

Corporate Action Notice



August 25, 2023

Deposit Agreement Amendment and Termination

AngloGold Ashanti Limited

ADS CUSIP: 035128206

ADS ISIN: US0351282068

ADS Ticker Symbol: AU

Ratio (ADS: Underlying Shares): 1:1

You are hereby notified, as holders of the above American Depositary Shares (“ADSs”), that The Bank of New York Mellon (the “Depository”) and AngloGold Ashanti Limited (the “Company”) have agreed to amend the Amended and Restated Deposit Agreement dated as of June 3, 2008 (the “Deposit Agreement”) under which the ADSs are issued, effective as of the Termination Date (as hereinafter defined) to provide that:

(i) upon termination of the Deposit Agreement, all outstanding ADSs shall be converted into a right only to receive from the Company or the Exchange Agent delivery by mandatory exchange of the amount of ordinary shares (“Listco Shares”) of AngloGold Ashanti plc, a company formed under the laws of England and Wales (“Listco”), they represent and the net cash proceeds of a sale of any fraction of a Listco Share they represent; and

(ii) upon termination of the Deposit Agreement, all registered holders of uncertificated ADSs and/or registered holders of ADSs in certificated form (“ADRs”) shall be required to complete and return a Letter of Transmittal to surrender their ADSs (and, where applicable, ADRs) to Computershare Trust Company, N.A. (“Computershare”), the exchange agent appointed by the Company, to receive, as a mandatory exchange, the Listco Shares and any cash to which they are entitled in respect of such ADSs (including ADSs formerly evidenced by ADRs) and Owners shall not be entitled to any sale of Listco Shares in respect of ADSs (including ADSs formerly evidenced by ADRs) not surrendered for cancellation.

Upon termination of the Deposit Agreement, Owners will no longer have rights against the Depository with respect to outstanding ADSs and ADRs and instead will have rights directly against the Company.

This amendment will become effective immediately prior to termination on the Termination Date which is at least 30 days after the date of this Notice. The intended amended provision of the Deposit Agreement is set forth in Exhibit A to this Notice.

The Company has announced that Listco will become its new holding company in connection with a reorganization (the “Reorganization”) whereby each share of the Company will be converted into one Listco Share. The Company has indicated that, at or prior to the effectiveness of the amendment to the Deposit Agreement, the Listco Shares will have been approved for direct listing on the New York Stock Exchange and become eligible for settlement through The Depository Trust Company (“DTC”).

You are further notified that the Deposit Agreement, as amended, will terminate on (i) September 25, 2023 or (ii) such later date as the Company shall announce, on or prior to September 22, 2023, on which the Reorganization is completed (the “Termination Date”). If the Company announces such a change to the date of

completion of the Reorganization, a further notice will be distributed to you no later than on the date of such announcement.

You are further notified that the Global Buy Direct Plan relating to the ADSs will be amended and terminated in accordance with its terms on the Termination Date. After the Termination Date, Holders of ADSs in that Plan will be required to complete and return a Letter of Transmittal to surrender their ADSs to Computershare in order to receive the Listco Shares or money to which they are entitled in respect of the Plan ADSs. The processing of cash purchase instructions and sale orders is hereby suspended. Holders of ADSs in that Plan will receive further notice from the Exchange Agent regarding surrendering those ADSs.

Persons that hold ADSs through a securities intermediary that is a direct or indirect participant in DTC will receive a credit of Listco Shares in their securities accounts in exchange for their ADSs through DTC without having to take any action.

The Company has indicated that following termination of the Deposit Agreement, persons that were registered holders of uncertificated ADSs and/or registered holders of ADSs in certificated form (“non-DTC holders”) immediately prior to such termination will be contacted by Computershare, the Company’s exchange agent, with instructions on how to (i) complete and return a Letter of Transmittal to surrender ADSs (and, where applicable, ADRs) to receive delivery of Listco Shares either (a) through their designated broker or securities intermediary account operating within the systems of DTC or (b) in certificated form, or (ii) in the case of U.S. individuals, continue holding the Listco Shares through the custodial account of Computershare. The Company has advised that the Listco Shares allotted to such non-DTC holders will initially be credited directly to the custodial account of Computershare as exchange agent.

If you are a registered holder of ADSs and you wish to receive your Listco Shares directly into an account with a direct or indirect participant in DTC on the Termination Date instead of via Computershare, as exchange agent, following termination, you must contact a broker or other securities intermediary to arrange to have your ADSs transferred into the DTC system prior to September 22, 2023.

Holders of ADSs will not be required to pay any fee to the Depository for the surrender or cancellation of their ADSs in the mandatory exchange into Listco Shares.

For information regarding the exchange of your ADSs please contact Computershare at 1800 546 5141 or, if outside the United States, at 1 781 575 2765, or by post at: Computershare, Attn: Corporate Actions, 150 Royall Street, Canton, MA 02021.



Exhibit A

Section 6.2 of the Deposit Agreement is amended to read as follows:

“The Issuer may at any time terminate this Deposit Agreement by instructing the Depositary to mail a notice of termination to the Owners of all American Depositary Shares then outstanding at least 30 days prior to the termination date included in such notice. The Depositary may likewise terminate this Deposit Agreement if at any time 90 days shall have expired after the Depositary delivered to the Issuer a written resignation notice and if a successor depositary shall not have been appointed and accepted its appointment as provided in Section 5.4; in such case the Depositary shall mail a notice of termination to the Owners of all American Depositary Shares then outstanding at least 30 days prior to the termination date.

The following special provisions shall apply in connection with termination of this Deposit Agreement as instructed by the Issuer:

(i) upon termination of this Deposit Agreement, all outstanding American Depositary Shares shall be converted into a right only to receive from the Company or the Exchange Agent delivery by mandatory exchange of the amount of ordinary shares of AngloGold Ashanti plc, a company formed under the laws of England and Wales (“Listco Shares”) they represent and the net cash proceeds of a sale of any fraction of a Listco Share they represent; and

(ii) upon termination of this Deposit Agreement, each Owner of registered uncertificated American Depositary Shares and/or Owner of registered certificated American Depositary Shares shall be required to complete and return a Letter of Transmittal to surrender its American Depositary Shares (and, where applicable, American Depositary Receipts) to Computershare Trust Company, N.A. as the exchange agent (the “Exchange Agent”) appointed by the Company and thereupon shall receive from the Exchange Agent, as a mandatory exchange, the Listco Shares and any cash to which it is entitled in respect of such American Depositary Shares (including American Depositary Shares formerly evidenced by American Depositary Receipts) and Owners shall not be entitled to any sale of Listco Shares in respect of American Depositary Shares (including American Depositary Shares formerly evidenced by American Depositary Receipts) not surrendered for cancellation.

Upon termination of this Deposit Agreement, Owners will no longer have rights against the Depositary with respect to outstanding American Depositary Shares and American Depositary Receipts and instead will have rights directly against the Company.

The Issuer confirms to the Depositary that it has instructed the Exchange Agent as to its duties as contemplated by Section 6.2 of the Deposit Agreement, and will procure that the Exchange Agent performs its duties as contemplated by Section 6.2 of the Deposit Agreement to facilitate the mandatory exchange provided for above. In that mandatory exchange, Owners will not be required to pay a fee to the Depositary for the surrender and cancellation of their American Depositary Shares and/or American Depositary Receipts. The Issuer shall pay the Depositary a fee in an amount to be agreed between the Issuer and the Depositary.

Upon the termination of this Deposit Agreement, the Issuer shall be discharged from all obligations under this Deposit Agreement except for its obligations to the Depositary under Sections 5.8 and 5.9 and its obligation to effect the mandatory exchange of American Depositary Shares into Listco Shares as provided above.”

To learn more about DRs, please contact DRBrokerSolutions@bnymellon.com or visit our website at adrbnymellon.com.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

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