

ANGLOGOLD ASHANTI LTD

Form 6-K

February 26, 2019

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 February 26, 2019

Commission File Number 1-14846

AngloGold Ashanti Limited

(Name of registrant)

76 Rahima Moosa 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: Press release:

**DEALINGS IN SECURITIES BY AN EXECUTIVE DIRECTOR OF
ANGLOGOLD ASHANTI LIMITED**

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AngloGold Ashanti Limited
(Incorporated in the Republic of South Africa)
Reg. No. 1944/017354/06
ISIN: ZAE000043485 JSE share code: ANG
CUSIP: 035128206 NYSE share code: AU
JSE Bond Company Code - BIANG

25 February 2019

NEWS RELEASE

DEALINGS IN SECURITIES BY AN EXECUTIVE DIRECTOR OF ANGLOGOLD ASHANTI LIMITED

In terms of JSE Listings Requirement 3.63, AngloGold Ashanti gives notice that an Executive Director has dealt in securities of the Company, after having received clearance to do so in terms of JSE Listings Requirement 3.66.

The transactions were pursuant to a sign-on award. In terms of the award, the executive director will receive AngloGold Ashanti shares to the value of US\$2,800,000. 50% of the award vested on 31 January 2019, and two equal tranches of US\$700,000 each will vest on 31 January 2020 and 31 January 2021 respectively.

The number of shares allocated has been calculated using the five-day volume weighted average price of the JSE AngloGold Ashanti share price as well as the five-day USD/ZAR exchange rate prior to 1 September 2018.

Vesting date

Value of Shares

(USD)

Value of

Shares (ZAR)

(1)

Number of AGA shares

(2)

January 2019

1,400,000

20,188,000

175,877

January 2020

700,000

10,094,000

87,939

January 2021

700,000

10,094,000

87,939

TOTAL

2,800,000

40,376,000

351,755

(1) Exchange rate five-day USD/ZAR exchange rate prior to 1 September 2018: 1 USD: 14.42 ZAR

(2) JSE five-day VWAP prior to 1 September 2018: 114.7845

The Company has awarded the first tranche of the sign-on bonus to the executive director as detailed below, following an on-market purchase of AngloGold Ashanti shares by the Company:

Name of director

Kelvin Dushnisky

Name of company

AngloGold Ashanti Limited

Nature of transaction

Off market award of the first tranche of the sign-on bonus

Class of security

Ordinary shares

Date of transaction

20 February 2019

Number of shares purchased and
awarded

40,877

Price per share

R220.7241

Value of transaction (excluding
brokerage and other fees)

R9,022,539.04

Date of transaction

21 February 2019

Number of shares purchased and
awarded

135,000

Price per share

R218.6826

Value of transaction (excluding
brokerage and other fees)

R29,522,151.00

Nature and extent of interest

Direct beneficial

Prior clearance to deal

Obtained

ENDS

Johannesburg

JSE Sponsor: The Standard Bank of South Africa Limited

CONTACTS

Media

Chris Nthite

+27 11 637 6388/+27 83 301 2481

cnthite@anglogoldashanti.com

Stewart Bailey

+27 81 032 2563/+27 11 637 6031

sbailey@anglogoldashanti.com

General inquiries

media@anglogoldashanti.com

Investors

Stewart Bailey

+27 81 032 2563/+27 11 637 6031

sbailey@anglogoldashanti.com

Sabrina Brockman

+1 646 880 4526/+1 646 379 2555

sbrockman@anglogoldashanti.com

Fundisa Mgidi

+27 11 637 6763/+27 82 821 5322

fmgidi@anglogoldashanti.com

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, total cash costs, all-in sustaining costs, all-in costs, cost savings and other operating results, productivity improvements,

growth prospects and outlook of AngloGold Ashanti's operations, individually or in 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, dispositions or joint venture transactions, AngloGold Ashanti's liquidity

and capital resources and capital expenditures and the outcome and consequence 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 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 risks factors, refer to AngloGold Ashanti's annual reports on Form 20-F filed with the United States Securities and Exchange Commission. 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.

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.

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.

Date: February 26, 2019

AngloGold Ashanti Limited

By:

/s/ M E SANZ PEREZ

Name:

M E Sanz Perez

Title:

EVP: Group Legal, Commercial & Governance