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100 Pall Mall
London
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The Board of Directors
Anglo American plc
20 Carlton House Terrace
London
United Kingdom
SW1Y 5AN

7 February 2020

Recommended Cash Acquisition for Sirius Minerals Plc (“Sirius”) by Anglo American Projects UK Limited (a wholly owned subsidiary of Anglo American plc) (the “Acquisition”)

Dear Sirs,

We refer to:

- i. the scheme document of Sirius to be dated on or around 7 February 2020 (the “**Scheme Document**”) in connection with the Acquisition (a copy of which is attached hereto); and
- ii. the letters (the “**Letters**”) to be sent to holders of share options and awards, in connection with the Acquisition, under the Share Based Incentive Plan, Company Share Option Plan, Unapproved Share Option Plan and Incentive Option Scheme, each operated by Sirius (copies of which are attached hereto).

In accordance with Rule 23.2 of the City Code on Takeovers and Mergers, we hereby confirm that we have given and not withdrawn our consent to the publication of the Scheme Document and the Letters with the inclusion of the references to our name in the form and context in which they appear.



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