

FINAL TERMS

19 November 2013

Anglo American Capital plc
Issue of EUR 600,000,000 2.875 per cent. Guaranteed Notes due 20 November 2020
Guaranteed by Anglo American plc
under the U.S.\$15,000,000,000
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 17 April 2013 as supplemented by the Supplemental Offering Circular dated 11 November 2013 which together constitute 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 as so supplemented. 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 as so supplemented. The Offering Circular and the supplement to it are published on the website of the London Stock Exchange through a regulatory information service.

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| 1. | (a) | Issuer: | Anglo American Capital plc |
| | (b) | Guarantor: | Anglo American plc |
| 2. | (a) | Series Number: | 37 |
| | (b) | Tranche Number: | 1 |
| | (c) | Date on which the Notes will be consolidated and form a single Series: | Not Applicable |
| 3. | | Specified Currency or Currencies: | Euro (EUR) |
| 4. | | Aggregate Nominal Amount of Notes: | |
| | (a) | Series: | EUR 600,000,000 |
| | (b) | Tranche: | EUR 600,000,000 |
| 5. | | Issue Price: | 99.395 per cent. of the Aggregate Nominal Amount |
| 6. | (a) | Specified Denominations: | EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000 |
| | (b) | Calculation Amount: | EUR 1,000 |
| 7. | (a) | Issue Date: | 20 November 2013 |
| | (b) | Interest Commencement Date: | Issue Date |
| 8. | | Maturity Date: | 20 November 2020 |
| 9. | | Interest Basis: | 2.875 per cent. Fixed Rate
(see paragraph 14 below) |
| 10. | | Redemption Basis: | Subject to any purchase and cancellation or early redemption the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |
| 11. | | Change of Interest Basis: | Not Applicable |
| 12. | | Put/Call Options: | Not Applicable |
| 13. | | Date Board approval for issuance of Notes and Guarantee obtained: | Not Applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions	Applicable
	(a) Rate(s) of Interest:	2.875 per cent. per annum payable in arrear on each Interest Payment Date
	(b) Interest Payment Date(s):	20 November in each year, commencing on 20 November 2014, up to and including the Maturity Date, not adjusted
	(c) Fixed Coupon Amount(s):	EUR 28.75 per Calculation Amount
	(d) Broken Amount(s):	Not Applicable
	(e) Day Count Fraction:	Actual/Actual (ICMA)
	(f) Determination Date(s):	20 November in each year
15.	Floating Rate Note Provisions	Not Applicable
16.	Zero Coupon Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17.	Notice periods for Condition 6(b):	Minimum period: 30 days Maximum period: 60 days
18.	Issuer Call:	Not Applicable
19.	Investor Put:	Not Applicable
20.	Final Redemption Amount:	EUR 1,000 per Calculation Amount
21.	Early Redemption Amount payable on redemption for taxation reasons or on event of default:	As set out in Condition 6(e)

GENERAL PROVISIONS APPLICABLE TO THE BEARER NOTES

22.	(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
23.	Additional Financial Centre(s):	Not Applicable
24.	Talons for future Coupons to be attached to definitive Notes:	No
25.	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
26.	LISTING	
	(a) Listing and 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 20 November 2013.
	(b) Estimate of total expenses related to admission to trading:	£3,650

Signed on behalf of the Issuer:

By: D. Smailer
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:

Baa2 by Moody's Investors Service Ltd.

BBB by Standard & Poor's Credit Market Services
France SAS

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. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and the Guarantor and their affiliates in the ordinary course of business.

3. YIELD (Fixed Rate Notes only)

Indication of yield:

2.972 per cent. per annum

4. OPERATIONAL INFORMATION

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| (i) | ISIN Code: | XS0995040051 |
| (ii) | Common Code: | 099504005 |
| (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 |