

Anglo American plc's Directors' Remuneration Report (DRR) vote at the Annual General Meeting (AGM) on 30 April 2025

Anglo American plc is publishing this statement in accordance with Provision 4 of the UK Corporate Governance Code, which states companies should provide an update of the actions taken following a vote against an AGM resolution of 20% or more.

At the Anglo American plc AGM on 30 April 2025, Resolution 16 "to approve the implementation report section of the directors' remuneration report (DRR) set out in the Integrated Annual Report for the year ended 31 December 2024" received 75.72% votes in favour from shareholders. Whilst the Company is encouraged that the considerable majority of shareholders supported the resolution, the Remuneration Committee took a number of steps to understand the reasons that led to the votes against.

Following the publication of the DRR and prior to the AGM, the Remuneration Committee Chair (the "Chair") undertook an engagement exercise with the Company's largest shareholders, to highlight some of the context and decision making behind the disclosures outlined in the DRR, and inviting them to meet to discuss their views. This included discussion of the treatment of the approach taken to calculate the ROCE measure within the 2022 Long-term Incentive Plan award, which vested in March 2025. We were pleased by the level of positive support and feedback received from shareholders.

Following the AGM, the Chair then wrote to those of the largest shareholders who we had identified as voting against the resolution to ensure we understood their rationale and feedback.

The feedback received from this exercise informed us that the primary reason for the votes against the DRR was the approach taken to calculate the ROCE measure vesting outcome. The Committee also recognised that the voting outcome was impacted by ISS' recommendation to shareholders to vote against the DRR.

As outlined in the DRR, as part of the last remuneration policy review, we changed the operation of the ROCE performance metric for LTIP awards granted from 2023, whereby ROCE would be measured on an average basis over the three-year performance period, as opposed to in the final year only. The 2022 LTIP award was granted prior to this change. Measuring ROCE performance on an average basis over the three-year performance period resulted in a vesting outcome of 94.8% against the ROCE measure. Had the final year approach to measuring performance been applied, the vesting level of the ROCE element would have been 25%. In recognition of this, as well as the need to align management with the broader shareholder experience, the Committee decided that the vesting outcome of the ROCE element measured on a three-year average basis should be reduced by 15%, leading to a vesting level of 80.5%.

The Committee was mindful of the fact that, ultimately, this led to an increased vesting outcome for the ROCE element compared to if a final year measurement had been applied and believes that the revised outcome more fairly reflects management's performance and contribution during the performance period - particularly in relation to the delivery of the accelerated strategy which is positioning Anglo American well for sustained value creation and has been positively received by shareholders.

We would like to thank all the shareholders who engaged with us on this matter. Understanding the views of our major shareholders is critical when making remuneration decisions, and we are committed to continuing to engage with shareholders through constructive dialogue, which will be of particular importance as we develop our new Remuneration Policy throughout 2025, to be put to a shareholder vote at the 2026 AGM.