

BUSINESS INTEGRITY POLICY



INTRODUCTION

Integrity and accountability are core values for Anglo American. Earning and continuing to command trust are fundamental to the success of our business. Our stakeholders should be confident that we will deal with them fairly and ethically.

Our Good Citizenship Business Principles (hereafter referred to as the Business Principles) set out the standards which guide the conduct of our business. They make it clear that we are implacably opposed to corruption. We will neither give nor accept bribes nor permit others to do so in our name, either in our dealings with public officials or with suppliers and customers. We are committed to operate to the same high standard of integrity wherever we work.

As a long-term investor, we are committed to contributing to the sustainable development and good governance of the countries where we work. Corruption undermines that objective; it erodes trust, drives away investment, undermines the rule of law upon which our investment security depends, and increases the costs and unpredictability of doing business. It significantly reduces the ability of our business to produce positive development outcomes.

Bribes and other corrupt payments are illegal. In addition to compliance with this policy, our employees and contractors have a duty to uphold and comply with the laws of the countries and jurisdictions in which they operate.

The purpose of this policy is to set out the standards of conduct required at every level within Anglo American, our subsidiaries, joint ventures and associates; on the part of those with whom we do business and those who work on our behalf, in combating corrupt behaviour of all types.

Detailed Prevention of Corruption Performance Standards (hereafter referred to as the Performance Standards) have been adopted to cover the following areas and are available upon request from the Business Integrity Compliance Department.

- A** – Gifts, entertainment and hospitality
- B** – Conflicts of interest
- C** – Facilitation payments
- D** – Use of company assets
- E** – Political donations
- F** – Interactions with government officials and lobbying
- G** – Charitable donations
- H** – Social and community investment and enterprise development activities
- I** – Sponsorships
- J** – Retention and payment of intermediaries
- K** – Mergers, acquisitions, joint ventures and associates

We are committed, through our involvement in international frameworks such as the Extractive Industries Transparency Initiative (EITI), to working with stakeholders in government, business and civil society to promote good governance, the responsible use of mineral wealth and to prevent corruption. We will be advocates for the EITI in the countries where we operate. In those countries where our host government has decided to implement the EITI we will fully support the process. In addition, we will make disclosure of our tax and royalty payments for our most significant countries of operation in our annual 'Report to Society'.

INTRODUCTION

WHAT IS CORRUPTION?

For the purpose of this policy, **corruption** is defined as any act intended to result in the misuse of entrusted power for personal or corporate gain. Corruption encompasses a variety of situations including bribery, conflicts of interest, theft, extortion, embezzlement, fraud and misuse of company assets.

Bribery is defined as promising, offering or giving an undue advantage to a person or entity, either directly or through an intermediary, in order that the person or entity should perform, or refrain from performing, an act in breach of their business or public duties. Common examples of bribery include:

- cash or other forms of payment to secure a contract or obtain a licence
- improper donations to political parties or related organisations; and
- excessive gifts or entertainment intended to influence the recipient to undertake a particular course of action.

For the purpose of this policy, a bribe may consist of anything of material value, not simply a payment of cash, and may include the provision or receipt of:

- lavish or disproportionate gifts and entertainment
- donations with an ulterior motive
- payment of travel expenses or accommodation for a customer or official when there is no underlying business purpose for a trip; or
- use of corporate assets for activities which are unrelated to our business or approved charitable purposes.

Conflicts of interest can arise when financial or personal considerations may influence or appear to influence the judgement or actions of our employees in performing their duties, or have the potential to do so. Such conflicts can occur when private and company interests are mixed or when business or governmental decisions are based on private interests.

Extortion is defined as the illegal use of an official position or powers to obtain property or funds.

Fraud can be defined as any deception deliberately practiced in order to secure unfair or illegal gain.

The exercise of improper influence

We will not, either directly or indirectly through intermediaries or other third parties, solicit, receive, offer, promise or provide money or anything of material value (including confidential or sensitive business and financial information and intellectual property) or otherwise exercise improper influence in our business or governmental relationships, with the intention of obtaining a contract, permit or any other specific benefit or any improper advantage in the conduct of business.

This applies both to our relationships with governmental organisations and officials and in our dealings with other businesses or civil society organisations. We will not tolerate any such activity by our employees, agents, contractors or business partners.

The question of what constitutes 'material value' will vary according to context. It will be defined by:

1. The context of the potential inducement, and
2. Whether what is offered or promised has sufficient potential value to the recipient, whether monetary or by its nature, to potentially sway the recipient's opinions or actions.

This policy covers the soliciting and receipt of bribes or other inducements from third parties by Anglo American employees as well as the provision and payment of bribes.

THE PERFORMANCE STANDARDS – OVERVIEW

The Performance Standards are intended as guidance to assist in identifying and interpreting situations of actual or potential corruption. The Standards are principles based and provide a framework within which employees are expected to exercise their best judgement in relation to specific situations.

These Performance Standards apply to all Anglo American employees and contractors. Anglo American's supplier contracts will require suppliers of goods and services to the Company to adopt this policy or equivalent standards and our Board representatives will seek to secure the adoption of comparable standards in joint ventures or associate companies.

INTRODUCTION

A – GIFTS, ENTERTAINMENT AND HOSPITALITY

Offering or providing gifts, entertainment and hospitality

The exchange of modest gifts and entertainment may help to build goodwill and this policy is not intended to detract from the desirability of fostering good relations with business partners and other stakeholders through legitimate, occasional social interactions.

However, offering or providing inappropriate gifts or entertainment may cause embarrassment to Anglo American and damage our reputation. Particular concerns arise when the offering of gifts and entertainment may be connected in some way with an actual or potential business transaction or regulatory approval. Even if the intent is not corrupt, there is still a risk that a recipient or an objective third party may perceive the gift or entertainment to be an attempt to gain an improper advantage.

Any gift or entertainment is always unacceptable if it:

- is offered or made in exchange for a contract, a permit or any other specific benefit
- is offered to obtain an improper advantage in the conduct of business
- is in breach of local or international bribery laws
- would be considered unacceptable if offered by a supplier or business partner to one of our own employees; and
- would, if it became public, adversely affect our reputation.

Receiving gifts, entertainment and hospitality

We have a responsibility to ensure that our dealings with suppliers are based on objective decisions and are not influenced by gifts or favours. We prohibit employees from soliciting or receiving gifts and entertainment including favours, goods, gratuities, money and services that:

- may create a sense of obligation
- may influence or be perceived to influence their business judgement; or
- may create, or appear to create, a conflict between an employee's personal interests and those of their employer or of the Anglo American Group as a whole.

B – CONFLICTS OF INTEREST

Employees must avoid actual or perceived conflicts of interest, involving themselves or close relatives and where such a conflict has the potential to arise must draw this to the attention of their line manager and any other person designated by their Business Unit or corporate entity for this purpose.

C – FACILITATION PAYMENTS

We prohibit the making of facilitation payments. A facilitation payment is a payment of nominal value made to a low level government official whose duties are essentially administrative in nature in order to secure the performance of routine governmental non-discretionary actions to which the payer is legally entitled. Examples of such payments include for the processing of a visa application or connecting power or water supplies, when all relevant requirements have clearly been met.

We recognise that occasionally payments may be demanded under duress. Duress may be defined as a situation of actual or threatened violence, imprisonment or other personal threat to coerce person to enter into an agreement or to do an act against their will. The threat may be to the person themselves or to others. We do not expect any employees to compromise their safety or security or that of others in order to comply with our policy, but we do require employees to report any incidence where they have been threatened or intimidated so that appropriate action can be taken to prevent any recurrence.

D – USE OF COMPANY ASSETS

We will not, either directly or indirectly through intermediaries and other third parties, offer, promise or provide money or anything of value or otherwise exercise improper influence in our business relationships, with the intention of obtaining a contract, permit or any other specific benefit or any improper advantage in the conduct of business. This applies both to our relationships with governmental organisations and officials and in our dealings with the private sector. We will not tolerate any such activity by our employees or business partners.

The use of company assets, such as premises, equipment or vehicles, free of charge represents something of value for the intended recipient. Company assets should not be provided for the personal or discretionary use of customers, public officials or other third parties where there is no underlying proper business purpose or clear public benefit.

E – POLITICAL DONATIONS

We prohibit the making of donations for political purposes to any politician, political party or related organisation, an official of a political party or candidate for political office in any circumstances either directly or through third parties.

F – INTERACTIONS WITH GOVERNMENT OFFICIALS AND LOBBYING

We promote honest and constructive engagement with our host governments at all levels. We will consult widely with people who are affected by our activities and we will proceed in our dealings with governments and public officials in a transparent and ethical way.

We will not, either directly or indirectly through intermediaries and other third parties, offer, promise or provide money or anything of material value or otherwise seek to exercise improper influence in our business relationships, with the intention of obtaining a contract, permit or any other specific benefit or any improper advantage in the conduct of business. This applies both to our relationships with governmental organisations and officials and in our dealings with the private sector. We will not tolerate any such activity by our employees or business partners.

INTRODUCTION

G & H – CHARITABLE DONATIONS AND SOCIAL AND COMMUNITY INVESTMENT AND ENTERPRISE DEVELOPMENT ACTIVITIES

We make charitable contributions and social and community investments with the objective of promoting sustainable community development, combating poverty and disease, protecting the environment and developing the capacities of people or institutions in the countries where we work. We take care, however, that such donations do not work primarily to the benefit of a particular government official, politician or party and put controls in place to ensure that they are not misused by third parties. Donations and social and community investments should not be made if they either create or have the potential to create, the perception of impropriety.

In our dealings with communities and their representatives we will act transparently and in good faith.

I – SPONSORSHIPS

Sponsorship may not be promised, offered or provided in exchange for a contract, permit or specific regulatory benefit. It should not be offered to obtain an improper advantage in the conduct of business or if it is likely to be perceived as having this intention.

J & K – RETENTION AND PAYMENT OF INTERMEDIARIES AND MERGERS, ACQUISITIONS, JOINT VENTURES AND ASSOCIATES

Our reputation can be damaged by the actions of third parties such as advisers, suppliers, agents, contractors, lobbyists and joint venture partners and Anglo American may find itself liable for their actions. It is never acceptable for a third party to carry out an act on Anglo American's behalf which, were it done by Anglo American directly, would be a breach of this policy.

In order to protect against the risk of bribes being paid indirectly, we are committed to:

- taking all reasonable steps to ensure that our business partners understand and comply with our Business Integrity Policy and Prevention of Corruption Performance Standards
- investigating the reputation and qualifications of our business partners and carrying out formal due diligence, where appropriate, to satisfy ourselves of their integrity and bona fides
- putting in place appropriate controls and checks to monitor the use of Anglo American's money by third parties purporting to act on our behalf; and
- ensuring that joint ventures and associate companies have equivalent processes in place.

We are committed to thoroughly investigating the background, reputation, ethical and cultural values of any company we invest in or acquire and any partner with which we decide to enter into a joint venture, and of the nature of investments we thereby inherit.

GUIDANCE AND REPORTING

Corruption comes in many forms. In many cases the proper course of action may not always be obvious. Employees must seek advice and consult if they are unsure about the proper course of action.

The safety of our people

Anglo American employees should be free to carry out their duties without fear of intimidation or threat of violence. The safety and security of our employees is our paramount concern. We do not expect our employees to compromise their safety or security or that of others in order to comply with the terms of this policy.

Employees should, however, immediately report any incident where they have been threatened or intimidated to carry out an act which may result in a breach of this policy to the designated responsible person within their Business Unit, copied to the Business Integrity Compliance Department. After appropriate internal consultation such incidents should also be reported to the relevant authorities in order to prevent any recurrence.

Breaches of this policy

Employees must report any breaches, or potential breaches of this policy, of which they become aware. Violations of this policy will lead to disciplinary action in accordance with Group disciplinary procedures including the Policy on Business Irregularities. Disciplinary actions may involve sanctions up to and including summary dismissal. We are committed to reporting all instances of corruption and other forms of dishonesty to the relevant authorities and to facilitating criminal action against the individual(s) concerned and we will seek redress for any losses arising from such actions.

Speak Up

The Speak Up facility provides a confidential and secure means for our employees, contractors, suppliers, business partners and other external stakeholders to report and raise concerns about conduct which is contrary to our values and standards, as described in our Business Principles, Business Integrity Policy and the Prevention of Corruption Performance Standards.

Speak Up provides telephone, email and website contact operated by independent companies in the regions that Anglo American operates. The facility is available 24 hours a day, seven days a week and includes translation services. A link to the Speak Up facility is provided on Eureka! Speak Up can also be contacted via www.speak-up-site.com or by emailing anonymous@ speak-up-site.com.

Anglo American will not tolerate any form of retaliation against employees raising concerns in good faith. Allegations of retaliation against or harassment or intimidation of an employee by others as a result of a call to Speak Up will be investigated and appropriate action taken, including disciplinary action up to and including dismissal of the employee responsible for reprisals.



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This policy will be reviewed at
appropriate intervals and revised
where necessary to keep it current.