



**ANGLO AMERICAN PLC/ANGLO AMERICAN CAPITAL PLC**  
*(each incorporated with limited liability in England)*

**U.S.\$10,000,000,000**

**Euro Medium Term Note Programme**

unconditionally and irrevocably guaranteed  
in the case of Notes issued by Anglo American Capital plc by

**Anglo American plc**

This Supplementary Offering Circular (the “**Supplementary Offering Circular**”, which definition shall also include all information incorporated by reference herein), to the Offering Circular dated 19 March 2012 (the “**Offering Circular**”), which comprises a base prospectus, constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the “**FSMA**”) and is prepared in connection with the U.S.\$10,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) established by Anglo American plc (“**Anglo American**”) and Anglo American Capital plc (“**Anglo American Capital**”) (each an “**Issuer**” and together, the “**Issuers**”).

Terms defined in the Offering Circular have the same meanings when used in this Supplementary Offering Circular. This Supplementary Offering Circular is supplemental to, and should be read in conjunction with, the Offering Circular and all documents which are incorporated herein or therein by reference.

The Issuers and the Guarantor accept responsibility for the information contained in this Supplementary Offering Circular. To the best of the knowledge of the Issuers and the Guarantor (each having taken all reasonable care to ensure that such is the case) the information contained in this Supplementary Offering Circular is in accordance with the facts and does not omit anything likely to affect the import of such information.

The purpose of this Supplementary Offering Circular is to:

- (i) incorporate by reference in the Offering Circular the unaudited consolidated financial statements of Anglo American for the six months ended 30 June 2012; and
- (ii) update the no significant change statement of Anglo American and the Group in the section of the Offering Circular entitled “*General Information*”,

each as described in further detail below.

### **Incorporation by reference of the unaudited consolidated financial statements for the six months ended 30 June 2012**

On 27 July 2012, Anglo American published its Half Year Financial Report for the six months ended 30 June 2012 (the “**Half Year 2012 Financial Report**”) which contained at pages 37 to 64 (inclusive) the unaudited consolidated condensed financial statements of Anglo American for the six months ended 30 June 2012 (such pages within the Half Year 2012 Financial Report, the “**Half Year 2012 Financial Statements**”). A copy of the Half Year 2012 Financial Report has been filed with the Financial Services Authority and by virtue of this Supplementary Offering Circular, the Half Year 2012 Financial Statements are incorporated in, and form part of, the Offering Circular.

Any non-incorporated parts of the Half Year 2012 Financial Report referred to herein are either deemed not relevant for an investor or are otherwise covered elsewhere in the Offering Circular.

### **General Information**

There has been no significant change in the financial or trading position of Anglo American and the Group since 30 June 2012.

The Offering Circular and this Supplementary Offering Circular can be viewed on the website of the Regulatory News Service operated by the London Stock Exchange at [www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html).

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplementary Offering Circular except where such information or other documents are specifically incorporated by reference in, or attached to, this Supplementary Offering Circular.

To the extent that there is any inconsistency between (a) any statement in this Supplementary Offering Circular or any statement incorporated by reference in the Offering Circular by this Supplementary Offering Circular and (b) any other statement in or incorporated by reference in the Offering Circular, the statements in this Supplementary Offering Circular will prevail.

Save as disclosed in this Supplementary Offering Circular, no other significant new factor, material mistake or inaccuracy relating to information included in the Offering Circular has arisen or been noted, as the case may be, since the publication of the Offering Circular.

Investors should be aware of their rights under Section 87Q(4) of the FSMA.