

**EXECUTION COPY**

**Anglo American plc  
20 Carlton House Terrace  
London, England SW1Y 5AN**

November 9, 2011

MC Resource Development Ltd.  
Mid City Place  
71 High Holborn  
London WC1V 6BA  
United Kingdom

Ladies and Gentlemen:

We refer to the Share Purchase Agreement, dated as of November 9, 2011 (the "Agreement"), among Inversiones Anglo American Sur S.A. (the "Seller"), Anglo American Services (UK) Ltd. (the "Seller Guarantor"), MC Resource Development Ltd. (the "Purchaser"), and Mitsubishi Corporation (the "Purchaser Guarantor") wherein the Seller Guarantor has agreed, upon the terms and subject to the conditions set forth in Section 6.01 thereof, to guarantee to the Purchaser the performance of the Seller's obligations contained in the Agreement (the "Guarantee"). Capitalized terms used but not defined in this letter agreement have the meanings given to those terms in the Agreement.

In consideration of the covenants made in the Agreement and other good and valuable consideration, Anglo American plc ("Anglo") hereby agrees with the Purchaser that in the event that the Seller Guarantor no longer owns, directly or indirectly, assets generating 70% or more of the consolidated operating profit of Anglo and its consolidated Affiliates, Anglo shall promptly cause another wholly owned Affiliate of Anglo that owns assets generating 70% or more of the consolidated operating profit of Anglo and its consolidated Affiliates to (or, if no such Affiliate exists, then Anglo shall) assume the obligations of the Seller Guarantor under the Guarantee, and the Purchaser shall release the Seller Guarantor from its obligations under the Guarantee.

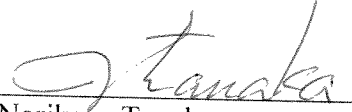
The provisions of Sections 9.03, 9.04, 9.05, 9.06, 9.07, 9.08, 9.09, 9.11, 9.12 and 9.14 of the Agreement are incorporated herein by reference, *mutatis mutandis*, as if such provisions were set forth in full herein.

Sincerely,



Name: PAUL CAHILL  
Title: AUTHORIZED SIGNATORY  
Anglo American plc

Agreed and Accepted:

A handwritten signature in black ink, appearing to read "Norikazu Tanaka", written over a horizontal line.

Norikazu Tanaka  
Director  
MC Resource Development Ltd.