

ANGLOGOLD ASHANTI LTD

Form 6-K

May 15, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**

**PURSUANT TO RULE 13a-16 OR 15d-16 OF**

**THE SECURITIES EXCHANGE ACT OF 1934**

Report on Form 6-K dated May 15, 2014

Commission File Number 1-14846

AngloGold Ashanti Limited

(Name of registrant)

76 Jeppe Street

Newtown, 2001

(P.O. Box 62117, Marshalltown, 2107)

South Africa

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

**Form 20-F**  **X**      Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes

**No**  **X**

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes

**No**  **X**

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes      **No**  **X**

Enclosure: **ANGLOGOLD ASHANTI ANNUAL GENERAL MEETING RESULTS**

1

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

**15 May 2014**

NEWS RELEASE

**ANGLOGOLD ASHANTI LIMITED: RESULTS OF THE SEVENTIETH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Shareholders are advised that at the Annual General Meeting held on 14 May 2014, all the ordinary and special resolutions as set out in the Notice of the Meeting dated 18 March 2014 were passed with all resolutions receiving more than the required majority of votes.

Details of the votes cast on each resolution are set out below:

**For**  
**Against**  
**Abstained**  
**Resolutions**  
**Number of**  
**votes**  
**% of**  
**votes**  
**Number of**  
**votes**  
**% of**  
**votes**  
**Number of**  
**votes**

1

**Ordinary Resolution No. 1**  
**Re-appointment of Ernst &**  
**Young Inc. as auditors of**  
**the company**

294,447,510

99.82

531,201

0.18

536,813

2

**Ordinary Resolution No. 2**

Election of Mr RN Duffy as a  
director

294,171,722

99.82

521,141

0.18

826,425

3

Ordinary Resolution No. 3

Re-election of Mr R Gasant  
as a director

294,169,281

99.82

524,825

0.18

825,182

4

**Ordinary Resolution No. 4**

Re-election of Mr SM Pityana  
as a director

286,057,993

97.07

8,635,230

2.93

825,926

5

**Ordinary Resolution No. 5**

Appointment of Prof LW  
Nkuhlu as a member of the  
Audit and Risk Committee of  
the company

293,533,180

99.51

1,439,194

0.49

543,915

6

**Ordinary Resolution No. 6**

Appointment of Mr MJ  
Kirkwood as a member of the  
Audit and Risk Committee of  
the company

293,730,415

99.58

1,243,900

0.42

544,530

7

**Ordinary Resolution No. 7**

Appointment of Mr R Gasant  
as a member of the Audit  
and Risk Committee of the  
company

293,722,460

99.58

1,251,960

0.42

544,424

8

**Ordinary Resolution No. 8**

Appointment of Mr RJ  
Ruston as a member of the  
Audit and Risk Committee of  
the company

267,912,551

90.82

27,061,527

9.18

544,767

9

**Ordinary Resolution No. 9**

General authority to directors  
to allot and issue ordinary  
shares

286,026,504

97.06

8,656,910

2.94

835,856

10

**Non-Binding Advisory**

**Endorsement**

Advisory endorsement of the  
AngloGold Ashanti  
remuneration policy

234,932,721

84.08

44,486,404

15.92

16,103,164

11

**Special Resolution No. 1**

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 number 9  
256,288,074  
97.11  
7,614,914  
2.89  
31,615,957  
12

**Special Resolution No. 2**

Approval of non-executive  
directors' remuneration for  
their service as directors  
243,186,021  
85.92  
39,852,487  
14.08  
12,480,290  
13

**Special Resolution No. 3**

Approval of non-executive  
directors' remuneration for  
board committee meetings  
240,025,001  
85.90  
39,379,969  
14.10  
16,169,960  
14

**Special Resolution No. 4**

Amendment of the  
company's Memorandum of  
Incorporation  
283,784,139  
96.53  
10,193,895  
3.47  
1,459,876  
15

**Special Resolution No. 5**

Amendment of the rules of  
the company's Long-Term  
Incentive Plan  
237,512,646  
85.58  
40,012,753  
14.42  
17,997,077  
16

**Special Resolution No. 6**

Amendment of the rules of  
the company's Bonus Share  
Plan

262,099,051

88.98

32,469,936

11.02

950,548

17

**Special Resolution No. 7**

General authority to acquire  
the company's own shares

290,218,022

98.57

4,219,304

1.43

1,081,563

18

**Special Resolution No. 8**

Approval for the company to  
grant financial assistance in  
terms of Sections 44 and 45  
of the Companies Act

262,225,291

89.00

32,399,666

11.00

892,851

19

**Ordinary Resolution No. 10**

Election of Mr DL Hodgson  
as a director

293,268,236

99.82

535,586

0.18

1,715,083

73.30% of total number of shares was exercised by those present/by proxy and including votes withheld.

The special resolutions will be filed with the Companies and Intellectual Property Commission in accordance with the requirements of the Companies Act, No. 71 of 2008.

**ENDS**

*Sponsor: UBS South Africa (Pty) Ltd*

**Contacts**

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*Certain statements contained in this document, other than statements of historical fact, including, without limitation, those concerning the economic outlook for the gold mining industry, expectations regarding gold prices, production, cash costs, all-in sustaining costs, cost savings and other operating results, return on equity, productivity improvements, growth prospects and outlook of AngloGold Ashanti's operations, individually or in the aggregate, including the achievement of project milestones, commencement and completion of commercial operations of certain of AngloGold Ashanti's exploration and production projects and the completion of acquisitions and dispositions, AngloGold Ashanti's liquidity and capital resources and capital expenditures and the outcome and consequences of any potential or pending litigation or regulatory proceedings or environmental, health and safety issues, are forward-looking statements regarding AngloGold Ashanti's*

*operations, economic performance and financial condition. These forward-looking statements or forecasts involve known and unknown risks, uncertainties and other factors that may cause AngloGold Ashanti's actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied in these forward-looking statements. Although AngloGold Ashanti believes that the expectations reflected in such forward-looking statements and forecasts are reasonable, no assurance can be given that such expectations will prove to have been correct. Accordingly, results could differ materially from those set out in the forward-looking statements as a result of, among other factors, changes in economic, social and political and market conditions, the success of business and operating initiatives, changes in the regulatory environment and other government actions, including environmental approvals, fluctuations in gold prices and exchange rates, the outcome of pending or future litigation proceedings, and business and operational risk management. For a discussion of such risk factors, refer to AngloGold Ashanti's annual report on Form 20-F for the year ended December 31, 2013 that was filed with the United States Securities and Exchange Commission ("SEC") on 14 April 2014. These factors are not necessarily all of the important factors that could cause AngloGold Ashanti's actual results to differ materially from those expressed in any forward-looking statements. Other unknown or unpredictable factors could also have material adverse effects on future results. Consequently, readers are cautioned not to place undue reliance on forward-looking statements. AngloGold Ashanti undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, except to the extent required by applicable law. All subsequent written or oral forward-looking statements attributable to AngloGold Ashanti or any person acting on its behalf are qualified by the cautionary statements herein.*

**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](http://www.anglogoldashanti.com)



**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AngloGold Ashanti Limited

Date: May 15, 2014

By:

/s/ M E SANZ PEREZ

Name: M E Sanz Perez

Title: Group General Counsel and Company  
Secretary