>
</table>

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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 25 September 2017.

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

Commerzbank Aktiengesellschaft, Crédit Agricole Corporate and Investment Bank, MUFG Securities EMEA plc and UniCredit Bank AG are acting as Joint Dealer Managers for the Tender Offers and Lucid Issuer Services Limited is acting as Tender Agent.

JOINT DEALER MANAGERS

Commerzbank Aktiengesellschaft
Mainzer Landstrasse 151-153
DLZ-Geb. 1, CC-APM DCM Bonds
60327 Frankfurt am Main
Federal Republic of Germany
Tel: +49 69 136 59920
Attention: Liability Management
Email: liability.management@commerzbank.com

Crédit Agricole Corporate and Investment Bank
12, Place des Etats-Unis
CS 70052
92547 Montrouge Cedex
France
Tel: +44 207 214 5733
Attention: Liability Management
Email: liability.management@ca-cib.com

MUFG Securities EMEA plc
Ropemaker Place
25 Ropemaker Street
London EC2Y 9AJ
United Kingdom
Tel: +44 207 577 4048/+44 207 577 4218
Attention: Liability Management Group
Email: DCM-LM@int.sc.mufg.jp

UniCredit Bank AG
Arabellastrasse 12
D-81925 Munich
Germany
Tel: +49 89 378 13722
Attention: Liability Management
Email: corporate.lm@unicredit.de

THE TENDER AGENT

Lucid Issuer Services Limited
Tankerton Works
12 Argyle Walk
London WC1H 8HA
United Kingdom
Tel: +44 20 7704 0880
Attention: Thomas Choquet / David Shilson
Email: angloamerican@lucid-is.com

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.