

Company Registration No. 4658814

Anglo American Capital plc

Report and Financial Statements

31 December 2008

Anglo American Capital plc

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditors' report to the members of Anglo American Capital plc

We have audited the financial statements of Anglo American Capital plc for the year ended 31 December 2008 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes 1 to 15. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the members of Anglo American Capital plc

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs as at 31 December 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.



Deloitte LLP

Chartered Accountants and Registered Auditors

London

24 February 2009

Anglo American Capital plc

Profit and loss account Year ended 31 December 2008

US\$ '000	Note	2008	2007
Administrative expenses		(1,317)	(1,665)
Operating loss	3	(1,317)	(1,665)
Interest receivable and similar income	4	795,675	673,089
Interest payable and similar charges	4	(573,892)	(470,035)
Profit on ordinary activities before taxation		220,466	201,389
Tax charge on profit on ordinary activities	5	(8,453)	(60,587)
Profit on ordinary activities after taxation and retained profit for the financial year		212,013	140,802

All amounts derive from continuing operations.

There are no recognised gains and losses for the year other than the profit shown above and therefore no separate statement of total recognised gains and losses has been presented.

Anglo American Capital plc

Balance sheet 31 December 2008

US\$ '000	Note	2008	2007
Non-current assets			
Other financial assets (derivatives)	6,7	139,505	0
		139,505	0
Current assets			
Debtors	8	22,667,381	17,055,831
Investments	9	387,425	196,247
Other financial assets due within one year	7	167,883	608,697
		23,222,689	17,860,775
Creditors: amounts falling due within one year			
Short-term borrowings	6	(17,521,191)	(16,584,981)
Other creditors	6	(138,568)	(56,517)
Amounts payable for group relief	6	0	(54,461)
Other financial liabilities	6,7	(600,992)	(219,654)
		(18,260,751)	(16,915,613)
Net current assets		4,961,938	945,162
Creditors: amounts falling due after more than one year			
Medium and long-term borrowings	6	(4,928,604)	(792,348)
Other financial liabilities (derivatives)	6,7	0	(7,988)
Preference shares	6,10	(79)	(79)
		(4,928,683)	(800,415)
Net assets		172,760	144,747
Capital and reserves			
Called up share capital	11	1	1
Share premium		20,000	0
Capital contribution		1,000	1,000
Profit and loss account	12	151,759	143,746
Total shareholders' funds	13	172,760	144,747

These financial statements were approved by the Board of Directors on 24 February 2009.

Signed on behalf of the Board of Directors



Director

Anglo American Capital plc

Notes to the accounts (continued) Year ended 31 December 2008

1. Accounting policies

The financial statements have been prepared in accordance with applicable United Kingdom law and generally accepted accounting principles (UK GAAP). The financial information has been prepared under a historical cost basis as modified by the revaluation of certain financial instruments. The particular accounting policies adopted have been applied consistently throughout the current and prior year.

Going concern

The financial statements have been prepared on a going concern basis. The assessment and viability of adopting this basis has been addressed in the Directors' report.

Preference shares

Under FRS 25 "Financial Instruments: Presentation", where the terms of issuance require the issuer to redeem preference shares for a fixed or determinable amount at a fixed or determinable future date, or where the holder has the option of redemption, these shares are classified as liabilities and the dividends paid on these shares classified as a finance cost. When preference shares are non-redeemable, the appropriate classification is determined by the other rights that attach to them which are not at the discretion of the directors. The Company's preference shares entitle the holders to a fixed cumulative dividend of 3% per annum and these shares are, therefore, considered financial liabilities.

Foreign currency

Foreign currency transactions during the year have been translated and included in the financial statements at the rates of exchange prevailing at the time those transactions were executed. Monetary assets and liabilities denominated in foreign currencies have been translated at the rates of exchange prevailing at the balance sheet date. Profits and losses arising on foreign currency transactions and balances are recognised in the profit and loss account.

Taxation

Current tax, including UK Corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date. Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that they are regarded, as more likely than not, to be recovered. Deferred tax assets and liabilities are not discounted.

Derivative financial instruments and hedge accounting

In order to manage its exposure to foreign exchange and interest rate risks, the Company enters into foreign exchange forward, interest rate, and cross currency interest rate swap contracts. Net income or expense associated with interest rate swap agreements is recognised on an accruals basis over the life of the swap agreements as a component of interest.

All derivatives are held at fair value in the balance sheet within other financial assets (derivatives) or other financial liabilities (derivatives) and, when designated as a fair value hedge, are classified as current or non-current depending on the maturity of the derivative. Derivatives that are not classified as hedges are deemed to be current regardless of maturity date.

For an effective hedge of an exposure to changes in fair value, the hedged item is adjusted for changes in the fair value attributable to the risk being hedged with the corresponding entry in the profit and loss

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Notes to the accounts (continued) Year ended 31 December 2008

1. Accounting policies (continued)

account. Gains or losses from revaluing the associated derivative are also recognised in the profit and loss account, resulting in an offset.

Where, during the life of the hedge relationship the hedge becomes ineffective, hedge accounting is discontinued and the future fair value changes on the hedge instrument are recorded in the profit and loss account but are no longer offset with the fair value changes of the underlying hedged item.

Changes in fair value of any derivative instruments that are not hedge accounted are recognised immediately in the profit and loss account and are classified within net finance costs.

Bank borrowings

Interest bearing bank loans and overdrafts are recorded at the proceeds received, net of direct transaction costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accrual basis and charged to the profit and loss account using the effective interest method. They are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

Cash flows

As the Company is a wholly owned subsidiary, the cash flows of the Company are included in the consolidated cash flow statement of its parent undertaking. Consequently the Company is exempt, under the provisions of Financial Reporting Standard 1 (Revised 1996) – “Cash flow statements”, from publishing a separate cash flow statement.

Investments

Investments comprise short term, highly liquid investments that are readily convertible to a known amount of cash and that are subject to an insignificant risk of changes in value. The classification of the items reported as Investments has changed from Cash and Cash equivalents as reported in prior year Financial Statements. The new classification is deemed to be more appropriate.

Reporting currency

As permitted by UK Company law, the Company reports in US dollars, the currency in which most of its business is conducted.

2. Information regarding directors and employees

The Company has no employees (2007: Nil). The directors received no remuneration in respect of their services to the Company (2007: \$Nil).

3. Operating loss

Operating loss is stated after charging:

US\$ '000	2008	2007
Auditors' remuneration for audit of Anglo American Capital plc	13	17
Anglo American Services (UK) Ltd management fees	1,304	1,648
	1,317	1,665

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Notes to the accounts (continued) Year ended 31 December 2008

4. Net finance costs

Fair value losses on derivatives, presented below, include the mark-to-market value of changes of interest rate derivatives and currency derivatives designated as fair value hedges, net of fair value changes in the associated hedged risk.

US\$ '000	2008	2007
Interest receivable and similar income		
Interest income	14,495	13,022
Foreign exchange gains	-	2,355
Interest receivable from group companies:		
Anglo American plc	9,072	139,520
Other group companies	772,108	518,192
Interest receivable and similar income	795,675	673,089
Interest payable and similar charges		
Bank loans and overdrafts	(256,335)	(197,845)
Interest payable to group companies	(244,263)	(271,509)
Other charges	(3,510)	-
Foreign Exchange Losses	(22,180)	-
Fair value losses on derivatives	(47,604)	(681)
Interest payable and similar charges	(573,892)	(470,035)
Net finance income	221,783	203,054

5(a). Tax charge on profit on ordinary activities

US\$'000	2008	2007
Current tax		
UK corporation tax on profits for the year (28.5%)	(6,553)	(6,041)
Double tax relief	6,553	6,041
Adjustment in respect of prior periods	(1,900)	(85)
Overseas tax - Withholding tax	(6,553)	(6,041)
Group relief	-	(54,461)
Tax charge on profit on ordinary activities	(8,453)	(60,587)

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Notes to the accounts (continued) Year ended 31 December 2008

5(b). Factors affecting tax charge for year

US\$'000	2008	2007
Profit on ordinary activities before tax	220,466	201,389
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28.5% (2007: 30%)	62,833	60,416
Expenses not deductible for tax purposes	1,081	85
Adjustment in respect of prior periods	1,900	85
Interest on preference shares	1	1
Group relief received for nil consideration	(57,362)	
Current tax charge for the year	8,453	60,587

6. Financial liabilities

In 2008, the Company renegotiated the US\$6 billion Euro Medium Term Note programme. Under the programme the Company issued a €1 billion five year 5.875% bond and a £400 million seven year 6.875% bond in 2008. In previous years, under the same programme, the Company issued a number of bonds through reverse enquiries. All notes are guaranteed by Anglo American plc. Any bonds issued in currencies other than US\$ are hedged to US\$, and any fixed interest rates are swapped to result in floating interest rates being paid. Hedge accounting is undertaken for a £300 million, £400 million and the €1 billion bonds and the related interest rate swaps.

Fair values of financial liabilities

The carrying value and fair value of financial liabilities are as follows:

US\$ '000	2008		2007	
	Fair values	Carrying value	Fair values	Carrying value
Other creditors (interest accruals)	138,568	138,568	56,517	56,517
Amounts payable for group relief	0	0	54,461	54,461
Other financial liabilities (derivatives)	588,289	588,289	227,642	227,642
Current external borrowings	4,465,532	4,465,523	4,278,586	4,278,586
Current borrowings from group companies	11,873,893	11,873,893	12,306,395	12,306,395
Anglo American plc Preference shares	1,181,775	1,181,775	-	-
Non-current external borrowings	4,442,486	4,928,604	793,092	792,348
Financial Liabilities designated at FV through P&L	12,703	12,703	-	-
Total financial liabilities	22,703,325	23,189,434	17,716,772	17,716,028

Fair value is determined by reference to quoted market prices for similar issues, where applicable; otherwise the directors consider that the carrying value is a good approximation to fair value.

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Notes to the accounts (continued) Year ended 31 December 2008

6. Financial Liabilities (continued)

In accordance with FRS 25 “Financial Instruments: Presentation” and FRS 26 “Financial Instruments: Recognition and Measurement”, the borrowings are presented on an unhedged basis. The fair value of associated derivatives is recorded separately within ‘Other financial assets’ and ‘Other financial liabilities’ (see note 7).

In accordance with exemptions under FRS 29 ‘Financial Instruments: Disclosures’, the Company has not presented the financial instruments disclosures required by the standard, as disclosures which comply with the standard are included in the Group’s consolidated financial statements, hence exempts the Company from this disclosure.

Maturity profile

The maturity profile of the Company’s borrowings at 31 December 2008 was as follows; all liabilities are unsecured:

US\$ '000	Within 1 year or on demand	Between 1-2 years	Between 2-5 years	After 5 years	Total
At 31 December 2008					
Bank loans and overdrafts	3,956,422	-	-	-	3,956,422
Bond issues	154,015	502,703	2,316,007	1,961,360	4,934,085
Commercial paper	355,086	-	-	-	355,086
Preference shares	-	-	-	79	79
Intercompany borrowings	13,055,668	-	-	-	13,055,668
Total borrowings (excluding hedges)	17,521,191	502,703	2,316,007	1,961,439	22,301,340

US\$ '000	Within 1 year or on demand	Between 1-2 years	Between 2-5 years	After 5 years	Total
At 31 December 2007					
Bank loans and overdrafts	933,086	-	-	-	933,086
Bond issues	1,450,262	125,324	667,024	-	2,242,610
Commercial Paper	1,895,238	-	-	-	1,895,238
Preference shares	-	-	-	79	79
Intercompany borrowings	12,306,395	-	-	-	12,306,395
Total borrowings (excluding hedges)	16,584,981	125,324	667,024	79	17,377,408

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Notes to the accounts (continued) Year ended 31 December 2008

6. Financial Liabilities (continued)

The effect of derivatives used to hedge interest and currency risk is as follows:

US\$ '000	Within 1 year or on demand	Between 1-2 years	Between 2-5 years	After 5 years	Total
At 31 December 2008					
Total borrowings	17,521,191	502,703	2,316,007	1,961,439	22,301,340
Effect of interest rate swaps	98	-	-	(139,505)	(139,407)
Effect of currency derivatives	(19,328)	49,586	(9,015)	443,376	464,619
Total hedged borrowings	17,501,961	552,289	2,306,992	2,265,310	22,626,552

US\$ '000	Within 1 year or on demand	Between 1-2 years	Between 2-5 years	After 5 years	Total
At 31 December 2007					
Total borrowings	16,584,981	125,324	667,024	79	17,377,408
Effect of interest rate swaps	735	-	7,988	-	8,723
Effect of currency derivatives	(389,778)	-	-	-	(389,778)
Total hedged borrowings	16,195,938	125,324	675,012	79	16,996,353

Currency and interest rate profile

The exposure of the Company to interest rate and currency risk is as follows:

US\$ '000	Total	Floating rate borrowings	Fixed rate borrowings	Effective interest rate %	Weighted average for which rate is fixed in years
At 31 December 2008					
US\$	6,192,835	6,192,835			
Sterling	1,185,213	82,905	1,102,308	6.22	6.32
Euro	1,686,995	245,813	1,441,182	5.88	6.30
Other currencies	329,083	164,067	165,017	0.77	0.27
Gross borrowings (excluding hedges)	9,394,127	6,685,620	2,708,507	5.70	5.94
Derivatives	588,289				
Other financial liabilities (non-interest bearing)	12,703				
Total financial liabilities⁽¹⁾	9,995,119				

⁽¹⁾ Excludes other creditors and amounts payable for group relief

Interest on floating rates is based on the relevant national inter-bank rates.

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Notes to the accounts (continued) Year ended 31 December 2008

6. Financial Liabilities (continued)

US\$ '000	Total	Floating rate borrowings	Fixed rate borrowings	Effective interest rate %	Weighted average for which rate is fixed in years
At 31 December 2007					
US\$	1,979,619	1,979,619	-	-	-
Sterling	606,442	18,928	587,514	5.27	0.81
Euro	1,886,153	435,891	1,450,262	3.63	0.29
Other currencies	465,634	331,358	134,276	0.77	0.08
Gross borrowings (excluding hedges)	4,937,848	2,765,796	2,172,052	2.41	1.17
Derivatives	227,642				
Total financial liabilities⁽¹⁾	5,165,490				

Undrawn committed borrowing facilities

The Company is a borrower under a US\$2.5 billion (2007: US\$2.5 billion) committed facility (maturing in March 2012), guaranteed by Anglo American plc. As at 31 December 2008 US\$500 million was drawn under this committed facility (2007: US\$800 million drawn). Group also secured access to a US\$10 billion borrowing facility which has been reduced to US\$2.86 billion committed facility (maturing in December 2009) due to bond issuances and receipts from disposal proceeds as specified in the agreement. As at 31 December 2008 US\$1,050 million was drawn under this committed facility. The Company is a borrower under a US\$4.5 billion committed facility (maturing in June 2011). As at 31 December 2008 US\$2,250 million was drawn under term loan portion of the facility and US\$2,250 million under revolving credit portion of the facility.

7. Other financial assets/liabilities

In accordance with FRS 25 and 26, the fair values of all derivatives and financial assets and liabilities designated as fair value through P&L are separately recorded on the balance sheet within 'Other financial assets' and 'Other financial liabilities'. Derivatives which are designated as a hedge are classified as current or non-current depending on their maturity. Derivatives not designated as a hedge are classified as current. Derivatives are only used to hedge fluctuations in foreign exchange rates and interest rates. They are not used for speculative purposes.

Foreign exchange risk

The Company uses currency swaps to limit the effects of movements in exchange rates on foreign currency denominated liabilities.

Interest rate risk

The Company uses interest rate swap contracts to manage its exposure to interest rate movements on a portion of its existing debt.

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Notes to the accounts (continued) Year ended 31 December 2008

7. Other financial assets/liabilities (continued)

Liquidity risk

The Company ensures that there are sufficient committed loan facilities in order to meet short term business requirements, after taking into account cash flows from operations and its holdings of cash and cash equivalents, as well as any distribution restrictions that exist.

The Company's ability to continue as a going concern is assessed in conjunction with the Group, as its viability is dependant on the ability of other group companies to settle their intercompany balances with the Company. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance and the intended refinancing of the facility above, show that the Group will be able to operate within the level of its current facilities for the foreseeable future. The directors of the company are satisfied after appropriate consultation with the directors of Anglo American plc that the Group has adequate resources to continue in operational existence for foreseeable future.

Fair value hedges

Interest rate swaps have been taken out to protect the Company's fixed rate borrowings against future interest rate movements and the majority are designated as fair value hedges. The respective carrying values of the hedged debt are adjusted to reflect the fair value of the interest rate risk being hedged. Subsequent changes in the fair value of the hedged risk are offset against fair value changes in the interest rate swap and classified within financing costs in the profit and loss account.

Non-hedge transactions

Where the Company has chosen not to designate derivatives as hedges, fair value changes are recognised through the profit and loss account and are classified within finance costs. The fair values of the open derivative positions as at 31 December 2008 are as follows:

US\$ '000	Asset	Liability
Current		
Non hedge		
Cross currency swap	39,738	504,357
Interest rate swap	-	98
Forward foreign currency	61,876	30,269
Commodity forward	53,565	53,565
Total current derivatives	155,179	588,289
Financial assets/liabilities designated at FV through P&L	12,703	12,703
Total other financial assets/liabilities	167,883	600,992
Non current		
Fair value hedge – Interest rate swap	139,505	-
Total non current derivatives	139,505	-

Financial assets/liabilities designated at FV through P&L represent the fair value of the fully funded equity swap. The carrying fair value of the external asset is equal to the liability due to ACN 127881510 PTY LTD, a 100% owned group company, as the transaction was done on back to back basis.

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Notes to the accounts (continued) Year ended 31 December 2008

7. Other financial assets/liabilities (continued)

The fair values of the open derivative positions as at 31 December 2007 are as follows:

US\$ '000	Asset	Liability
Current		
Fair Value Hedge	-	11,969
Non hedge		
Cross currency swap	404,380	10,071
Interest rate swap	-	735
Forward foreign currency	29,327	21,890
Commodity forward	174,990	174,989
Total current derivatives	608,697	219,654
Non current		
Fair value hedge - Interest rate swaps	-	7,988
Total non current derivatives	-	7,988

8. Debtors

US\$ '000	2008	2007
Amounts due from fellow group undertakings:		
Anglo American plc	-	433,924
Other group companies	22,579,574	16,588,320
Interest receivable	87,807	33,587
	22,667,381	17,055,831

9. Financial assets

The carrying amount and fair values of financial assets are as follows:

US\$ '000	2008		2007	
	Estimated fair value	Carrying value	Estimated fair value	Carrying value
Debtors	22,667,381	22,667,381	17,055,831	17,055,831
Investments	387,425	387,425	196,247	196,247
Other financial assets (derivatives)	294,685	294,685	608,697	608,697
Financial Assets designated at FV through P&L	12,703	12,703	-	-
Total financial assets	23,362,194	23,362,194	17,860,775	17,860,775

Anglo American Capital plc

Notes to the accounts (continued) Year ended 31 December 2008

9. Financial assets (continued)

Currency and interest rate profile

The exposure of the Company to interest rate and currency risk is as follows:

Floating rate financial assets		
	Total	Total
US\$ '000	2008	2007
US\$	295,782	169,047
Sterling	91,643	27,200
Total (excluding derivatives)	387,425	196,247
Other Financial Assets	12,703	-
Derivatives	294,684	608,697
Total financial assets (excluding debtors)	694,812	804,944

Financial assets include loans to and deposits from other group companies which are denominated in a variety of currencies. Therefore entities may have both loans and deposits in different currencies which are set-off on conversion to US\$. Interest on floating rate assets is based on the relevant national inter-bank rates.

The following methods were used to estimate the fair value of the financial assets and liabilities:

Short and long-term debt

Fair value is determined by reference to quoted market prices for similar issues, where applicable, otherwise carrying value is used as an approximation to fair value.

Derivative instruments

Fair value is determined by reference to market prices where available, otherwise pricing or valuation models are applied to current market information to estimate their value.

Anglo American Capital plc

Notes to the accounts (continued) Year ended 31 December 2008

10. Preference shares

US\$'000	2008	2007
Authorised:		
50,000 3% cumulative preference shares of £1 each	79	79
Called up, allotted and fully paid:		
50,000 3% cumulative preference shares of £1 each	79	79

The 3% preference shares of £1 each entitle the holders to receive a cumulative preferential dividend at the rate of 3% per annum, on the paid up capital. On a return of capital on winding up, the holders of preference shares have the right to the repayment of a sum equal to the nominal capital and any premiums paid up or credited as paid up on the preference shares held by them, and accruals, if any, of the preferential dividend whether accrued or not up to the date of commencement of winding up.

11. Called up share capital

US\$'000	2008	2007
Authorised:		
1,000,000,000 ordinary shares of US\$1 each	1,000,000	1,000,000
	1,000,000	1,000,000
Called up, allotted and fully paid:		
1,200 ordinary shares of US\$1 each	1	1
	1	1

In 2008 the Company has issued additional 200 ordinary shares for the consideration of US\$20 million.

Anglo American Capital plc

Notes to the accounts (continued) Year ended 31 December 2008

12. Profit and loss account

US\$ '000	2008	2007
At 1 January	143,746	72,944
Profit for financial year	212,013	140,802
Dividend	(204,000)	(70,000)
At 31 December	151,759	143,746

13. Reconciliation of movements in shareholders' funds

US\$'000	2008	2007
Opening shareholders' funds	144,747	73,945
Issue of shares	20,000	-
Profit for the financial year	212,013	140,802
Dividend	(204,000)	(70,000)
Closing shareholders' funds	172,760	144,747

14. Related party transactions

At 31 December 2008, as identified in note 15, Anglo American plc is the Company's ultimate parent Company. The Company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8 – 'Related Party Disclosures' not to disclose related party transactions with Anglo American group companies. There were no other related party transactions.

15. Ultimate parent company

The immediate and ultimate parent company and controlling entity is Anglo American plc, a company incorporated in Great Britain and registered in England and Wales.

Anglo American plc is head of the largest and smallest group of undertakings of which the Company is a member and for which group accounts are prepared.

Copies of the Group accounts of Anglo American plc, which include the results of the Company, are available from Anglo American plc at 20 Carlton House Terrace, London, SW1Y 5AN.