

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

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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

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