

FINAL TERMS

26 March 2012

Anglo American Capital plc
Issue of EUR750,000,000 3.500 per cent. Guaranteed Notes due 28 March 2022
Guaranteed by Anglo American plc
under the U.S.\$10,000,000,000
Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Offering Circular dated 19 March 2012 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Offering Circular. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular. The Offering Circular is available for viewing at 20 Carlton House Terrace, London SW1Y 5AN and copies may be obtained from Citibank, N.A., London Branch, Winchester House, 1 Great Winchester Street, London EC2N 2DB.

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| 1. | (a) | Issuer: | Anglo American Capital plc |
| | (b) | Guarantor: | Anglo American plc |
| 2. | (a) | Series Number: | 32 |
| | (b) | Tranche Number: | Not Applicable |
| 3. | | Specified Currency or Currencies: | Euro (EUR) |
| 4. | | Aggregate Nominal Amount of Notes: | |
| | (a) | Series: | EUR750,000,000 |
| | (b) | Tranche: | EUR750,000,000 |
| | (c) | The Aggregate Nominal Amount of Notes issued has been translated into U.S.\$ at the rate of EUR 1.00: U.S.\$ 1.3228, producing a sum (for Notes not denominated in U.S.\$) of: | U.S.\$992,100,000 |
| 5. | | Issue Price: | 99.734 per cent. of the Aggregate Nominal Amount |
| 6. | (a) | Specified Denominations: | EUR100,000 and integral multiples of EUR1,000 in excess thereof up to and including EUR199,000. No Notes in definitive form will be issued with a denomination above EUR199,000 |
| | (b) | Calculation Amount: | EUR1,000 |
| 7. | (a) | Issue Date: | 27 March 2012 |
| | (b) | Interest Commencement Date: | Issue Date |
| 8. | | Maturity Date: | 28 March 2022 |
| 9. | | Interest Basis: | 3.500 per cent. Fixed Rate
(further particulars specified below) |
| 10. | | Redemption/Payment Basis: | Redemption at par |
| 11. | | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |
| 12. | | Put/Call Options: | Not Applicable |
| 13. | (a) | Status of the Notes | Senior |
| | (b) | Status of the Guarantee: | Senior |

14. Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note Provisions Applicable
- (a) Rate(s) of Interest: 3.500 per cent. per annum payable annually in arrear
- (b) Interest Payment Date(s): 28 March in each year commencing on 28 March 2013 up to and including the Maturity Date, not adjusted. There will be a long first coupon from (and including) 27 March 2012 to (but excluding) 28 March 2013.
- (c) Fixed Coupon Amount(s): EUR35.00 per Calculation Amount
(Applicable to Notes in definitive form)
- (d) Broken Amount(s): EUR35.10 per Calculation Amount, payable on the Interest Payment Date falling on 28 March 2013 in respect of the long first coupon.
(Applicable to Notes in definitive form)
- (e) Day Count Fraction: Actual/Actual (ICMA)
- (f) Determination Date(s): 28 March in each year
- (g) Other terms relating to the method of calculating interest for Fixed Rate Notes: None
16. Floating Rate Note Provisions Not Applicable
17. Zero Coupon Note Provisions: Not Applicable
18. Index Linked Interest Provisions: Not Applicable
19. Dual Currency Note Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

20. Issuer Call: Not Applicable
21. Investor Put: Not Applicable
22. Final Redemption Amount: EUR1,000 per Calculation Amount
23. Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 7(e)): As per Condition 7(e)

GENERAL PROVISIONS APPLICABLE TO THE BEARER NOTES

24. (a) Form: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
- (b) New Global Note: Yes
25. Additional Financial Centre(s) or other special provisions relating to Payment Days: Not Applicable
26. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No
27. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: Not Applicable
28. Details relating to Instalment Notes:

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| (a) | Instalment Amount(s): | Not Applicable |
| (b) | Instalment Date(s): | Not Applicable |
| 29. | Redenomination: | Redenomination not applicable |
| 30. | U.S. Paying Agent provisions: | Not Applicable |
| 31. | Other final terms: | Not Applicable |

DISTRIBUTION

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| 32. | (a) | If syndicated, names of Managers: | Joint Lead Managers:
Commerzbank Aktiengesellschaft
Crédit Agricole Corporate and Investment Bank
Lloyds TSB Bank plc
The Royal Bank of Scotland plc

Co-Managers:
Australia and New Zealand Banking Group Limited
Banco Bilbao Vizcaya Argentaria, S.A.
Banco Santander, S.A.
BNP Paribas
Standard Chartered Bank |
| | (b) | Stabilising Manager (if any): | The Royal Bank of Scotland plc |
| | (c) | Date of Subscription Agreement: | 26 March 2012 |
| 33. | | If non-syndicated, name of relevant Dealer: | Not applicable |
| 34. | | U.S. Selling Restrictions: | Regulation S Compliance Category 2; TEFRA D |
| 35. | | Additional selling restrictions: | Not Applicable |

36. LISTING

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| (a) | Listing admission to trading: | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market and to be listed on the Official List of the UK Listing Authority with effect from 27 March 2012 |
| (b) | Estimate of total expenses related to admission to trading: | £3,650 |

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the London Stock Exchange's regulated market and listing on the Official List of the UK Listing Authority of the Notes described herein pursuant to the U.S.\$10,000,000,000 Euro Medium Term Note Programme of Anglo American plc and Anglo American Capital plc.


RESPONSIBILITY

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: 
Duly authorised

Signed on behalf of the Guarantor:

By: 
Duly authorised

PART B – OTHER INFORMATION

1. RATINGS

Ratings:

The Notes to be issued have been rated Baa1 by Moody's Investors Service Ltd. and BBB+ by Standard & Poor's Credit Market Services France SAS. Each of Moody's Investors Service Ltd. and Standard & Poor's Credit Market Services France SAS is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the "CRA Regulation"). As such, each of Moody's Investors Service Ltd. and Standard & Poor's Credit Market Services France SAS is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation.

2. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

3. YIELD (Fixed Rate Notes only)

Indication of yield:

3.532 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

4. OPERATIONAL INFORMATION

(i) ISIN Code: XS0764637194

(ii) Common Code: 076463719

(iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable

(iv) Delivery: Delivery against payment

(v) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

(vi) Intended to be held in a manner which would allow Eurosystem eligibility: Yes

Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.