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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF THE MARKET ABUSE REGULATION (EU) 596/2014, AS IT FORMS PART OF DOMESTIC LAW BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018

# ANGLO AMERICAN CAPITAL PLC $^{[1]}$ ANNOUNCES EARLY PARTICIPATION RESULTS OF ITS CAPPED TENDER OFFERS FOR CERTAIN U.S. DOLLAR AND EURO DENOMINATED NOTES DUE 2027 TO 2029

#### March 12, 2025

Anglo American Capital plc (the "Company") announces the early participation results of its previously announced offers to purchase for cash the outstanding notes guaranteed by Anglo American plc  $^{[2]}$  (the "Parent Company") of the series described in the table below (the "Notes") upon the terms of, and subject to the conditions as set out in, the offer to purchase dated February 26, 2025 (the "Offer to Purchase"). Each offer to purchase each series of Notes is referred to herein as an "Offer" and the offers to purchase the Notes as the "Offers." Capitalised terms not otherwise defined in this announcement have the same meaning as assigned to them in the Offer to Purchase.

### Early Participation Results of the Tender Offers

The following table sets forth the aggregate principal amounts of Notes validly tendered and not validly withdrawn in the Offers at or prior to 5:00 p.m., New York City time, on March 11, 2025 (the "Early Tender Time"), as reported by the Information and Tender Agent:

Title of Notes	ISIN/ CUSIP	Principal Amount Outstanding	Acceptance Priority Level	Aggregate Principal Amount Tendered	
Pool 1 Notes - Offers subject to the Pool 1 Maximum Tender Amount <sup>(1)</sup>					
650,000,000 4.000% Senior Notes (the "September 2027 Dollar Notes")	Rule 144A: US034863AT77 / 034863AT7 Reg S: USG0446NAN42 / G0446NAN4	650,000,000	1	393,976,000	
700,000,000 4.750%Senior Notes (the "April 2027 Dollar Notes")	Rule 144A: US034863AR12 / 034863AR1 Reg S: USG0446NAL85 / G0446NAL8	700,000,000	2	442,582,000	
Pool 2 Notes - Offers subject to the Pool 2 Maximum Tender Amount <sup>(1)</sup>					
500,000,000 2.250%Senior Notes (the "2.250%March 2028 Dollar Notes")	Rule 144A: US034863AZ38 / 034863AZ3 Reg S: USG0446NAU84 / G0446NAU8	500,000,000	1	379,900,000	
6500,000,000 4.500% Guaranteed Notes (the "September 2028 Euro Notes")	XS2598746290	€500,000,000	2	€260,809,000	
650,000,000 4.500% Senior Notes (the "4.500% March 2028 Dollar Notes")	Rule 144A: US034863AU41 / 034863AU4 Reg S: USG0446NAP99 / G0446N AP9	650,000,000	3	195,330,000	
€500,000,000 3.750% Guaranteed Notes (the "June 2029 Euro Notes")	XS2779881601	€500,000,000	4	€282,619,000	

### Notes:

## Consideration for the Notes

Holders that validly tendered and did not validly withdraw their Notes at or prior to the Early Tender Time and whose Notes are accepted for purchase will receive the Total Consideration, together with an amount equal to the Accrued Interest thereon. When calculated in this manner, the Total Consideration already includes the Early Tender Premium. The Total Consideration for each series of Notes accepted for purchase will be determined at 10:00 a.m., New York City time, on March 12, 2025 in accordance with standard market practices and as described in the Offer to Purchase.

In addition to the Total Consideration and Late Tender Offer Consideration, as applicable, Holders whose Notes are accepted for purchase will be paid the Accrued Interest thereon. The purchase price for the Dollar Notes and the Euro Notes will be paid in U.S. Dollars and Euro, respectively.

The Company will announce, amongst other things, the amount of each series of Notes validly tendered at or prior to the Early Tender Time and accepted for purchase on the Early Settlement Date, any proration factor in respect of the Notes settled on the Early Settlement Date, the Total Consideration and Late Tender Offer Consideration for each series of Notes as soon as reasonably practicable after the Price Determination Date.

The Pool MaximumTender Amounts represent the maximumaggregate principal amount that may be purchased among the relevant series of Notes within the relevant Pool.

In respect of accepted Notes that were delivered at or prior to the Early Tender Time, the Company expects the Early Settlement Date to occur on March 14, 2025, the third business day after the Early Tender Time.

#### Increases to Pool Maximum Tender Amounts; Acceptance Priority Levels and Proration

It is currently the Company's intention to increase the Pool 1 Maximum Tender Amount to an amount that would be equivalent to an aggregate Total Consideration (excluding Accrued Interest) payable in respect of Pool 1 Notes of approximately 500,000,000 and (ii) to increase the Pool 2 Maximum Tender Amount to an amount that would be equivalent to an aggregate Total Consideration (excluding Accrued Interest) payable in respect of Pool 2 Notes of approximately 500,000,000.

The amount of Notes that will be purchased in the relevant Offer will be based on the applicable Acceptance Priority Level set forth in the table above and each Pool is subject to the relevant pool Maximum Tender Amount. Purchases of the Notes in respect of all Pools may be prorated. As a result, all Notes within a Pool validly tendered and not validly withdrawn at or prior to the Early Tender Time having a higher Acceptance Priority Level (with 1 being higher) will be accepted before any tendered Notes within such Pool having a lower Acceptance Priority Level (with 2 being lower). To determine whether the relevant Pool Maximum Tender Amount has been reached, the Company will convert the aggregate principal amount of the Euro Notes validly tendered into U.S. Dollars at the FX Rate, which will be determined on the Price Determination Date.

The Company will determine that amount of each series of Notes that will be accepted following the Price Determination Time, which is the point at which the FX Rate and each Total Consideration will be determined.

Questions regarding procedures for tendering Notes may be directed to the Information and Tender Agent at +1 (212) 269 5550 or (800) 578-5378 (toll free) or +44 20 7920 9700 or by email to angloamerican@dfkingltd.com, Attention: Michael Horthman. Questions regarding the Offers may be directed to BMO Capital Markets Corp. at +1 (833) 418-0762 (toll free) or +1 (212) 702-1840 or +44 20 7665 8746 (Europe) or by email to liabilitymanagement@bmo.com, to Crédit Agricole Corporate and Investment Bank at +44 2072145553 (Europe), +1 (866) 807-6030 (toll free) or +1 (212) 261-7802 or by email to Liability.Management.Global@ca-cib.com, to Merrill Lynch International at +44 207 996 5420 (Europe) or +1 (888) 292-0070 (toll free) or +1 (980) 387-3907 or by email to DG.LM-EMEA@bofa.com, to RBC Europe Limited at +44 20 7029 7420 or by email to liability.management@rbccmcom and to RBC Europe Limited at +44 20 7029 7420 or by email to liability.management@rbccmcom. This announcement is for informational purposes only and does not constitute an offer to buy, or a solicitation of an offer to sell, any security. No offer, solicitation, or sale will be made in any jurisdiction in which such an offer, solicitation, or sale would be unlawful. The Offers are only being made pursuant to the Offer to Purchase. Holders of the Notes are urged to carefully read the Offer to Purchase before making any decision with respect to the Offers.

This announcement is released by Anglo American Capital plc and contains inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014, as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (UK MAR), encompassing information relating to the Offers described above. For the purposes of UK MAR and the Implementing Technical Standards, this announcement is made by Clare Davage (Company Secretary) at Anglo American Capital plc.

## Offer and Distribution Restrictions

### Italy

None of the Offers, this announcement, the Offer to Purchase or any other documents or materials relating to the Offers has been or will be submitted to the clearance procedures of the Commissione Nazionale per le Società e la Borsa ("CONSOB") pursuant to Italian laws and regulations. Each Offer is being carried out in the Republic of Italy ("Italy") as an exempt offer pursuant to article 101-bis, paragraph 3-bis of the Legislative Decree No. 58 of February 24, 1998, as amended (the "Financial Services Act") and article 35-bis, paragraph 4 of CONSOB Regulation No. 11971 of May 14, 1999, as amended. Holders or beneficial owners of the Notes that are located in Italy can tender Notes for purchase in the Offers through authorized persons (such as investment firms, banks or financial intermediaries permitted to conduct such activities in Italy in accordance with the Financial Services Act, CONSOB Regulation No. 20307 of February 15, 2018, as amended from time to time, and Legislative Decree No. 385 of September 1, 1993, as amended) and in compliance with any other applicable laws and regulations and with any requirements imposed by CONSOB or any other Italian authority.

Each intermediary must comply with the applicable laws and regulations concerning information duties vis-à-vis its clients in connection with the Notes and/or the Offers.

### United Kingdom

The communication of this announcement and the Offer to Purchase and any other documents or materials relating to the Offers is not being made by and such documents and/or materials have not been approved by an "authorised person" for the purposes of section 21 of the Financial Services and Markets Act 2000 ("FSMA 2000"). Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials is exempt from the restriction on financial promotions under section 21(1) of the FSMA on the basis that it is only directed at and may only be communicated to: (1) those persons who are existing members or creditors of the Company or other persons falling within Article 43 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005; or (2) any other persons to whom such documents and/or materials may lawfully be communicated in accordance with the Financial Promotion Order (all such persons together referred to as "relevant persons"). This announcement, the Offer to Purchase and any other documents or materials relating to the Offers are only available to relevant persons who is not a relevant person should not act or rely on this announcement or any of its contents.

### France

The Offers are not being made, directly or indirectly to the public in the Republic of France ("France"). Neither this announcement, the Offer to Purchase or any other document or material relating to the Offers has been or shall be distributed in France other than to qualified investors as defined in Article 2(e) of the Regulation (EU) 2017/1129 (the "Prospectus Regulation"). None of this announcement, the Offer to Purchase or any other document or materials relating to the Offers have been or will be submitted for clearance to nor approved by the *Autorité des Marchés Financiers*.

### Belgium

The Offers are not being made, and will not be made or advertised, directly or indirectly, to any individual in Belgium qualifying as a consumer within the meaning of Article I.1, 20 of the Belgian Code of Economic Law, as amended from time to time (a "Belgian Consumer") and this announcement the Offer to Purchase or any other documents or materials relating to the Offers

have not been and shall not be distributed, directly or indirectly, in Belgium to Belgian Consumers.

#### Genera

This announcement does not constitute an offer to buy or the solicitation of an offer to sell Notes (and tenders of Notes in the Offers will not be accepted from Holders) in any circumstances in which such offer or solicitation or acceptance is unlawful. In those jurisdictions where the securities, blue sky or other laws require the Offers to be made by a licensed broker or dealer and any Dealer Manager or any of the Dealer Managers' affiliates is such a licensed broker or dealer in any such jurisdiction, the Offers shall be deemed to be made by such Dealer Manager or such Dealer Manager's affiliate, as the case may be, on behalf of the Company in such jurisdiction.

Each tendering Holder participating in the Offers will be deemed to give certain agreements, acknowledgments, representations, warranties and undertakings in respect of the jurisdictions referred to above and generally as set out in the section of the Offer to Purchase titled "The Terms of the Offers-Procedures for Tendering Notes" in the Offer to Purchase. Any tender of Notes for purchase pursuant to the Offers from a Holder that is unable to make these agreements, acknowledgments, representations, warranties and undertakings will not be accepted. Each of the Company, the Parent Company, the Dealer Managers and the Information and Tender Agent reserves the right, in its sole and absolute discretion, to investigate, in relation to any tender of Notes for purchase pursuant to the Offers, whether any such representation given by a Holder is correct and, if such investigation is undertaken and as a result the Company determines (for any reason) that such representation is not correct, such tender shall not be accepted. None of the Company, the Parent Company, the Dealer Managers and the Information and Tender Agent is under any obligation to make such investigation.

[1]	
[1]	(LEI TINT358G1SSHR3L3PW36)

[2] (LEI 549300S9XF92D1X8ME43)

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