

Notice of Annual General Meeting and Shareholder Information

Anglo American AGM 2008

Notice of publication of Annual Report

Notice is hereby given that the Anglo American plc Annual Report 2007 has been published on the Company's website, www.angloamerican.co.uk. If you have elected to receive shareholder correspondence in hard copy, then the Report will be enclosed herewith. Should you wish to change your election at any time, or if you wish to request a hard copy of the Report, you can do so by contacting the Company's UK Share Registrars or South African Transfer Secretaries as appropriate at the address set out on page 7 of this document.

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.
IF YOU ARE IN ANY DOUBT AS TO WHAT ACTION TO TAKE YOU ARE RECOMMENDED
TO CONSULT AN INDEPENDENT ADVISOR.**

If you have sold or transferred all of your shares, please pass this document and accompanying form to the purchaser, or transferee, or to the agent through whom the transfer was effected for transmission to the purchaser or transferee.



Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Anglo American plc will be held at The Royal Society, 6-9 Carlton House Terrace, London SW1Y 5AG at 11.00am on Tuesday 15 April 2008 for the following business:

Ordinary resolutions

To consider and, if thought fit, to pass the following ordinary resolutions:

- 1 To receive the financial statements of the Company and the Group and the reports of the directors and auditors for the year ended 31 December 2007.
- 2 To declare a final dividend of 86 US cents, payable on 30 April 2008 to those shareholders registered at the close of business on 14 March 2008.
- 3 To elect Sir CK Chow as a director of the Company.⁽¹⁾
- 4 To re-elect Chris Fay as a director of the Company.⁽²⁾
- 5 To re-elect Sir Rob Margetts as a director of the Company.⁽²⁾
- 6 To re-elect René Médori as a director of the Company.⁽²⁾
- 7 To re-elect Karel Van Miert as a director of the Company.⁽²⁾
- 8 To re-appoint Deloitte & Touche LLP as auditors of the Company for the ensuing year.
- 9 To authorise the directors to determine the remuneration of the auditors.
- 10 To approve the directors' remuneration report for the year ended 31 December 2007 set out in the Annual Report.
- 11 To resolve that the rules of the Anglo American Sharesave Option Plan (the "Sharesave Plan") be approved, and the directors be authorised to make such modifications to the Sharesave Plan as they may consider necessary to obtain the approval of the relevant tax authorities or to take account of the requirements of the Financial Services Authority and best practice and to adopt the Sharesave Plan as so modified and do all acts and things necessary to operate the Sharesave Plan.⁽³⁾
- 12 To resolve that the rules of the Anglo American Discretionary Option Plan (the "Discretionary Plan") be approved, and the directors be authorised to make such modifications to the Discretionary Plan as they may consider necessary to obtain the approval of the relevant tax authorities or to take account of the requirements of the Financial Services Authority and best practice and to adopt the Discretionary Plan as so modified and do all acts and things necessary to operate the Discretionary Plan.⁽³⁾
- 13 To resolve that the subscription for new shares and the acquisition of treasury shares pursuant to the Trust Deed and Rules of the Anglo American Share Incentive Plan (the SIP) be approved.⁽³⁾
- 14 To resolve that the authority to allot relevant securities conferred on the directors by Article 9.2 of the Company's Articles of Association be renewed until the date of the Annual General Meeting in 2009 up to an aggregate nominal amount of US\$72.5 million (131.95 million ordinary shares).⁽⁴⁾
- 15 To resolve that subject to the passing of ordinary resolution number 14, the power to allot equity securities wholly for cash conferred on the directors by Article 9.3 of the Company's Articles of Association be renewed until the date of the Annual General Meeting in 2009 up to an aggregate nominal amount of US\$36 million (65.5 million ordinary shares).⁽⁵⁾
- 16 To resolve that the Company be and is generally and unconditionally authorised for the purpose of Section 166 of the Companies Act 1985 to make market purchases (within the meaning of Section 163(3) of the Companies Act 1985) of ordinary shares of 54⁸⁶/₁₀₀ US cents each in the capital of the Company provided that:
 - a) the maximum number of ordinary shares of 54⁸⁶/₁₀₀ US cents each in the capital of the Company authorised to be acquired is 198 million;
 - b) the minimum price which may be paid for an ordinary share is 54⁸⁶/₁₀₀ US cents, which amount shall be exclusive of expenses;
 - c) the maximum price which may be paid for an ordinary share is an amount (exclusive of expenses) equal to the higher of 105% of the average of the middle market quotation for an ordinary share, as derived from the London Stock Exchange Daily Official List, for the five business days immediately preceding the day on which such ordinary share is contracted to be purchased and the amount stipulated by Article 5(1) of the Buy-back and Stabilisation Regulations 2003; and
 - d) the authority hereby conferred shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2009 (except in relation to the purchase of ordinary shares the contract for which was concluded before the expiry of such authority and which might be executed wholly or partly after such expiry) unless such authority is renewed prior to such time.⁽⁶⁾
- 17 To resolve that:
 - a) the amended Articles of Association of the Company produced to the meeting and initialled by the Chairman for the purposes of identification as New Articles 'A' be adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, the existing Articles of Association of the Company, with effect from the end of this meeting; and
 - b) with effect from 0.01 a.m. on 1 October 2008, or any later date on which section 175 of the Companies Act 2006 comes into effect, the New Articles 'A' of the Company adopted pursuant to paragraph 17a) above be amended (i) for the purposes of section 175 of the Companies Act 2006 so that the directors be given power in the Articles of Association of the Company to authorise certain conflicts of interest described in that section; and (ii) by the deletion of Articles 94, 95 and 96 in their entirety and by the insertion in their place of new Articles 94, 94A, 95, 95A and 96 such amendments being produced to the meeting and initialled by the Chairman for the purpose of identification as New Articles 'B' and all necessary and consequential numbering amendments be made to the Articles of Association of the Company.⁽⁷⁾

By order of the Board of directors:

Nicholas Jordan
Company Secretary

Anglo American plc
20 Carlton House Terrace
London SW1Y 5AN
Registered Number 3564138
12 March 2008

Explanatory notes to the Notice of Annual General Meeting

The directors believe that the proposed resolutions are in the best interests of the Company and its shareholders and unanimously recommend shareholders to vote in favour, as the directors intend to do in respect of their own beneficial shareholdings.

(1) Resolution 3 – Election of Sir CK Chow

Sir CK Chow is proposed for election as a new independent non-executive director and his biographical details are set out on page 61 of the Annual Report.

(2) Re-election of directors

Resolutions 4 to 7 relate to the re-election of certain directors and full biographical details of each are set out on pages 58 and 59 of the Annual Report.

All directors are subject to an annual performance review and the Board confirms that those directors proposed for re-election continue to perform effectively and to demonstrate commitment to the role.

(3) Resolutions 11 to 13 – Share plans

The Company is seeking the approval of shareholders for the Sharesave Plan and the Discretionary Plan. In addition, the directors are seeking approval for the subscription for new shares and the acquisition of treasury shares under its SIP. Summaries of the plans are set out in the Appendices on pages 5–6 of this booklet.

Copies of the draft rules of the new plans may be inspected at the offices of Linklaters, One Silk Street, London EC2Y 8HQ during usual business hours on weekdays (Saturdays and public holidays excluded) until the date of the meeting, and also at the place of the meeting for at least 15 minutes prior to, and during, the meeting.

(4) Resolution 14 – Authority to allot securities

This authority, which the directors have no present intention of exercising (other than as referred to in Explanatory Note 5 below), renews the authority granted at last year's AGM and represents not more than 10% of the ordinary issued share capital as at 19 February 2008 (excluding treasury shares). The Company held 20,783,518 treasury shares as at 19 February 2008 representing 1.57% of the ordinary issued capital.

(5) Resolution 15 – Allotment of securities for cash

This authority renews the authority granted at last year's AGM and represents not more than 5% of the ordinary issued share capital as at 19 February 2008 and is in accordance with the guidelines of the Pre-Emption Group (set up by the London Stock Exchange and which includes the National Association of Pension Fund Managers and the ABI). The directors have no present intention of exercising this authority except in relation to the allotment of ordinary shares to certain non-executive directors by subscription of their after-tax directors' fees.

(6) Resolution 16 – Authority for market purchases

The directors are requesting this authority which, in accordance with developing practice in the UK, represents not more than 14.99% of the ordinary issued share capital as at 19 February 2008. The directors will only exercise this authority if they consider it is in the best interests of shareholders generally and if the purchase could be expected to result in an increase in earnings per share.

If any ordinary shares purchased pursuant to this authority are not held by the Company as treasury shares then such shares would be immediately cancelled, thereby reducing the number of ordinary shares in issue.

The total number of options to subscribe for shares outstanding at 19 February 2008 was 11,315,351, which represents 0.86% of the issued ordinary share capital at that date. If the Company were to buy back the maximum number of shares permitted, then the number of options outstanding would represent 1.01% of the reduced share capital.

(7) Resolution 17 – Amend Articles of Association

Resolution 17 proposes amendments to the Company's Articles of Association to incorporate the new Companies Act 2006. The proposed amendments to the Articles address the implementation of the Companies Act 2006 in two stages; first, amendments will be made with effect from the end of this AGM which have already come into force. Secondly, certain provisions relating to directors' interests will be brought into force when the relevant section of the Companies Act is implemented on 1 October 2008. The material differences between the current Articles and the proposed amended Articles are set out at Appendix 1.

Voting arrangements

A poll will be held at the AGM on each of the resolutions. Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a shareholder of the Company. To be valid, proxy appointments must be received no later than 48 hours prior to the meeting. Only those shareholders registered in the relevant register of members at 11:00 am on 13 April 2008 shall be entitled to attend and vote at the AGM in respect of the number of shares registered in their name at that time. UK registered shareholders may appoint a proxy online by logging on to www.sharevote.co.uk and following the on-screen instructions. You will need the Reference Number printed below your name and address on the accompanying form of proxy. CREST members wishing to appoint a proxy using the CREST electronic proxy appointment service may do so via Equiniti (ID 7RA01). If you are a CREST personal member, a CREST sponsored member, or a CREST member who has appointed a voting service provider, you should refer to your sponsor or voting service provider who can take the appropriate action for you.

Corporate representatives

In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting so that:

- a) if a corporate shareholder has appointed the Chairman of the meeting as its corporate representative with instructions to vote on a poll in accordance with the directions of all of the other corporate representatives for that shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the Chairman and the Chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and
- b) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the Chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives – www.icsa.org.uk – for further details of this procedure. The guidance includes a sample form of representation letter if the Chairman is being appointed as described above.

Explanatory notes to the Notice of Annual General Meeting

Form of proxy

Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his/her proxy to exercise all or any of his/her rights, to attend, speak and vote on their behalf at the meeting. If a shareholder wishes to appoint a person other than the Chairman, the name of the chosen proxy holder should be inserted in the space provided on the accompanying form of proxy. For shareholders outside South Africa, where the proxy is being appointed in relation to less than the shareholder's full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as proxy. If left blank the proxy will be deemed to be authorised in respect of the shareholder's full voting entitlement. If the proxy form has been issued in respect of a designated account for a shareholder, the proxy will be deemed to be authorised in respect of the full voting entitlement for that account.

To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Share Registrars or Transfer Secretaries or the form of proxy may be photocopied.

Shareholders outside South Africa should indicate in the box next to the proxy holder's name, the number of shares in relation to which they are authorised to act as proxy. Shareholders should also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.

Appendices

Appendix 1: Explanatory Notes of Principal Changes to the Company's Articles of Association

1 Articles which duplicate statutory provisions

Provisions in the current Articles of Association of the Company (the Current Articles) which replicate or relate to issues covered by provisions contained in the Companies Act 1985 are in the main amended to bring them into line with the Companies Act 2006. The principal changes made to reflect this approach are detailed below.

2 Form of resolution

The Current Articles contain a provision that, where for any purpose an ordinary resolution is required, a special or extraordinary resolution is also effective and that, where an extraordinary resolution is required, a special resolution is also effective. The provision is being removed as the concept of extraordinary resolutions has not been retained under the Companies Act 2006.

3 Convening Extraordinary and Annual General Meetings

The provisions in the Current Articles dealing with the convening of general meetings and the length of notice required to convene general meetings are being amended to conform to new provisions in the Companies Act 2006. In particular an Extraordinary General Meeting to consider a special resolution can be convened on 14 days' notice whereas previously 21 days' notice was required.

4 Votes of members

Under the Companies Act 2006 proxies are entitled to vote on a show of hands whereas under the Current Articles proxies are only entitled to vote on a poll. The time limits for the appointment or termination of a proxy appointment have been altered by the Companies Act 2006 so that the Articles cannot provide that they should be received more than 48 hours before the meeting, or in the case of a poll taken more than 48 hours after the meeting, more than 24 hours before the time for the taking of a poll, with weekends and bank holidays being permitted to be excluded for this purpose. Multiple proxies may be appointed provided that each proxy is appointed to exercise the rights attached to a different share held by the shareholder.

5 Chairman's casting vote

Article 60 in the Current Articles, which gives the Chairman a casting vote, has been deleted as the Companies Act 2006 does not provide for the Chairman to have a casting vote.

6 Age limit of directors

Article 78 of the Current Articles is redundant as a result of the repeal of the age limit set out in section 295 of the companies Act 1985 and therefore this Article has been deleted.

7 Proceedings of directors

Article 92 has been amended to provide that a majority of the directors, rather than three quarters of the directors, entitled to vote on a directors' written resolution may pass a written resolution. The resolution must be signed by at least the number of directors required to make up a quorum for a directors' meeting.

Article 97 has been amended to give greater flexibility to the Board in constituting committees or sub-committees to which its powers and discretions can be delegated under the Articles. Under the amended Article, the Board is able to determine the constitution of such a committee or sub-committee without restriction provided that the committee or sub-committee has at least one member who is a director. No resolution of the committee or sub-committee will be effective unless a member of the committee or sub-committee who is a director is present throughout the meeting.

8 Conflicts of Interest – effective 1 October 2008

The Companies Act 2006 sets out directors' general duties which largely codify the existing law but with some changes. Under the Companies Act 2006, from 1 October 2008 a director must avoid a situation where he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict with the company's interests. The requirement is very broad and could apply, for example, if a director becomes a director of another company or a trustee of another organisation. The Companies Act 2006 allows directors of public companies to authorise conflicts and potential conflicts, where appropriate, where the articles of association contain a provision to this effect. The Companies Act 2006 also allows the articles of association to contain other provisions for dealing with directors' conflicts of interest to avoid a breach of duty. The New Articles give the directors authority to approve such situations and to include other provisions to allow conflicts of interest to be dealt with in a similar way to the current position.

There are safeguards which will apply when directors decide whether to authorise a conflict or potential conflict. First, only directors who have no interest in the matter being considered will be able to take the relevant decision, and secondly, in taking the decision the directors must act in a way they consider, in good faith, will be most likely to promote the Company's success. The directors will be able to impose limits or conditions when giving authorisation if they think this is appropriate.

It is also proposed that the New Articles should contain provisions relating to confidential information, attendance at Board meetings and availability of Board papers to protect a director being in breach of duty if a conflict of interest or potential conflict of interest arises. These provisions will only apply where the position giving rise to the potential conflict has previously been authorised by the directors. It is the Board's intention to report annually on the Company's procedures for ensuring that the Board's powers to authorise conflicts are operated effectively.

9 Director's indemnities and loans to fund expenditure

The Companies Act 2006 has in some areas widened the scope of the powers of a company to indemnify directors and to fund expenditure incurred in connection with certain actions against directors. In particular, a company that is a trustee of an occupational pension scheme can now indemnify a director against liability incurred in connection with the company's activities as trustee of the scheme. In addition, the existing exemption allowing a company to provide money for the purpose of funding a director's defence in court proceedings now expressly covers regulatory proceedings and applies to associated companies.

10 General

Generally the opportunity has been taken to bring clearer language into the New Articles, in some areas to conform the language of the New Articles and to update the Current Articles to reflect current best practice and/or regulatory requirements.

Appendices

Appendix 2: The Anglo American Sharesave Option Plan

The principal terms of the Anglo American Sharesave Option Plan (the Sharesave Plan) are the same as the principal terms of the Anglo American SAYE Scheme 1999, which will shortly expire. In summary they are as follows:

1 Outline

The Sharesave Plan allows employees to apply for an option to acquire shares in the Company, and at the same time to enter into a savings contract. It is designed to qualify for tax approval in the UK, and can be extended to other countries on an unapproved basis. Options are not pensionable.

2 Eligibility

All UK employees of the Company and its participating subsidiaries are eligible to participate in the Sharesave Plan, subject to satisfaction of any qualifying period of employment. When the Sharesave Plan is operated, normally within 42 days of an announcement of results, all eligible employees must be invited to participate. There is also discretion to send invitations to any other employees of the Company or any participating subsidiaries who do not meet those criteria.

3 Savings contract

To accept an invitation an employee must enter into a savings contract and save up to £250 per month (or such other sum as may be allowed by the legislation). The employee is granted an option to acquire Company shares at a fixed option price (see below) using the amount saved, plus any bonus paid under the savings contract, to pay the option price.

4 Option price

The option price must not be less than 80% of the share price on the business day before the date of grant of the Option, or the average price over the three preceding business days.

5 Plan limits

In any ten year period, not more than 10% of the issued ordinary share capital of the Company may be issued under the Sharesave Plan and all other employees' share plans operated by the Company. This limit does not include options which have lapsed.

6 Exercise of options

Options are normally exercisable within six months after the third, fifth or seventh anniversary of the start of the savings contract. Options may, however, be exercised early in certain circumstances, to the extent of savings at the date of exercise. These circumstances include termination of employment because of ill health, retirement, death or redundancy, or the sale of the part of the business in which the employee works. If employment terminates for other reasons, options normally lapse.

7 Change of control, or other reorganisation

Options may generally be exercised early on a change of control of the Company, whether through a takeover, scheme of arrangement, merger or other reorganisation. Alternatively, optionholders may be allowed or required to exchange their options for equivalent options over shares in the acquiring company.

8 Issue of shares

Any shares issued on the exercise of options will rank equally with shares of the same class in issue on the date of allotment except in respect of rights arising by reference to a prior record date.

9 Variation in share capital

Options may be adjusted following any variation in the share capital of the Company.

10 Overseas employees

The Sharesave Plan may be extended to employees who work in jurisdictions outside the UK, by allowing the addition of unapproved schedules containing terms appropriate to those jurisdictions.

11 Amendments

The directors may amend the Sharesave Plan as they consider appropriate. However, shareholder approval is required to amend certain provisions to the advantage of optionholders. These provisions relate to: eligibility; individual and plan limits; the basis for determining the terms of options and their adjustment on variation of the Company's share capital; and the amendment powers.

Shareholder approval is not required for amendments to obtain or maintain HMRC approval and certain other minor amendments. All amendments to the Sharesave Plan are subject to the prior approval of HMRC, where required.

Appendix 3: The Anglo American Discretionary Option Plan

The principal terms of the Anglo American Discretionary Option Plan (the Discretionary Plan) are the same as the principal terms of the Anglo American Executive Share Option Scheme 1999, which will shortly expire. In summary they are as follows:

1 Outline

The Discretionary Plan allows options to be granted to selected employees worldwide. Part of the Discretionary Plan will qualify for UK tax approval, and options granted under this part are referred to below as Approved Options. Options are not pensionable.

2 Performance conditions

There is no present intention to grant options to executive directors under the Discretionary Plan (no such grants have been made to executive directors since 2003). However, if options were granted to executive directors of the Company, they would be subject to appropriate performance conditions.

3 Option price

The option price must not be less than the market value at the time of grant, which may be the share price on the business day before the date of grant, or the average price over the three preceding business days.

4 Individual limits

The grant of Approved Options is limited to shares worth £30,000 at the date of grant. The overall limit for the value of shares over which options may be granted to each participant is twice his or her annual salary.

5 Plan limits

In any ten year period, not more than 5% of the issued ordinary share capital of the Company may be issued under the Discretionary Plan and all other discretionary employees' share plans operated by the Company. This limit does not include options which have lapsed.

6 Exercise of options

Options would normally be exercisable, subject to any performance condition being satisfied, between three and ten years after grant. If an optionholder left the Group in certain circumstances, including ill health, retirement, death or redundancy, or the sale of the part of the business in which the employee works, options would normally become exercisable subject to the satisfaction of a performance condition, and subject to reduction on a time-apportionment basis. If employment terminated for other reasons, options would normally lapse.

Appendices

7 Change of control, or other reorganisation

Options would become exercisable on a change of control of the Company, whether through a takeover, scheme of arrangement, merger or other reorganisation, subject to satisfaction of performance conditions and subject to reduction on a time-apportionment basis. Alternatively, optionholders may be allowed or required to exchange their options for equivalent options over shares in the acquiring company.

8 Issue of shares

Any shares issued on the exercise of options will rank equally with shares of the same class in issue on the date of allotment except in respect of rights arising by reference to a prior record date.

9 Variation in share capital

Options may be adjusted following any variation in the share capital of the Company.

10 Amendments

The directors may amend the Discretionary Plan as they consider appropriate. However, shareholder approval is required to amend certain provisions to the advantage of optionholders. These provisions relate to: eligibility; individual and plan limits; the basis for determining the terms of options and their adjustment on variation of the Company's share capital; and the amendment powers.

Shareholder approval is not required for amendments to obtain or maintain HMRC approval and certain other minor amendments. All amendments to the Approved Part of the Discretionary Plan are subject to the prior approval of HMRC, where required.

Appendix 4: The Anglo American Share Incentive Plan

The Anglo American Share Incentive Plan (the SIP) was adopted on 18 February 2002. At the time, shareholder approval was not required, because all shares used for the SIP were purchased in the market. In summary the principal terms are as follows:

1 Outline

The SIP allows employees to buy shares, or to receive free shares, held in trust for periods laid down in the relevant legislation. It is approved by HMRC.

2 Eligibility

All UK employees of the Company and any participating subsidiary may participate in the SIP, subject to satisfaction of any qualifying period of employment. When the SIP is operated, all eligible employees must be invited to participate.

3 Operation

Employees may be offered free, partnership or matching shares (as described below), as the directors decide, each time the SIP is operated. The Company currently offers the opportunity to buy partnership shares and receive matching shares on a one for one basis.

4 Free shares

The legislation permits participants to be given free shares worth up to £3,000 a year. The free shares must generally be offered to all eligible employees on similar terms but the number of free shares can vary by reference to a participant's remuneration, length of service or hours worked. The free shares must be held in trust for between three and five years. The free shares may be forfeited if the participant leaves employment within three years other than through death, retirement, redundancy, injury or disability, or sale of the employing company or business.

5 Partnership shares

The legislation permits employees to be offered the opportunity to buy shares (partnership shares) using amounts deducted from their pre-tax salary, up to £1,500 in each tax year. They can stop their salary deductions at any time. The deductions from salary may be used to buy partnership shares each month, or may be accumulated for a period of up to one year and then used to buy partnership shares at the end of the period. If this happens, the purchase price is the market price at the beginning of the period, or the market price at the end if lower.

6 Matching shares

The legislation permits employees who buy partnership shares to be awarded additional free shares (matching shares) on a matching basis up to a maximum of two matching shares for each partnership share. Matching shares must be offered on the same basis to each participant and must be held in trust for a holding period of between three and five years. The matching shares may be forfeited on the same basis as free shares or if the corresponding partnership shares are sold.

7 Plan trust

The SIP operates in conjunction with a trust, which holds shares on behalf of participants. Dividends paid on shares held in the trust may be paid to participants in cash or reinvested in additional shares which are held in the trust for three years. If a general offer is made to the shareholders of the Company, participants may direct the trustee how to deal with their shares.

8 Plan limits

If the issue of new shares is permitted by shareholders, in any ten year period, not more than 10% of the issued ordinary share capital of the Company may be issued under the SIP and all other employees' share plans operated by the Company.

9 Amendments

The directors may amend the SIP as they consider appropriate, with the consent of the trustee. However, shareholder approval is required to amend certain provisions to the advantage of participants. These provisions relate to: eligibility; plan limits; and the basis for determining a participant's entitlement to and the terms of the shares and their adjustment on variation of the Company's share capital. Shareholder approval is not required for amendments to obtain or maintain HMRC approval and certain other minor amendments. All amendments are subject to the prior approval of HMRC, where required.

Shareholder information

Shareholding enquiries

Enquiries relating to shareholdings should be made to the Company's UK Registrars, Equiniti or the South African Transfer Secretaries, Link Market Services, at the relevant address below:

UK Registrars

Equiniti
The Causeway
Worthing
West Sussex BN99 6DA
England
Telephone:
In the UK: 0871 384 2026*
From overseas: +44 121 415 7558

* Calls to all 0871 numbers stated in this notice are charged at 8p per minute from a BT landline. Other telephony providers costs may vary.

Transfer Secretaries in South Africa

Link Market Services South Africa (Pty) Ltd
11 Diagonal Street
Johannesburg 2001, South Africa
(PO Box 4844 Johannesburg 2000)
Telephone: +27 (0)11 630 0800
Fax: +27 (0)11 834 4398

Enquiries on other matters should be addressed to the Company Secretary at the following address:

Registered and Head Office

Anglo American plc
20 Carlton House Terrace
London SW1Y 5AN
England
Telephone: +44 (0)20 7968 8888
Fax: +44 (0)20 7968 8500
Registered number: 3564138
Website: www.angloamerican.co.uk

Electronic communication

At the AGM in 2007, shareholders approved changes to the Company's Articles of Association to incorporate the new Companies Act 2006 provisions on Electronic Communications. These provisions remove the requirement for companies to post paper copies of shareholder correspondence to all shareholders. For the Company, electronic communication represents a saving in terms of both costs and environmental resources.

Registered shareholders in the UK and South Africa received correspondence in early 2008 in order to elect to receive, electronically, notification of the availability on the Company's website of future shareholder correspondence e.g. Annual and Interim Reports and Notices of AGMs.

By registering for this service, UK shareholders can also vote online in respect of future AGMs and access information on their shareholding including, for example, dividend payment history, sales and purchases and indicative share prices. In order to register for the services, UK shareholders should log on to www.shareview.co.uk and follow the on-screen

instructions. It will be necessary to have a Shareholder Reference Number when registering, which is shown on share certificates, dividend tax vouchers and proxy cards.

Dividends

Dividends are declared and paid in US dollars to shareholders with registered addresses in all countries except the UK, eurozone countries and South Africa where they are paid in sterling, euros and South African rand respectively. Shareholders outside South Africa may elect to receive their dividend in US dollars.

Shareholders with bank accounts in the UK or South Africa can have their cash dividends credited directly to their own accounts. Shareholders should contact the relevant registrar to make use of this facility. South African branch register shareholders would need South African exchange control approval to mandate their dividends to an account outside South Africa.

The forthcoming recommended final dividend is 86 US cents per share. Details of the amounts in sterling, euros and South African rand and the applicable currency exchange rates can be obtained from the Company Secretary and from the Company's website, www.angloamerican.co.uk.

The Company operates a dividend reinvestment plan (DRIP), which enables shareholders to reinvest their cash dividends into purchasing Anglo American shares. Details of the DRIP and how to join are available from Anglo American's UK Registrars and South African Transfer Secretaries and on the Company's website, www.angloamerican.co.uk.

Share price

	PENCE	SA CENTS
Year end	3,079.5	41,502
High	3,641.0	48,381
Low	2,330.5	32,650

The Company's closing share price is published in most national newspapers in the UK and South Africa. During the day the share price is available on the Company's website, www.angloamerican.co.uk.

Sharegift

The Company supports ShareGift, the charity share donation scheme administered by The Orr Mackintosh Foundation (registered charity number 1052686). Through ShareGift, shareholders with very small numbers of shares which might be considered uneconomic to sell are able to donate them to charity. Donated shares are aggregated and sold by ShareGift, the proceeds being passed on to a wide range of charities.

For those shareholders who wish to use ShareGift, transfer forms are available from the Registrars and further details of the scheme can be found on the website www.sharegift.org.

Share dealing service

Telephone, internet and postal share dealing services have been arranged through Equiniti, providing a simple way for UK residents to buy or sell Anglo American shares. For telephone transactions call 0845 603 7037 during normal office hours and for internet dealing log on to www.shareview.co.uk/dealing. You will need your Shareholder Reference Number, found on share certificates, dividend tax vouchers and proxy cards. For further details on the postal dealing service call 0871 384 2026*.

Tax

Information on Capital Gains Tax and the taxation of dividends and distributions can be found in the 'Shareholder Services' section of the Company's website, or by writing to the Company Secretary.

Unsolicited mail

Under the Companies Act, the Company is obliged to make the share register available upon request on payment of the appropriate fee. Because of this, some shareholders may receive unsolicited mail.

If you wish to limit the receipt of such mail, you should write to the Mailing Preference Service at FREEPOST 22, London W1E 7EZ or telephone +44 (0)845 703 4599. You may still, however, receive some mail from organisations that do not subscribe to the service.

Stock exchange listings

The Company's ordinary shares are listed on the London Stock Exchange (the primary listing), the JSE Limited, the SWX Swiss Exchange, the Botswana Stock Exchange and the Namibian Stock Exchange.

Shareholders' diary 2008/9

Interim results announcement	August 2008
Interim dividend payment	September 2008
Annual results announcement	February 2009
Annual Report	March 2009
AGM	April 2009
Final dividend	April 2009

Substantial shareholdings

As at 19 February 2008, the Company was aware of the following interests in 3% or more of the Company's ordinary share capital:

Name	Shareholding	Percentage of issued capital
Legal & General plc	70,395,648	5.32
Public Investment Corporation	66,796,452	5.05
PLC Nominees (Pty) Limited ⁽¹⁾	354,587,265	26.82
Tarl Investment Holdings Ltd ⁽²⁾	47,275,613	3.58

⁽¹⁾ The nominee for those shareholders in South Africa who hold their shares via the STRATE system.

⁽²⁾ Tarl Investment Holdings Limited (Tarl). One of the independent companies which purchases shares as part of Anglo's share buy back programme. Tarl has waived its right to vote all the shares it holds or will hold in Anglo American plc.