ANGLOGOLD ASHANTI LTD
Form 6-K
August 28, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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 August 28, 2009

This Report on Form 6-K shall be incorporated by reference in our Registration Statements on Form S-8 (File Nos. 333-10990 and 333-113789) as amended, to the extent not superseded by documents or reports subsequently filed by us under the Securities Act of 1933 or the Securities Exchange Act of 1934, in each case as amended

Commission file number: 1-14846

AngloGold Ashanti Limited
(Name of Registrant)

76 Jeppe Street
Newtown, Johannesburg, 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: 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**:

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**:

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**:

Enclosures:
Unaudited condensed consolidated financial statements as of June 30, 2009 and December 31, 2008 and for each of the six month periods ended June 30, 2009 and 2008, prepared in accordance with U.S. GAAP, and related management's discussion and analysis of financial condition and results of operations.

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ANGLOGOLD ASHANTI LIMITED

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

Prepared in accordance with US GAAP

	Six months ended June 30, 2009 (unaudited)	**2008** (unaudited)
(in US Dollars, millions, except for share data)		
Sales and other income	1,501	1,908
Product sales	1,441	1,886
Interest, dividends and other	60	22
Cost and expenses	1,148	2,020
Production costs	955	948
Exploration costs	51	70
Related party transactions	(7)	(5)
General and administrative	73	64
Royalties	36	42
Market development costs	6	6
Depreciation, depletion and amortization	285	300
Interest expense	57	40
Accretion expense	8	12
Employment severance costs	6	

5
Profit on sale of assets, realization of loans, indirect taxes and other (see note E)
(83)
(47)
Non-hedge derivative (gain)/loss (see note F)
(239)
561
Other operating items
-
24
Income/(loss) from continuing operations before income tax and equity income in affiliates
353
(112)
Taxation expense (see note G)
(154)
(67)
Equity income/(loss) in affiliates
44
(89)
Net income/(loss) from continuing operations
243
(268)
Discontinued operations (see note H)
-
23
Net income/(loss)
243
(245)
Less: Net income attributable to noncontrolling interests
(13)
(26)
Net income/(loss) – attributable to AngloGold Ashanti
230
(271)
Net income/(loss) – attributable to AngloGold Ashanti
Income/(loss) from continuing operations
230
(294)
Discontinued operations
-
23
230
(271)
Income/(loss) per share attributable to AngloGold Ashanti common stockholders: (cents) (see note J)
From continuing operations
Ordinary shares
65
(105)
E Ordinary shares

33
(52)
Ordinary shares – diluted
64
(105)
E Ordinary shares – diluted
32
(52)
Discontinued operations
Ordinary shares
-
8
E Ordinary shares
-
4
Ordinary shares – diluted
-
8
E Ordinary shares – diluted
-
4
Net (loss)/income
Ordinary shares
65
(97)
E Ordinary shares
33
(48)
Ordinary shares – diluted
64
(97)
E Ordinary shares – diluted
32
(48)
Weighted average number of shares used in computation
Ordinary shares
354,588,988
278,372,787
E Ordinary shares – basic and diluted
3,918,250
4,093,776
Ordinary shares - diluted
355,496,294
278,372,787
Dividend declared per ordinary share (cents)
5
7
Dividend declared per E ordinary share (cents)
3
3

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ANGLOGOLD ASHANTI LIMITED
CONDENSED CONSOLIDATED BALANCE SHEETS
Prepared in accordance with US GAAP
At June 30,
2009
(unaudited)
At December 31,
2008
(in US Dollars, millions)
ASSETS
Current assets
4,177
2,947
Cash and cash equivalents
2,305
575
Restricted cash
63
44
Receivables
489
224
Trade
64
39
Recoverable taxes, rebates, levies and duties
62
64
Related parties
9
4
Other
354
117
Inventories (see note C)
639
552
Materials on the leach pad (see note C)
50
49
Derivatives
461
571
Deferred taxation assets
106
150
Assets held for sale (see note M)
64
782
Property, plant and equipment, net

5,160
4,765
Acquired properties, net
830
814
Goodwill and other intangibles, net
167
152
Derivatives
2
-
Other long-term inventory (see note C)
33
40
Materials on the leach pad (see note C)
296
261
Other long-term assets (see note N)
469
421
Deferred taxation assets
52
51
Total assets
11,186
9,451
LIABILITIES AND EQUITY
3,350
3,445
Current liabilities
Accounts payable and other current liabilities
553
550
Derivatives
1,710
1,758
Short-term debt (see note D)
1,046
1,067
Tax payable
34
28
Liabilities held for sale (see note M)
7
42
Other non-current liabilities
153
117
Long-term debt (see note D)
1,685
873

Derivatives
251
130
Deferred taxation liabilities
1,136
1,008
Provision for environmental rehabilitation
335
302
Provision for labor, civil, compensation claims and settlements
42
31
Provision for pension and other post-retirement medical benefits
168
139
Commitments and contingencies
-
-
Equity
4,066
3,406
Common stock
600,000,000 (2008 – 400,000,000) authorized common stock of 25 ZAR
cents each
Stock issued 2009 – 354,241,602 (2008 – 353,483,410)
12
12
Additional paid in capital
7,533
7,502
Accumulated deficit
(2,832)
(3,044)
Accumulated other comprehensive income (see note K)
(749)
(1,148)
Total AngloGold Ashanti stockholders' equity
3,964
3,322
Noncontrolling interests
102
84
Total liabilities and equity
11,186
9,451

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ANGLOGOLD ASHANTI LIMITED
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
Prepared in accordance with US GAAP
Six months ended June 30,
2009
(unaudited)
2008
(unaudited)
(in US Dollars, millions)
Net cash provided by operating activities
327
192
Net income/(loss)
243
(245)
Reconciled to net cash provided by operations:
Profit on sale of assets, realization of loans, indirect taxes and other
(83)
(47)
Depreciation, depletion and amortization
285
300
Deferred taxation
57
11
Movement in non-hedge derivatives
(35)
290
Equity income in affiliates
(44)
89
Dividends received from affiliates
77
44
Other non cash items
(34)
(12)
Net increase in provision for environmental rehabilitation, pension and
other post-retirement medical benefits
8
9
Effect of changes in operating working capital items:
Receivables
(74)
(20)
Inventories
(117)
(152)
Accounts payable and other current liabilities
44

(73)
Net cash provided by continuing operations
327
194
Net cash used in discontinued operations
-
(2)
Net cash generated/(used) in investing activities
292
(520)
Increase in non-current investments
(22)
(41)
Additions to property, plant and equipment
(499)
(558)
Proceeds on sale of mining assets
895
32
Proceeds on sale of discontinued assets
-
10
Proceeds on sale of investments
25
41
Proceeds on sale of affiliate
-
50
Cash outflows from derivatives purchased
(98)
(31)
Change in restricted cash
(9)
(23)
Net cash generated by financing activities
1,039
344
Net repayments of debt
(1,135)
(25)
Issuance of stock
14
11
Share issue expenses
(1)
-
Net proceeds from debt
1,961
406
Debt issue costs
(11)

-
Cash inflows/(outflows) from derivatives with financing
229
(24)
Advanced proceeds from rights offer
-
1
Dividends paid to common stockholders
(18)
(18)
Dividends paid to noncontrolling interests
-
(7)
Net increase in cash and cash equivalents
1,658
16
Effect of exchange rate changes on cash
72
(26)
Cash and cash equivalents – January 1,
575
477
Cash and cash equivalents – June 30,
2,305
467

ANGLOGOLD ASHANTI LIMITED
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
Prepared in accordance with US GAAP
FOR THE SIX MONTHS ENDED JUNE 30, 2009
(unaudited)
(In millions, except share information)
AngloGold Ashanti stockholders
Common
stock
Common
stock
$
Additional
paid in
capital
$
Accumulated
other
comprehensive
income
$
Accumulated
deficit
$
Noncontrolling
interests
$
Total
$
Balance – December 31, 2008
352,627,761
12
7,502
(1,148)
(3,044)
84 3,406
Net income
230
13
243
Translation gain
296
4
300
Net loss on cash flow hedges removed from other comprehensive income and
reported in income, net of tax of $27 million
65
1
66
Net gain on cash flow hedges, net of tax of $6 million
12

12
Hedge ineffectiveness on cash flow hedges, net of tax of $nil million
5
5
Net gain on available-for-sale financial assets arising during the period, net of tax
of $nil million
21
21
Other comprehensive income
404
Comprehensive income
647
Stock issues as part of Share Incentive Scheme
757,011
-
18
18
Stock issues in exchange for E Ordinary shares cancelled
1,181
-
1
1
Stock issues transferred from Employee Share Ownership Plan to exiting
employees
29,199
-
1
1
Stock based compensation expense
11
11
Dividends
(18)
(18)
5
Balance – June 30, 2009
353,415,152
12
7,533
(749)
(2,832)
102 4,066

ANGLOGOLD ASHANTI LIMITED
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
Prepared in accordance with US GAAP
FOR THE SIX MONTHS ENDED JUNE 30, 2008
(unaudited)
(In millions, except share information)
AngloGold Ashanti stockholders
Common
stock
Common
stock
$
Additional
paid in
capital
$
Accumulated
other
comprehensive
income
$
Accumulated
deficit
$
Noncontrolling
interests
$
Total
$
Balance – December 31, 2007
276,544,061
10
5,607
(625)
(2,440)
63 2,615
Net (loss)/income
(271)
26
(245)
Translation loss
(102)
(3)
(105)
Net loss on cash flow hedges removed from other comprehensive income and reported in income, net of tax of $71 million
62
1
63
Net loss on cash flow hedges, net of tax of $66 million
(33)

(33)
Net loss on available-for-sale financial assets arising during the period, net of tax of $2 million
(7)
(7)
Release on disposal of available-for-sale financial assets during the period, net of tax of $nil million
(1)
(1)
Other comprehensive income
(83)
Comprehensive income
(328)
Stock issues as part of Share Incentive Scheme
437,243
-
13
13
Stock issues in exchange for E Ordinary shares cancelled
94
-
1
1
Stock issues transferred from Employee Share Ownership Plan to exiting employees
32,455
-
1
1
Stock based compensation expense
24
24
Dividends
(18)
(7)
(25)
6
Balance – June 30, 2008
277,013,853
10
5,646
(706)
(2,729)
80 2,301

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ANGLOGOLD ASHANTI LIMITED
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED
JUNE 30,
2009

Prepared in accordance with US GAAP

Note A. Basis of presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP") for interim financial information. Accordingly, they do not include all of the information and footnotes required by US GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the six-month period ended June 30, 2009 are not necessarily indicative of the results that may be expected for the year ending December 31, 2009.

The balance sheet as at December 31, 2008 has been derived from the audited financial statements at that date but does not include all of the information and footnotes required by US GAAP for complete financial statements.

For further information, refer to the consolidated financial statements and footnotes thereto included in the Company’s annual report on Form 20-F for the year ended December 31, 2008.

Certain amounts for the six months ended June 30, 2008 and at December 31, 2008 have been revised. The Company adopted FASB Statement No. 160, “Noncontrolling Interests in Consolidated Financial Statements” (“SFAS160”), which requires the noncontrolling interests to be classified as a separate component of net income and equity.

Note B. Accounting developments

Recently adopted pronouncements

Subsequent events

In May 2008, the FASB issued FASB Statement No. 165, “Subsequent Events” (“SFAS165”). SFAS165 is intended to establish general standards of accounting for, and disclosure of, events that occur after the balance sheet date but before financial statements are issued or are available to be issued. SFAS165 requires the disclosure of the date through which an entity has evaluated subsequent events and whether that date represents the date the financial statements were issued. In particular, the provisions of SFAS165 include:

- The period after the balance sheet date during which management should evaluate events or transactions for potential recognition or disclosure;
- The circumstances under which an entity should recognize events or transactions occurring after the balance sheet date;
- The disclosures that an entity should make about such events or transactions.

SFAS165 is effective for interim and annual periods ending after June 15, 2009. The adoption of SFAS165 had no impact on the Company’s financial statements.

Fair value determination when there is no active market

In April 2009, the FASB issued FSP FAS 157-4, “Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly” (“FSP FAS 157-4”). FSP FAS 157-4 provides additional guidance for estimating fair value in accordance with FASB Statement No. 157, “Fair Value Measurements” (“SFAS157”), when the volume and level of activity have significantly decreased. FSP FAS 157-4 also includes guidance on identifying circumstances that indicate a transaction is not orderly. FSP FAS 157-4 is effective for interim and annual reporting periods ending after June 15, 2009, and shall be applied prospectively. The adoption of FSP FAS 157-4 had no impact on the Company’s financial statements.

Recognition and presentation of other-than-temporary impairments

In April 2009, the FASB issued FSP FAS 115-2 and FAS 124-2, “Recognition and Presentation of Other-Than-Temporary Impairments” (“FSP FAS 115-2 and FAS 124-2”), which: (i) clarifies the factors that should be considered when determining whether a debt security is other than temporarily impaired, (ii) provides guidance on the amount recognized of an other-than-temporary impairment and (iii) expands the disclosures required.

FSP FAS 115-2 and FAS 124-2 is effective for interim and annual reporting periods ending after June 15, 2009. The adoption of FSP FAS 115-2 and FAS 124-2 had no impact on the Company’s financial statements. See note N “Other long-term assets” for additional information.

ANGLOGOLD ASHANTI LIMITED
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED
JUNE 30, 2009

Prepared in accordance with US GAAP

Note B. Accounting developments (continued)

Recently adopted pronouncements (continued)

Interim disclosures about fair value of financial instruments

In April 2009, the FASB issued FSP FAS 107-1 and APB 28-1, “Interim Disclosures about Fair Value of Financial Instruments” (“FSP FAS 107-1 and APB 28-1”). FSP FAS 107-1 and APB 28-1 amends FASB Statement No. 107, “Disclosures about Fair Value of Financial Instruments” (“SFAS107”), to require disclosures about fair value of financial instruments for interim reporting periods as well as in annual financial statements. FSP FAS 107-1 and APB 28-1 apply to all financial instruments within the scope of SFAS107, as defined by Opinion 28. FSP FAS 107-1 and APB 28-1 shall be effective for interim reporting periods ending after June 15, 2009. The adoption of FSP FAS 107-1 and APB 28-1 had no impact on the Company’s financial statements.

Assets and liabilities from contingencies in business combinations

In April 2009, the FASB issued FSP FAS 141(R)–1, “Accounting for Assets Acquired and Liabilities Assumed in a Business Combination That Arise from Contingencies” (“FSP FAS 141(R)–1”). FSP FAS 141(R)–1 amends and clarifies FASB Statement No. 141 (revised 2007), “Business Combinations” issues raised on initial recognition and measurement, subsequent measurement and accounting, and disclosure of assets and liabilities arising from contingencies in a business combination. FSP FAS 141(R)–1 applies to all assets acquired and liabilities assumed in a business combination that arise from contingencies within the scope of Statement 5 if not acquired or assumed in a business combination, except for assets or liabilities arising from contingencies that are subject to specific guidance in Statement 141(R). FSP FAS 141(R)–1 is effective for assets or liabilities arising from contingencies in business combinations for which the acquisition date is on or after January 1, 2009. The Company adopted the provisions of FSP FAS 141(R)–1 on January 1, 2009 to be applied to all future business combinations.

Equity method investment

In November 2008, The Emerging Issues Task Force (“EITF”) reached consensus on Issue No. 08-6, “Equity Method Investment Accounting Considerations” (“EITF 08-6”), which clarifies the accounting for certain transactions and impairment considerations involving equity method investments. EITF 08-6 provides guidance on (i) determining the initial carrying value of an equity method investment, (ii) performing an impairment assessment of an underlying indefinite-lived intangible asset of an equity method investment, (iii) accounting for an equity method investee’s issuance of shares, and (iv) accounting for a change in an investment from the equity method to the cost method. EITF 08-6 was effective for the Company’s fiscal year beginning January 1, 2009 and has been applied prospectively. The adoption of EITF 08-6 had no impact on the Company’s financial statements.

Instrument indexed to own stock

In June 2008, the EITF reached a consensus on Issue No. 07-5, “Determining Whether an Instrument (or an Embedded Feature) Is Indexed to an Entity’s Own Stock” (“EITF 07-5”). The consensus was reached on the following three issues:

- How an entity should evaluate whether an instrument (or embedded feature) is indexed to its own stock.
- How the currency in which the strike price of an equity-linked financial instrument (or embedded equity-linked feature) is denominated affects the determination of whether the instrument is

indexed to an entity’s own stock.

- How an issuer should account for market-based employee stock option valuation instruments.

EITF 07-5 was effective for the Company’s fiscal year beginning January 1, 2009. The adoption of EITF 07-5 had no impact on the Company’s financial statements.

Participating securities

In June 2008, the FASB issued FSP EITF 03-6-1, “Determining Whether Instruments Granted in Share-Based Payment Transactions Are Participating Securities” (“FSP EITF 03-6-1”).

FSP EITF 03-6-1 addresses whether instruments granted in share-based payment transactions are participating securities prior to vesting and, therefore, need to be included in the earnings allocation in computing earnings per share under the two-class method as described in SFAS No. 128, “Earnings per Share” (“SFAS 128”). Under the guidance in FSP EITF 03-6-1, unvested share-based payment awards that contain non-forfeitable rights to dividends or dividend equivalents (whether paid or unpaid) are participating securities and shall be included in the computation of earnings per share pursuant to the two-class method. FSP EITF 03-6-1 was effective for the Company’s fiscal year beginning January 1, 2009. The adoption of FSP EITF 03-6-1 had no impact on the Company’s financial statements.

ANGLOGOLD ASHANTI LIMITED
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED
JUNE 30, 2009
Prepared in accordance with US GAAP
Note B. Accounting developments (continued)
Recently adopted pronouncements (continued)
Convertible debt instruments
In May 2008, the FASB issued FSP APB 14-1, "Accounting for Convertible Debt Instruments That May Be Settled in Cash upon Conversion (Including Partial Cash Settlement)" ("FSP APB 14-1") which addresses the accounting for convertible debt securities that may be settled in cash, (or other assets) upon conversion, including partial cash settlement, unless the embedded conversion option is required to be separately accounted for as a derivative under FASB Statement No. 133, "Accounting for Derivative Instruments and Hedging Activities" ("SFAS133"). FSP APB 14-1 does not change the accounting for more traditional types of convertible debt securities that do not have a cash settlement feature. Also, FSP APB 14-1 does not apply if, under existing US GAAP for derivatives, the embedded conversion feature must be accounted for separately from the rest of the instrument. FSP APB 14-1 was effective for the Company's fiscal year beginning January 1, 2009. The adoption of FSP APB 14-1 had no impact on the Company's financial statements.
Useful life of intangible assets
In April 2008, the FASB issued FASB Staff Position No. FAS 142-3, "Determination of the Useful Life of Intangible Assets" ("FSP FAS 142-3"). FSP FAS 142-3 amends the factors that should be considered in developing renewal or extension assumptions used to determine the useful life of a recognized intangible asset under FASB Statement No. 142, "Goodwill and Other Intangible Assets" ("SFAS142"). FSP FAS 142-3 removes the requirement under paragraph 11 of SFAS142 to consider whether an intangible asset can be renewed without substantial cost or material modifications to the existing terms and conditions and instead, requires an entity to consider its own historical experience in renewing similar arrangements. FSP FAS 142-3 was effective for the Company's fiscal year beginning January 1, 2009 and has been applied prospectively to intangible assets acquired after the effective date. The adoption of FSP FAS 142-3 had no impact on the Company's financial statements.
Derivative instruments
In March 2008, the FASB issued FASB statement No. 161, "Disclosures about Derivative Instruments and Hedging Activities – an amendment of FASB statement No. 133" ("SFAS161"). SFAS161 applies to all derivative instruments and nonderivative instruments that are designated and qualify as hedging instruments pursuant to paragraphs 37 and 42 of SFAS133 and related hedged items accounted for under SFAS133. SFAS161 requires enhanced disclosures about an entity's derivative and hedging activities. Entities are required to provide enhanced disclosures about (i) how and why an entity uses derivative instruments, (ii) how derivative instruments and related hedged items are accounted for under SFAS133 and its related interpretations, and (iii) how derivative instruments and related hedged items affect an entity's financial position, results of operations and cash flows. The Company adopted the provisions of SFAS161 on January 1, 2009. Except for presentation changes, the adoption of SFAS161 had no impact on the Company's financial statements. See note O "Derivative instruments" for additional information.
Fair value measurements
In February 2008, the FASB issued FASB Staff Position No. FAS 157-2, "Effective date of FASB Statement No. 157" ("FSP FAS 157-2"). FSP FAS 157-2 provided a one year deferral until January 1, 2009 for the implementation of SFAS157 for certain non-financial assets and non-financial liabilities, except for those items that are recognized or disclosed at fair value on a recurring basis (at least annually). The Company adopted the provisions of FSP FAS 157-2 on

January 1, 2009. See note S “Fair value measurements” for additional information.

Noncontrolling interests

In December 2007, the FASB issued FASB Statement No. 160, “Noncontrolling Interests in Consolidated Financial Statements” (“SFAS160”). SFAS160 amends ARB 51 to establish accounting and reporting standards for the noncontrolling interest in a subsidiary and for the deconsolidation of a subsidiary. It clarifies that a noncontrolling interest in a subsidiary is an ownership interest in the consolidated entity that should be reported as equity in the consolidated financial statements. The Company adopted the provisions of SFAS160 on January 1, 2009. Except for presentation changes, the adoption of SFAS160 had no impact on the Company’s financial statements.

Business combinations

In December 2007, the FASB issued FASB Statement No. 141 (R), “Business Combinations” (“SFAS141(R)”). SFAS141(R) requires the acquiring entity in a business combination to recognize all (and only) the assets acquired and liabilities assumed in the transaction; establishes the acquisition-date fair value as the measurement objective for all assets acquired and liabilities assumed; and requires the acquirer to disclose information on the nature and financial effect of the business combination. The Company adopted the provisions of SFAS141(R) on January 1, 2009 to be