



ANGLOGOLD ASHANTI

AngloGold Ashanti Limited

(Incorporated in the Republic of South Africa \ Reg. No. 1944/017354/06)

ISIN No. ZAE000043485 – JSE share code: ANG \ CUSIP: 035128206 – NYSE share code: AU

Website: www.anglogoldashanti.com

News Release

20 February 2013

WITHDRAWAL OF SPECIAL RESOLUTION TO ADOPT A NEW MEMORANDUM OF INCORPORATION AND ISSUE OF NEW CIRCULAR CONVENING A GENERAL MEETING

AngloGold Ashanti sent a circular to shareholders on 8 February 2013 regarding, amongst other things, the approval of a new Memorandum of Incorporation (“the New MOI”) for AngloGold Ashanti in order to harmonise AngloGold Ashanti’s Memorandum of Incorporation with the provisions of the new Companies Act, 2008 (“the Circular”).

After sending the Circular, and upon receiving comments from shareholders, it has been decided to amend the New MOI to make provision for the retirement by rotation of all directors, not only non-executive directors, as is provided for in the current draft of the New MOI that was included in the Circular. Because it is too late to amend the New MOI before the shareholders meeting of 11 March 2013, it has been decided to withdraw the special resolution for the adoption of the new MOI and to reconvene a shareholders meeting for the adoption of the New MOI, which has been amended to provide for the retirement by rotation of all of the directors.

Accordingly AngloGold Ashanti shareholders are hereby advised that special resolution number 1 included in the notice convening a general meeting of AngloGold Ashanti shareholders, which was included in the Circular, is hereby withdrawn and will not be proposed at the shareholders meeting to be held at 11:00 am on 11 March 2013.

The Circular also related to the approval of amendments to the rules of the AngloGold Ashanti Limited Bonus Share Plan 2005 and the AngloGold Ashanti Limited Long Term Incentive Plan 2005. The resolutions for the approval of these plans will still be considered and, if deemed fit, passed, with or without modification at the shareholders meeting to be held at 11:00 South African time on Monday, 11 March 2013. Proxy forms and voting instruction forms included in the Circular can still be used at the meeting to be held at 11:00 south African time on Monday, 11 March 2013.

In regard to the adoption of the New MOI which has been amended to make provision for the retirement by rotation of all the directors, a circular, including a notice convening a further general meeting to be held on Wednesday, 27 March 2013 at 11:00 South African time, in The Auditorium, 76 Jeppe Street, Newtown, Johannesburg, South Africa will be posted to shareholders on or about Friday, 22 February 2013. The record date for participation and voting at the meeting is Friday, 22 March 2013.

Shareholders will be asked to grant approval for a new Memorandum of Incorporation for AngloGold Ashanti.

The Circular, incorporating the New MOI, the notice of the general meeting, including proxy and voting instruction forms will be available on the company’s website from 22 February under INVESTORS AND MEDIA.

SPONSOR: UBS South Africa (Pty) Limited

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This communication may contain certain "Non-GAAP" financial measures. AngloGold Ashanti utilises certain Non-GAAP performance measures and ratios in managing its business. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, the reported operating results or cash flow from operations or any other measures of performance prepared in accordance with IFRS. In addition, the presentation of these measures may not be comparable to similarly titled measures other companies may use. AngloGold Ashanti posts information that is important to investors on the main page of its website at www.anglogoldashanti.com and under the "Investors" tab on the main page. This information is updated regularly. Investors should visit this website to obtain important information about AngloGold Ashanti.