
ANGLO AMERICAN HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

ANGLO AMERICAN HOLDINGS LIMITED

COMPANY INFORMATION

Directors	M T S Walker (appointed 12 March 2019) Z Quattrocchi (appointed 2 September 2019) D Smailes (resigned 31 July 2019) C W Miller (resigned 29 March 2019) A C MacPherson R J B Price
Company secretary	Anglo American Corporate Secretary Limited
Registered number	03734784
Registered office	20 Carlton House Terrace London United Kingdom SW1Y 5AN
Independent auditor	Deloitte LLP Statutory Auditor Hill House 1 Little New St London United Kingdom EC4A 3TR
Bankers	Barclays Bank PLC 1 Churchill Place Canary Wharf London E14 5HP

ANGLO AMERICAN HOLDINGS LIMITED

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**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019**

Introduction

The Company is a holding company, which holds investments in Jersey, Mauritius, Ireland and Bermuda. The future performance depends on the trading results of its principal subsidiaries.

Business review

As shown in the Company's Profit and loss account, the Company has a loss for the year of \$165,538,000 compared to a loss of \$165,511,000 in the prior year. The Balance sheet shows that the Company's financial position at the year end is, in net asset terms, broadly consistent with the prior year.

Principal risks and uncertainties and financial risk management policies

The directors consider the risks attached to the Company's financial instruments which principally comprise loans to other group companies. The directors have taken a prudent approach in their consideration of the various risks attached to the financial instruments of the Company. The Company's exposure to price risk, credit risk, liquidity risk and cash flow risk is not material for the assessment of assets, liabilities and the financial statements. Credit risk is not considered to be material on the basis that the Company's debtor balances are due from other companies within the Anglo American Group.

Key performance indicators

The directors consider the Company's key performance indicator to be the financial performance of its subsidiaries. The performance of these subsidiaries is monitored by the directors by way of management reports.

Section 172(1) statement

The Anglo American Holdings Limited Board is cognisant of its legal duty to act in good faith and to promote the success of the Company for the benefit of its shareholders and with regard to the interests of stakeholders and other factors. These include the likely consequences of any decisions we make in the long term; the need to foster the relationships we have with all our stakeholders; the interests of our employees; the impact our operations have on the environment and local communities; and the desire to maintain a reputation for high standards of business conduct.

The Board received an update on the Companies (Miscellaneous Reporting) Regulations 2018 amongst other things.

Stakeholder considerations are integral to discussions at Board meetings and the decisions we make take into account any potential impacts on them and the environment. Like any business, we are aware that some of the decisions we make may have an adverse impact on certain stakeholders.

By listening to, understanding and engaging with our stakeholders, the Board endeavours to live up to their expectations, by staying true to the Purpose and making decisions in accordance with our Values.

Our Purpose and Values

The Board recognises the role of the Company business in society and within the Anglo American Group. The Group's purpose is summarised as 'to re-imagine mining to improve people's lives', and the Company is focused on contributing to the achievement of this purpose.

The Group's Values: Safety; Care and Respect; Integrity; Accountability; Collaboration; and Innovation guide our behaviour and shape our culture, and are fundamental to creating enduring benefit for all our employees, shareholders, and stakeholders in a way that demonstrably improves people's lives.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

Engaging our stakeholders

Healthy stakeholder relationships help us to better communicate how our business decisions, activities and performance are likely to affect or be of significant interest to our stakeholders, and provide the opportunity to co-create effective and lasting solutions to business and other challenges.

The Company's stakeholders include our host communities, governments, industry peers and broader civil society in addition to our shareholders.

Long Term Decision Making

The Board took a range of factors and stakeholder considerations into account when making decisions in the year. Decisions are made within the context of the long term factors that may impact the Company and its stakeholders.

Relationships with Suppliers and Customers

The Company aims to be a valued and trusted partner to all members of the industry. This includes the suppliers and customers that we operate with.

This report was approved by the board on 15 April 2020 and signed on its behalf.

C Murphy

For and on behalf of

Anglo American Corporate Secretary Limited

Secretary

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors present their annual report and the audited financial statements for the year ended 31 December 2019.

Principal activity

The Company holds investments in subsidiaries incorporated in Jersey, Bermuda, Mauritius and Ireland. Future performance depends largely on the trading results of its subsidiaries which the directors believe to be satisfactory. The Company also pays a fixed dividend on its 8% preference shares and 8.3% preference shares. There have not been any significant changes in the Company's principal activities in the year under review.

Results and dividends

During the year, the directors declared and paid dividends to the holder of the Company's Class B shares of \$66,907,347 (2018 - \$30,300,000).

The loss for the year, after taxation, amounted to \$165,538,000 (2018 - \$165,511,000).

Directors

The directors who served during the year and up to the date of this report were:

M T S Walker (appointed 12 March 2019)
Z Quattrocchi (appointed 2 September 2019)
D Smailes (resigned 31 July 2019)
C W Miller (resigned 29 March 2019)
A C MacPherson
R J B Price

Going concern

The Company's ability to operate as a going concern is assessed in conjunction with Anglo American plc and its subsidiaries (together the "Group") as its viability is dependent upon the ability of the Group companies to settle their intercompany balances with the Company and to provide funds for working capital needs. Anglo American Services (UK) Ltd have confirmed that they intend to provide financial resources, where requested, for at least 12 months from the date of signing these financial statements, whilst the Company remains a subsidiary of Anglo American plc.

The directors of the Company therefore feel that the Company will have sufficient funds, taking account of possible changes in trading performance (including specifically the potential impact of COVID-19 on the cash flows of the Company, Anglo American Services (UK) Ltd and Anglo American plc) and amounts owed by other Group companies, to conclude that the Company can adopt the going concern basis for the foreseeable future.

Principal risks and uncertainties and financial risk management policies

The financial risk management policies of the Company are disclosed in the Strategic Report.

Future developments

The directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Post balance sheet events

Following the end of 2019 the novel coronavirus (COVID-19) has been declared a pandemic by the World Health Organisation. The emergence of COVID-19 is considered a non-adjusting post balance sheet event as defined in IAS 10 Events after the reporting period since it represents a set of conditions which only arose after the balance sheet date. The impact of COVID-19 on the world economy and the Company's future financial performance remains uncertain. Depending on the extent and severity of the pandemic, there may be a material impact on the Company's accounting estimates in future periods.

Auditor

Deloitte LLP will not be seeking re-appointment as auditor of the Company at the conclusion of their current term of office. Accordingly, the directors intend to appoint PricewaterhouseCoopers LLP as external auditor to the Company for 2020. This follows the impending appointment of PricewaterhouseCoopers LLP as external auditor to the Group at the 2020 Annual General Meeting of Anglo American plc, the Company's ultimate parent company. There are no circumstances connected with the resignation of Deloitte LLP as external auditor which should be brought to the attention of members or creditors of the Company.

This report was approved by the board on 15 April 2020 and signed on its behalf.

C Murphy

For and on behalf of

Anglo American Corporate Secretary Limited

Secretary

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors are responsible for preparing the Annual Report and the audited 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. 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 AUDITOR'S REPORT TO THE MEMBERS OF ANGLO AMERICAN HOLDINGS LIMITED

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Anglo American Holdings Limited (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its loss for the year then ended; and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework" and
- have been properly prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of the Company which comprise:

- the Statement of comprehensive income;
- the Balance sheet;
- the Statement of changes in equity; and
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the FRC's) Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ANGLO AMERICAN HOLDINGS LIMITED

Other information (continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic report or the the Directors' report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ANGLO AMERICAN HOLDINGS LIMITED

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; and
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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.

Paul Barnett FCA

for and on behalf of

Deloitte LLP

Statutory Auditor

London

United Kingdom

Hill House
1 Little New St
London
United Kingdom
EC4A 3TR
16 April 2020

ANGLO AMERICAN HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 \$000	2018 \$000
Interest payable and expenses	6	(165,503)	(165,503)
LOSS BEFORE TAX		<u>(165,503)</u>	<u>(165,503)</u>
Tax on loss	7	(35)	(8)
LOSS FOR THE FINANCIAL YEAR		<u>(165,538)</u>	<u>(165,511)</u>
TOTAL COMPREHENSIVE LOSS FOR THE YEAR		<u><u>(165,538)</u></u>	<u><u>(165,511)</u></u>

The notes on pages 13 to 24 form part of these financial statements.

The results relate to continuing operations of the Company.

ANGLO AMERICAN HOLDINGS LIMITED
REGISTERED NUMBER: 03734784

BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note	2019 \$000	2018 \$000
FIXED ASSETS			
Investments	9	8,296,478	8,296,478
		<u>8,296,478</u>	<u>8,296,478</u>
CURRENT ASSETS			
Debtors: amounts falling due within one year	10	75,212	307,609
		<u>75,212</u>	<u>307,609</u>
Creditors: amounts falling due within one year	11	(269,986)	(269,938)
		<u>(269,986)</u>	<u>(269,938)</u>
NET CURRENT (LIABILITIES)/ASSETS		(194,774)	37,671
TOTAL ASSETS LESS CURRENT LIABILITIES		8,101,704	8,334,149
		<u>8,101,704</u>	<u>8,334,149</u>
Creditors: amounts falling due after more than one year	12	(2,063,054)	(2,063,054)
		<u>(2,063,054)</u>	<u>(2,063,054)</u>
		6,038,650	6,271,095
		<u>6,038,650</u>	<u>6,271,095</u>
NET ASSETS		6,038,650	6,271,095
CAPITAL AND RESERVES			
Called up share capital	14	167,971	167,971
Share premium account	15	5,626,011	6,126,011
Profit and loss account	15	244,668	(22,887)
		<u>244,668</u>	<u>(22,887)</u>
SHAREHOLDERS' FUNDS		6,038,650	6,271,095
		<u>6,038,650</u>	<u>6,271,095</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 15 April 2020.

Z Quattrocchi
Director

The notes on pages 13 to 24 form part of these financial statements.

ANGLO AMERICAN HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019

	Called up share capital \$000	Share premium account \$000	Profit and loss account \$000	Total equity \$000
At 1 January 2019	167,971	6,126,011	(22,887)	6,271,095
COMPREHENSIVE LOSS FOR THE YEAR				
Loss for the year	-	-	(165,538)	(165,538)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	-	-	(165,538)	(165,538)
Dividends: Equity capital	-	-	(66,907)	(66,907)
Transfer to/from profit and loss account	-	-	500,000	500,000
Transfer to/from profit and loss account	-	(500,000)	-	(500,000)
TOTAL TRANSACTIONS WITH OWNERS	-	(500,000)	433,093	(66,907)
AT 31 DECEMBER 2019	167,971	5,626,011	244,668	6,038,650

The notes on pages 13 to 24 form part of these financial statements.

Further details in respect of the dividend paid are disclosed in note 8.

Further details in respect of the transfer from share premium to profit and loss account are disclosed in note 15.

ANGLO AMERICAN HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018

	Called up share capital \$000	Share premium account \$000	Profit and loss account \$000	Total equity \$000
At 1 January 2018	167,971	6,126,011	172,924	6,466,906
COMPREHENSIVE LOSS FOR THE YEAR				
Loss for the year	-	-	(165,511)	(165,511)
TOTAL COMPREHENSIVE LOSS FOR THE YEAR	-	-	(165,511)	(165,511)
Dividends: Equity capital	-	-	(30,300)	(30,300)
AT DECEMBER 2018	167,971	6,126,011	(22,887)	6,271,095

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

Anglo American Holdings Limited is a private company limited by shares, incorporated in the United Kingdom and registered in England and Wales.

The nature of the Company's operations and principal activities is set out in the Strategic report.

The address of the registered office is given on the Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

The Company may take FRS 101 exemptions as it is a member of a group where the parent prepares publicly available consolidated financial statements which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss and the Company is included in that consolidation.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.3 Going concern

The Company's ability to operate as a going concern is assessed in conjunction with Anglo American plc and its subsidiaries (together the "Group") as its viability is dependent upon the ability of the Group companies to settle their intercompany balances with the Company and to provide funds for working capital needs. Anglo American Services (UK) Ltd have confirmed that they intend to provide financial resources, where requested, for at least 12 months from the date of signing these financial statements, whilst the Company remains a subsidiary of Anglo American plc.

The directors of the Company therefore feel that the Company will have sufficient funds, taking account of possible changes in trading performance (including specifically the potential impact of COVID-19 on the cash flows of the Company, Anglo American Services (UK) Ltd and Anglo American plc) and amounts owed by other Group companies, to conclude that the Company can adopt the going concern basis for the foreseeable future.

2.4 Impact of new international reporting standards, amendments and interpretations

IFRS 16

There are no material adjustments required to be made to the Company's financial statements as a result of the application of IFRS 16.

The Company has applied IFRS 16 using the modified retrospective approach, under which the cumulative effect of initial application is recognised in retained earnings at 1 January 2019.

2.5 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is USD as this is the currency of the primary economic environment in which the Company operates.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.6 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.7 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.8 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Statement of comprehensive income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to market value at each Balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

2.10 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.11 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.12 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets and financial liabilities are initially measured at fair value.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.12 Financial instruments (continued)

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Fair value through profit or loss

All of the Company's financial assets other than those which meet the criteria to be measured at amortised cost are subsequently measured at fair value at the end of each reporting period, with any fair value gains or losses being recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset.

Debt instruments at amortised cost

Debt instruments are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling the financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised or at FVOCI. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Company always recognises lifetime ECL for trade receivables and amounts due on contracts with customers. The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.12 Financial instruments (continued)

2.13 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

There are no critical judgments made by the directors in applying the Company's accounting policies other than assessing investments for impairment and determining recoverability of loans.

Impairment of investments in subsidiaries

Determining whether the Company's debt and equity investments in subsidiaries have been impaired requires estimations of the recoverable amount of the investments. Recoverable amount is the higher of fair value less costs of disposal and value in use. The value in use calculations require the Company to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. If the recoverable amount of an investment is estimated to be less than its carrying amount, the carrying amount of the investment is reduced to its recoverable amount. An impairment loss is recognised in the Statement of comprehensive income. See Note 9 for further information.

Determining recoverability of loans

The Company assesses the recoverability of loans to group undertakings and makes provision in the event that full recovery is not expected. The recoverability of loans is assessed by review of the net asset position of the group undertaking.

4. Operating profit

Audit fees for the audit of these financial statements of \$10,015 (2018 - \$10,228) was paid on behalf of the Company by Anglo American Services (UK) Ltd.

5. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2018 - \$NIL).

ANGLO AMERICAN HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

6. Interest payable and similar expenses

	2019 \$000	2018 \$000
Preference share dividends	165,503	165,503
	<u>165,503</u>	<u>165,503</u>

On 2 May 2019, the directors declared and paid a dividend to holders of the Company's Preference shares of \$41,375,768.

On 20 September 2019, the directors declared and paid a dividend to holders of the Company's Preference shares of \$68,959,613.

As at 31 December 2019, a dividend of \$55,167,690 is payable to holders of the Company's Preference shares due for the September to December 2019 period. See note 11 for dividend payable.

7. Taxation

	2019 \$000	2018 \$000
Corporation tax		
Current tax on profits for the year	40	43
Adjustments in respect of prior years	(5)	(35)
Total current tax	<u>35</u>	<u>8</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2018 - higher than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 \$000	2018 \$000
Loss before tax	<u>(165,503)</u>	<u>(165,503)</u>
Loss multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	(31,446)	(31,446)
Effects of:		
Adjustments in respect of prior years	(5)	(35)
Amounts chargeable on controlled foreign companies	40	43
Preference share dividends reclassified as interest	31,446	31,446
Total tax charge for the year	<u>35</u>	<u>8</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

7. Taxation (continued)

Factors that may affect future tax charges

On 6 September 2016, the Finance Act 2016 was substantively enacted and provided for a reduction in the main rate of UK corporation tax from 19% to 17% from 1 April 2020. Deferred tax has therefore been recognised at the 17% rate where appropriate.

On 17th March 2020, a Budget resolution was passed which substantively enacted an increase in the rate of UK corporation tax to 19% from 1 April 2020.

8. Dividends

	2019 \$000	2018 \$000
Dividends: Equity capital	66,907	30,300
	<u>66,907</u>	<u>30,300</u>

On 2 May 2019, the Company paid a dividend on its class B ordinary share of \$8,300,000 (\$8,300,000 per share) to Anglo American Prefco Limited.

On 20 September 2019, the Company paid a dividend on its class B ordinary share of \$58,607,347 (\$58,607,347 per share) to Anglo American Prefco Limited.

9. Fixed asset investments

	Investments in subsidiary companies \$000
Cost or valuation	
At 1 January 2019	8,296,478
At 31 December 2019	<u>8,296,478</u>
Net book value	
At 31 December 2019	<u>8,296,478</u>
<i>At 31 December 2018</i>	<u>8,296,478</u>

ANGLO AMERICAN HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
Anglo American International Limited	C/o AXIS Fiduciary Ltd, 2nd Floor, The AXIS, 26 Bank Street Cybercity Ebene, 72201, Mauritius	Holding Company	Class B Ordinary	100 %
Anglo American Overseas Limited	3rd Floor, 44 Esplanade, St Helier, JE4 9WG, Jersey	Holding Company	Repurchaseable Class A Ordinary	100 %
Coromin Insurance (Ireland) Limited	Fourth Floor 25/28, Adelaide Road, Dublin, Ireland	Insurance Company	Ordinary	100 %
Coromin Insurance Limited	Clarendon House, 2 Church Street, Hamilton, Bermuda	Insurance Company	Ordinary	100 %

Group financial statements are not presented as the Company is a wholly owned subsidiary undertaking of Anglo American plc, a company incorporated in the United Kingdom and registered in England and Wales. Accordingly, these financial statements present information about the Company as an individual undertaking and not about its group. Consolidated financial statements have not been prepared because the Company is exempt under s400 of the Companies Act 2006.

ANGLO AMERICAN HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

10. Debtors

	2019 \$000	2018 \$000
Amounts owed by group undertakings	75,153	307,562
Corporation tax	59	47
	<u>75,212</u>	<u>307,609</u>

The Company has facility agreements with affiliated undertakings of which \$75,153,000 had been advanced at year end. The balance bears interest at a market related rate. The classification of the amounts owed is based on the repayment terms.

11. Creditors: Amounts falling due within one year

	2019 \$000	2018 \$000
Amounts owed to group undertakings	214,818	214,770
Dividends payable to group undertakings	55,168	55,168
	<u>269,986</u>	<u>269,938</u>

The Company has facility agreements with affiliated undertakings of which \$214,818,000 had been drawn at year end. The balance bears interest at a market related rate. The amounts owed are unsecured and repayable on demand.

12. Creditors: Amounts falling due after more than one year

	2019 \$000	2018 \$000
Share capital treated as debt	2,063,054	2,063,054
	<u>2,063,054</u>	<u>2,063,054</u>

Disclosure of the terms and conditions attached to the non-equity shares is made in note 14.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

13. Financial instruments

	2019 \$000	2018 \$000
Financial assets		
Loans and receivables measured at amortised cost	<u>75,153</u>	<u>307,562</u>
Financial liabilities		
Financial liabilities measured at amortised cost	<u>(2,333,040)</u>	<u>(2,332,992)</u>

Loans and receivables measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings.

14. Share capital

	2019 \$000	2018 \$000
Shares classified as equity		
Authorised		
10,000,000,000 ordinary shares of £1.00 each	15,567,739	15,567,739
100,000,000 ordinary shares of \$1.00 each	100,000	100,000
1,000 Class B ordinary shares of \$1.00 each	1	1
	<u>15,667,740</u>	<u>15,667,740</u>
Allotted, called up and fully paid		
107,842,439 ordinary shares of £1.00 each	167,933	167,933
38,001 ordinary shares of \$1.00 each	38	38
1 Class B ordinary share of \$1.00	-	-
	<u>167,971</u>	<u>167,971</u>

The Company has three classes of ordinary shares which carry no right to fixed income.

ANGLO AMERICAN HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

14. Share capital (continued)

	2019 \$000	2018 \$000
Shares classified as debt		
Authorised		
10,000,000,000 (2018 - 10,000,000,000) 8% preference shares of \$0.50 each	5,000,000	5,000,000
1,000,000,000 (2018 - 1,000,000,000) 8.3% preference shares of \$0.50 each	500,000	500,000
	<u>5,500,000</u>	<u>5,500,000</u>
Allotted, called up and fully paid		
3,820,302,015 8% preference shares of \$0.50 each	1,910,151	1,910,151
305,806,970 8.3% preference shares of \$0.50 each	152,903	152,903
	<u>2,063,054</u>	<u>2,063,054</u>

The 8% and 8.3% preference shares of \$0.50 each entitle the holders to receive a cumulative preferential dividend at the rate of 8% and 8.3% respectively, 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.

Preference shares have been classified as a combination of debt and equity under IFRS 9. The preference shares do not entitle the holders to any further right of participation in the assets of the Company nor do they carry any voting rights.

15. Reserves

Share premium account

Share premium represents the excess of the issue price over the par value on shares issued less transaction costs arising on issue.

On 29 April 2019, the Company undertook a reduction in share premium of \$500,000,000, with this amount transferred to the profit and loss account.

Profit and loss account

Profit and loss account reserve represents accumulated retained earnings or losses.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

16. Post balance sheet events

Following the end of 2019, the novel coronavirus (COVID-19) has been declared a pandemic by the World Health Organisation. The emergence of COVID-19 is considered a non-adjusting post balance sheet event as defined in IAS 10 Events after the reporting period since it represents a set of conditions which only arose after the balance sheet date.

The impact of COVID-19 on the world economy and the Company's future financial performance remains uncertain. Depending on the extent and severity of the pandemic, there may be a material impact on the Company's accounting estimates in future periods.

17. Ultimate parent undertaking and controlling party

The immediate parent company is Anglo American Investments (UK) Limited, a company incorporated in the United Kingdom and registered in England and Wales.

The ultimate parent company and controlling entity is Anglo American plc, a company incorporated in the United Kingdom and registered in England and Wales. Anglo American plc is the parent undertaking of the largest and smallest group which includes the Company and for which group financial statements are prepared. The financial statements of both the immediate and ultimate parent companies may be obtained from the Company Secretary, 20 Carlton House Terrace, London SW1Y 5AN, the registered office of both companies.

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