

# GhDS VOTING INSTRUCTION FORM



ANGLOGOLD ASHANTI LIMITED

(Incorporated in the Republic of South Africa) • Registration number 1944/017354/06  
ISIN: ZAE000043485 • JSE Share code: ANG • ("AngloGold Ashanti" or "the company")

## For completion by holders of Ghana Depository shares in the company (GhDSs)

This Voting Instruction Form is to enable you to instruct NTHC Limited, as Depository, how to vote on the resolutions to be considered at the annual general meeting of the Company to be held on 13 May 2013 as detailed below on your behalf.

Please note: every 100 GhDSs has one underlying AngloGold Ashanti ordinary share and carries the right to one vote.

I/We

being the registered holder(s) of  GhDSs, direct NTHC Limited to vote for me/us in respect of all the GhDSs held in my/our name(s) at the annual general meeting of the Company to be held in The Auditorium, 76 Jeppe Street, Newtown, Johannesburg, South Africa on Monday, 13 May 2013 at 11:00 (South African Time) and at any adjournment thereof, as follows:

Please indicate with an "X" in the appropriate spaces how votes are to be cast	For	Against	Abstain
<b>1. Ordinary Resolution No. 1</b> Re-appointment of Ernst & Young Inc. as auditors of the company			
<b>2. Ordinary Resolution No. 2</b> Election of Mr MJ Kirkwood as a director			
<b>3. Ordinary Resolution No. 3</b> Election of Mr AM O'Neill as a director			
<b>4. Ordinary Resolution No. 4</b> Re-election of Mr S Venkatakrishnan as a director			
<b>5. Ordinary Resolution No. 5</b> Appointment of Prof LW Nkuhlu as a member of the audit and corporate governance committee of the company			
<b>6. Ordinary Resolution No. 6</b> Appointment of Mr MJ Kirkwood as a member of the audit and corporate governance committee of the company			
<b>7. Ordinary Resolution No. 7</b> Appointment of Mr R Gasant as a member of the audit and corporate governance committee of the company			
<b>8. Ordinary Resolution No. 8</b> Appointment of Ms NP January-Bardill as a member of the audit and corporate governance committee of the company			
<b>9. Ordinary Resolution No. 9</b> General Authority to directors to allot and issue ordinary shares			
<b>10. Ordinary Resolution No. 10</b> General Authority to directors to issue for cash, those ordinary shares placed under the control of the directors in terms of ordinary resolution number 9			
<b>11. Non-Binding Advisory Endorsement</b> Endorsement of the AngloGold Ashanti remuneration policy			
<b>12. Special Resolution No. 1</b> Increase in non-executive directors' fees			
<b>13. Special Resolution No. 2</b> Increase in non-executive directors' committee fees			
<b>14. Special Resolution No. 3</b> Acquisition of company's shares			
<b>15. Special Resolution No. 4</b> Approval to grant financial assistance in terms of sections 44 and 45 of the Companies Act			

**Notes:**

1. The right to vote on the resolution need not be exercised, neither need all the votes be cast in the same way but the total of the votes cast and in respect of which abstention is directed may not exceed the total of the votes exercisable.
2. Any alteration or correction made to this Voting Instruction Form must be signed in full and not initialled by the signatory.
3. In the case of joint holders of GhDSs, any one holder may sign the Voting Instruction Form.
4. Documentary evidence establishing the authority of a person signing the Voting Instruction Form in the capacity as Power of Attorney must be attached, unless previously recorded by the Depositary.
5. A minor must be assisted by his/her parent/guardian and relevant documentary evidence establishing his/her legal capacity must be attached to the Voting Instruction Form, unless previously recorded by the share registrars.
6. A proxy may not delegate his/her authority to act on behalf of the shareholder, to another person.
7. Signature of this Voting Instruction Form on behalf of a company must be in accordance with that company's constitution and the signatory must state his/her office in the Company concerned.
8. Completed Voting Instruction Forms should be returned to NTHC Limited, Martco House, off Kwame Nkrumah Avenue (PO Box KIA 9563 Airport, Accra, Ghana by no later than 11:00 Ghana time on Tuesday, 21 May 2013.
9. It is requested that completed Voting Instruction Forms should be returned to NTHC Limited, Martco House, off Kwame Nkrumah Avenue (P.O. Box KIA 9563 Airport, Accra, Ghana by no later than 11:00 Ghana time on Tuesday, 7 May, 2013.

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2013

Name in BLOCK LETTERS \_\_\_\_\_ Signature \_\_\_\_\_

*(Initials and surname of joint holders of GhDSs, if any)*

It is understood that, if this form is not signed and returned, the Depositary will not vote for the resolution.