

4 May 2016

## NEWS RELEASE

### RESULTS OF THE 72<sup>nd</sup> ANNUAL GENERAL MEETING OF SHAREHOLDERS

AngloGold Ashanti shareholders are advised that at the annual general meeting of shareholders of the Company held on Wednesday, 4 May 2016 (“Annual General Meeting”), save for the withdrawal of ordinary resolution 5, all the ordinary and special resolutions, as set out in the notice of Annual General Meeting forming part of the 2015 Notice of Annual General Meeting and summarised financial information for the year ended 31 December 2015, were passed by the requisite majority of votes of shareholders present in person or represented by proxy.

The total number of shares voted in person or by proxy at the Annual General Meeting was 322 061 712 shares representing 79% of AngloGold Ashanti’s issued share capital as at Thursday, 22 April 2016, being the Voting Record Date.

The voting results were as follows:

1. **Ordinary resolution 1 - Re-election of directors**

Directors	Total shares voted				Shares abstained
	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
1.1 Mr R Gasant	99.88	0.12	321,623,134	78.90	0.11
1.2 Mr MJ Kirkwood	99.90	0.10	321,621,659	78.90	0.11
1.3 Mr S Venkatakrishnan	99.90	0.10	321,990,011	78.99	0.02
1.4 Mr D Hodgson	99.47	0.53	321,621,198	78.90	0.11

2. **Ordinary resolution 2 - Reappointment of Ernst & Young Inc. as auditors of the Company**

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.84	0.16	321,868,550	78.96	0.05

3. **Ordinary resolution 3** - Re-election of Audit and Risk Committee members

Members	Total shares voted				Shares abstained
	For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
3.1 Mr R Gasant	99.93	0.07	321,617,968	78.90	0.11
3.2 Prof LW Nkuhlu	99.90	0.10	321,617,918	78.90	0.11
3.3 Mr MJ Kirkwood	99.94	0.06	321,619,840	78.90	0.11
3.4 Mr RJ Ruston	99.91	0.09	321,621,585	78.90	0.11
3.5 Mr A Garner	99.97	0.03	321,619,145	78.90	0.11
3.6 Ms M Richter	99.97	0.03	321,619,145	78.90	0.11

4. **Ordinary resolution 4** - General authority to directors to allot and issue ordinary shares

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
95.53	4.47	319,299,422	78.33	0.68

5. **Ordinary resolution 5** - Proposed amendments to the Share Incentive Schemes, including but not limited to the AngloGold Ashanti Long Term Incentive Plan 2005 (LTIP) and the AngloGold Ashanti Bonus Share Plan 2005 (BSP) (collectively, the "Share Incentive Schemes") to increase the aggregate limit of the number of AngloGold Ashanti ordinary shares to be utilised for purposes of the Share Incentive Schemes

In light of the redesign of incentive structures discussed in the 2015 remuneration report, the Board has decided on a transitional approach, within the framework of the current scheme, to address outstanding incentive obligations. Any new incentive scheme that involves shares will be submitted to shareholders for approval, when finalised. The Board of the Company, therefore, withdrew ordinary resolution 5 from the business to be considered and voted upon by the shareholders.

6. **Ordinary resolution 6** - Proposed amendments to the Share Incentive Schemes

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.74	0.26	318,914,783	78.23	0.77

7. **Ordinary resolution 7** - Non-binding advisory endorsement of the AngloGold Ashanti remuneration policy

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
87.17	12.83	320,837,194	78.71	0.30

8. **Special resolution 1** - Remuneration of non-executive directors

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
91.24	8.76	321,566,256	78.88	0.12

9. **Special resolution 2** - General authority to directors to issue for cash, those ordinary shares which the directors are authorised to allot and issue in terms of ordinary resolution 4

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
96.20	3.80	319,284,000	78.32	0.68

10. **Special resolution 3** - General authority to acquire the Company's own shares

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.97	0.03	319,174,853	78.30	0.71

11. **Special resolution 4** - General authority to provide financial assistance in terms of Sections 44 and 45 of the Companies Act

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.85	0.15	319,247,109	78.32	0.69

12. **Special resolution 5** - The creation of C redeemable preference shares of no par value

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.26	0.74	318,898,398	78.23	0.78

13. **Special resolution 6** - Amendment of the Company's Memorandum of Incorporation

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.86	0.14	318,891,642	78.23	0.78

Special resolution 6 will be filed with the Companies and Intellectual Property Commission in accordance with the requirements of the Companies Act, No. 71 of 2008.

14. **Ordinary resolution 8** - Directors' authority to implement special and ordinary resolutions

Total shares voted				Shares abstained
For (%)	Against (%)	Number	% <sup>(1)</sup>	% <sup>(1)</sup>
99.80	0.20	318,900,694	78.23	0.78

<sup>(1)</sup> Expressed as a percentage of 407 641 195 AngloGold Ashanti ordinary shares in issue as at Thursday, 22 April 2016, being the Voting Record Date.

## ENDS

4 May 2016  
Johannesburg

JSE Sponsor: Deutsche Securities (SA) Proprietary Limited

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