
ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

COMPANY INFORMATION

Directors	C D Fish C Murphy A C S Noronha A S Oates C A O'Donnell Z Quattrocchi J Wilson
Company secretary	Anglo American Corporate Secretary Limited
Registered number	11340954
Registered office	17 Charterhouse Street London United Kingdom EC1N 6RA
Independent auditors	PricewaterhouseCoopers LLP Statutory Auditors 1 Embankment Place London United Kingdom WC2N 6RH
Bankers	Barclays Bank PLC 1 Churchill Place Canary Wharf London United Kingdom E14 5HP

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

CONTENTS

	Page
Strategic report	1 - 2
Directors' report	3 - 5
Independent auditors' report	6 - 8
Statement of comprehensive income	9
Balance sheet	10
Statement of changes in equity	11 - 12
Notes to the financial statements	13 - 21

STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022

Introduction

Anglo American Technical & Sustainability Limited (the "Company") is a holding company. The directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

Business review

As reported in the Company's Statement of comprehensive income, the Company has a loss of \$1,005,000,000 and no profit nor loss reported in the prior year. The loss primarily is as a result of the Company recognising an impairment charge on its investment in Anglo American Technical & Sustainability Services Ltd. ("AAT&SS") following an additional equity injection of \$1,000,000,000 and a decision to impair on the basis that AAT&SS continues to be loss-making.

The Balance sheet reported that the Company is in a net asset position of \$NIL (2021: \$NIL).

Principal risks and uncertainties and financial risk management policies

The directors consider the risks attached to the Company's financial instruments. The directors have taken a prudent approach in their consideration of the various risks attached to the financial instruments of the Company.

The Company's exposure to price risk, credit risk, liquidity risk and cash flow risk is not material for the assessment of assets, liabilities and the financial statements. Credit risk is not considered to be material on the basis that the Company's debtor balances are due from other companies within the Anglo American plc and its subsidiaries (together the "Group") and those companies are considered to have sufficient liquidity or financial support to be able to settle amounts owed to the Company.

Key performance indicators

The directors consider the Company's key performance indicator to be the financial performance of its subsidiaries. The performance of these subsidiaries is monitored by the directors by way of management reports.

Section 172(1) statement

The Anglo American Technical & Sustainability Limited Board is cognisant of its legal duty to act in good faith and to promote the success of the Company for the benefit of its shareholders and with regard to the interests of stakeholders and other factors. These include the likely consequences of any decisions we make in the long term; the need to foster the relationships we have with all our stakeholders; the impact our operations have on the environment and local communities; and the desire to maintain a reputation for high standards of business conduct.

Stakeholder considerations are integral to discussions at Board meetings and the decisions we make take into account any potential impacts on them and the environment. Like any business, we are aware that some of the decisions we make may have an adverse impact on certain stakeholders.

By listening to, understanding and engaging with our stakeholders, the Board endeavours to live up to their expectations, by staying true to the Purpose and making decisions in accordance with our Values.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022

Our Purpose and Values

The Board recognises the role of the Company's business in society and within the Group. The Group's purpose is summarised as 'to re-imagine mining to improve people's lives', and the Company is focused on contributing to the achievement of this purpose.

The Group's Values: Safety; Care and Respect; Integrity; Accountability; Collaboration; and Innovation guide our behaviour and shape our culture, and are fundamental to creating enduring benefit for all our employees, shareholders, and stakeholders in a way that demonstrably improves people's lives.

Engaging our stakeholders

Healthy stakeholder relationships help us to better communicate how our business decisions, activities and performance are likely to affect or be of significant interest to our stakeholders, and provide the opportunity to co-create effective and lasting solutions to business and other challenges.

The Company's stakeholders include our host communities, governments, industry peers and broader civil society in addition to our shareholders.

Long Term Decision Making

The Board took a range of factors and stakeholder considerations into account when making decisions in the year. Decisions are made within the context of the long term factors that may impact the Company and its stakeholders.

This report was approved by the board on 13 June 2023 and signed by its order.

J Callaway

For and on behalf of

Anglo American Corporate Secretary Limited

Secretary

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The directors present their report and the audited financial statements for the year ended 31 December 2022.

Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the audited financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Principal activity

The Company is a holding company. The directors have the present intention of maintaining the business in its current form for the foreseeable future.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022

Results and dividends

The loss for the year, after taxation, amounted to \$1,005,000,000 (2021 - \$NIL).

The directors do not recommend the payment of a dividend (2021: \$NIL).

Directors

The directors who served during the year and up to the date of signing the financial statements were:

C D Fish
C Murphy
A C S Noronha
A S Oates
C A O'Donnell
Z Quattrocchi
J Wilson

Principal risks and uncertainties and financial risk management policies

The financial risk management policies of the Company are disclosed in the Strategic Report.

Future developments

The directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future for the period of at least 12 months from the date of approval of the financial statements. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

The Company's ability to operate as a going concern is assessed in conjunction with the Group as it is dependent upon the ability of the Group companies to settle their intercompany balances with the Company and to provide funds for working capital and other needs. The Company's cash flow forecasts for the period to the end of June 2024, with considerations given to the uncertainties of the wider macroeconomic environment and trading performance of the Group, show that the Company maintains sufficient liquidity throughout the period of assessment without the use of mitigating actions.

The directors have also received a commitment of financial support from Anglo American plc for use to the extent that it is necessary, including but not limited to, not seeking repayment of amounts advanced to the Company by the Group unless alternative financing has been secured by the Company. This support will remain in place for the foreseeable future, including the period of at least 12 months from authorisation of the Company's financial statements.

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

Post balance sheet events

On 5 January 2023, the Company purchased an investment in First Mode Holdings Inc from Anglo American Technical & Sustainability Services Ltd for total consideration of \$8,500,000.

On 5 January 2023, the Company acquired an additional 7.1% of the ordinary share capital of First Mode Holdings, Inc for total consideration of \$24,000,000.

On 5 January 2023, the Company subscribed for an additional \$200,000,000 of newly issued shares in First Mode Holdings, Inc. A payment of \$50,000,000 was made at that time and the remaining \$150,000,000 will be paid in 3 installments during 2023. The first installment of \$50,000,000 was paid on 14 April 2023.

Indemnities

To the extent permitted by law and the Articles, the Company has made qualifying third-party indemnity provisions for the benefit of its directors during the year through its ultimate parent company, which remain in force at the date of this report.

Independent Auditors

Under section 487(2) of the Companies Act 2006, PricewaterhouseCoopers LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the financial statements with the registrar, whichever is earlier.

This report was approved by the board on 13 June 2023 and signed by its order.

J Callaway

For and on behalf of

Anglo American Corporate Secretary Limited

Secretary

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, Anglo American Technical & Sustainability Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2022; the statement of comprehensive income and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 and applicable tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries and management bias included within significant accounting judgements and estimates. Audit procedures performed by the engagement team included:

- Understanding and evaluating the design and implementation of controls designed to prevent and detect irregularities and fraud;
- Inquiry of management, Internal Audit and the Company's legal advisors regarding their consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations; and
- Challenging assumptions and judgements made by management in respect of critical accounting judgements and significant accounting estimates, and assessing these judgements and estimates for management bias.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Other matter

The financial statements for the year ended 31 December 2021, forming the corresponding figures of the financial statements for the year ended 31 December 2022, are unaudited.

Alex Lazarus (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
14 June 2023

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 \$000	Unaudited 2021 \$000
Investment impairment	4	(1,005,000)	-
Loss before tax		(1,005,000)	-
Tax on loss	7	-	-
Loss for the year		(1,005,000)	-
Total comprehensive loss for the year		(1,005,000)	-

The notes on pages 13 to 21 form part of these financial statements.

The results relate to continuing operations of the Company.

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED
REGISTERED NUMBER: 11340954

BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	2022 \$000	<i>Unaudited 2021</i> \$000
Fixed assets			
Investments	8	-	-
Total assets less current liabilities		-	-
Net assets		-	-
Capital and reserves			
Called up share capital	9	1,002	2
Share premium account	10	1,156,498	152,498
Profit and loss account	10	(1,157,500)	(152,500)
Shareholders' funds		-	-

The financial statements on pages 10 to 20 were approved and authorised for issue by the board and were signed on its behalf on 13 June 2023.

C D Fish
Director

The notes on pages 13 to 21 form part of these financial statements.

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Called up share capital \$000	Share premium account \$000	Profit and loss account \$000	Total equity \$000
	2			-
At 1 January 2022		152,498	(152,500)	
Comprehensive loss for the year	-			(1,005,000)
Loss for the year	-	-	(1,005,000)	-
Total comprehensive loss for the year	-	-	(1,005,000)	(1,005,000)
Shares issued during the year	1,000	1,004,000	-	1,005,000
Total transactions with owners	1,000	1,004,000	-	1,005,000
At 31 December 2022	<u>1,002</u>	<u>1,156,498</u>	<u>(1,157,500)</u>	<u>-</u>

The notes on pages 13 to 21 form part of these financial statements.

Further details in respect of the movements in share capital and share premium are disclosed in note 11.

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital \$000	Share premium account \$000	Profit and loss account \$000	Total equity \$000
At 1 January 2021	2	152,498	(152,500)	-
Total comprehensive loss for the year	-	-	-	-
At 31 December 2021	2	152,498	(152,500)	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

Anglo American Technical & Sustainability Limited is a private company limited by shares, incorporated in the United Kingdom and registered in England and Wales.

The nature of the Company's operations and principal activities is set out in the Directors' report.

The address of the registered office is given on the Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

Changes in accounting policies and disclosures

The accounting policies applied are consistent with those adopted and disclosed in the financial statements for the year ended 31 December 2021.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

The Company may take FRS 101 exemptions as it is a member of a group where the parent prepares publicly available consolidated financial statements which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss and the Company is included in that consolidation.

2.3 Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future for the period of at least 12 months from the date of approval of the financial statements. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

The Company's ability to operate as a going concern is assessed in conjunction with the Group as it is dependent upon the ability of the Group companies to settle their intercompany balances with the Company and to provide funds for working capital and other needs. The Company's cash flow forecasts for the period to the end of June 2024, with considerations given to the uncertainties of the wider macroeconomic environment and trading performance of the Group, show that the Company maintains sufficient liquidity throughout the period of assessment without the use of mitigating actions.

The directors have also received a commitment of financial support from Anglo American plc for use to the extent that it is necessary, including but not limited to, not seeking repayment of amounts advanced to the Company by the Group unless alternative financing has been secured by the Company. This support will remain in place for the foreseeable future, including the period of at least 12 months from authorisation of the Company's financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is United States Dollar (USD) as this is the currency of the primary economic environment in which the Company operates.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.5 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.6 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted by the balance sheet date in the countries where the Company operates and generates income.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

There are no critical judgments made by the directors in applying the Company's accounting policies other than assessing investments for impairment.

Impairment of investments in subsidiaries

Determining whether the Company's equity investments in subsidiaries have been impaired requires estimations of the recoverable amount of the investments. Recoverable amount is the higher of fair value less costs of disposal and value in use. The value in use calculations require the Company to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. If the recoverable amount of an investment is estimated to be less than its carrying amount, the carrying amount of the investment is reduced to its recoverable amount and an impairment loss is recognised in the Statement of comprehensive income. See Note 4 for further information.

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

4. Investment impairment

	2022 \$000	Unaudited 2021 \$000
Impairment charge	1,005,000	-
	<u>1,005,000</u>	<u>-</u>

After a review of the recoverable amount of the Company's investments as at 31 December 2022, the Company has recognised impairment expense on its investments as follows:

- Anglo American Technical & Sustainability Services Ltd - \$1,000,000,000 (2021: \$NIL)

- Anglo American US Holdings Inc. - \$5,000,000 (2021: \$NIL)

The impairment charge in Anglo American Technical & Sustainability Services Ltd was recognised following an additional equity injection of \$1,000,000,000, and the decision to impair was taken on the basis that the investee continues to be loss-making.

The impairment charge in Anglo American US Holdings Inc. was recognised following an additional equity injection of \$5,000,000, and the decision to impair was taken on the basis that the investee continues to be loss-making.

5. Operating loss

Audit fees for the audit of these financial statements of \$7,002 (2021: \$6,987) have been borne by Anglo American Services (UK) Ltd.

6. Employees

The Company has no employees other than the directors, who did not receive any remuneration for their services to the Company (2021 - \$NIL). The directors do not believe it is practicable to apportion their total remuneration between their services as the directors of the Company and as directors of fellow group companies.

7. Tax on loss

	2022 \$000	Unaudited 2021 \$000
Current tax on loss for the year	-	-
Total current tax	<u>-</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

7. Tax on loss (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2021 - lower than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 \$000	Unaudited 2021 \$000
Loss before tax	<u>(1,005,000)</u>	<u>-</u>
Loss before tax multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	(190,950)	-
Effects of:		
Impairment not deductible for tax purposes	<u>190,950</u>	<u>-</u>
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

The Finance Act 2021 included measures to increase the standard rate of UK corporation tax to 25% with effect from 1 April 2023. The Finance Act 2021 was enacted in June 2021 and accordingly, these rates are applicable to the measurements of deferred tax balances at 31 December 2022. No deferred tax has been recognised during the year.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

8. Investments

	Investments in subsidiary companies \$000
Cost or valuation	
At 1 January 2022	152,500
Additions	1,005,000
At 31 December 2022	1,157,500
Impairment	
At 1 January 2022	152,500
Charge for the year	1,005,000
At 31 December 2022	1,157,500
Net book value	
At 31 December 2022	-
At 31 December 2021	-

ANGLO AMERICAN TECHNICAL & SUSTAINABILITY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
Anglo American Technical & Sustainability Services Ltd	17 Charterhouse Street, London, EC1N 6RA, United Kingdom	Management company	Ordinary	100 %
Anglo American US Holdings Inc	251 Little Falls Drive, Wilmington DE 19808, United States	Holding company	Ordinary	100 %
Anglo American Energy Solutions Limited	17 Charterhouse Street, London, EC1N 6RA, United Kingdom	Holding company	Ordinary	100 %
First Mode IPP Limited	17 Charterhouse Street, London, EC1N 6RA, United Kingdom	Holding company	Ordinary	100 %

Group financial statements are not presented as the Company is a wholly owned subsidiary undertaking of Anglo American plc, a company incorporated in the United Kingdom and registered in England and Wales. Accordingly, these financial statements present information about the Company as an individual undertaking and not about its group. Consolidated financial statements have not been prepared because the Company is exempt under s400 of the Companies Act 2006.

Additions

During the year, the Company purchased additional share capital in Anglo American Technical & Sustainability Services Ltd for total consideration of \$1,000,000,000.

During the year, the Company purchased additional share capital in Anglo American US Holdings Inc for total consideration of \$5,000,000.

During the year, the Company purchased Anglo American Energy Solutions Limited for total consideration of \$1.

During the year, the Company purchased First Mode IPP Limited for total consideration of \$1.

Impairments

Further details in respect of impairment charges recognised during the year are disclosed in note 4.

In accordance with Section 409 of the Companies Act 2006, a full list of related undertakings, the country of incorporation and the effective percentage of equity owned as at 31 December 2022 is disclosed in note 15 to these financial statements. Unless otherwise stated, the share capital disclosed comprises ordinary shares which are held by subsidiaries of the Company.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

9. Called up share capital

	2022 \$000	Unaudited 2021 \$000
Shares classified as equity		
Allotted, called up and fully paid		
1 (2021 - 1) ordinary share of £1 each	-	-
1,001,575 (2021 - 1,525) ordinary shares of \$1 each	1,002	2
	<u>1,002</u>	<u>2</u>

The Company has two classes of ordinary shares which carry no right to fixed income.

On 12 May 2022, the Company issued 50 additional ordinary shares of \$1 each to its parent company Anglo American Services (UK) Ltd. for total consideration of \$5,000,000.

On 27 October 2022, the Company issued 1,000,000 additional ordinary shares of \$1 each to its parent company Anglo American Services (UK) Ltd. for total consideration of \$1,000,000,000.

10. Reserves

Share premium account

Share premium represents the excess of the issue price over the par value on shares issued less transaction costs arising on issue.

Profit and loss account

Profit and loss account reserve represents accumulated retained earnings or losses.

11. Post balance sheet events

On 5 January 2023, the Company purchased an investment in First Mode Holdings Inc from Anglo American Technical & Sustainability Services Ltd for total consideration of \$8,500,000.

On 5 January 2023, the Company acquired an additional 7.1% of the ordinary share capital of First Mode Holdings, Inc for total consideration of \$24,000,000.

On 5 January 2023, the Company subscribed for an additional \$200,000,000 of newly issued shares in First Mode Holdings, Inc. A payment of \$50,000,000 was made at that time and the remaining \$150,000,000 will be paid in 3 installments during 2023. The first installment of \$50,000,000 was paid on 14 April 2023.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

12. Ultimate parent undertaking and controlling party

The immediate parent company is Anglo American Services (UK) Ltd., a company incorporated in the United Kingdom and registered in England and Wales.

The ultimate parent company and controlling entity is Anglo American plc, a company incorporated in the United Kingdom and registered in England and Wales. Anglo American plc is the parent undertaking of the largest and smallest group which includes the Company and for which group financial statements are prepared. The financial statements of both the immediate and ultimate parent companies may be obtained from the Company Secretary, 17 Charterhouse Street, London, EC1N 6RA, the registered office of both companies.

13. Related party transactions

In accordance with Section 409 of the Companies Act 2006, a full list of related undertakings, the country of incorporation and the effective percentage of equity owned as at 31 December 2022 is disclosed below. Unless otherwise stated, the share capital disclosed comprises ordinary shares which are held by subsidiaries of the Company.

Country of incorporation	Name of undertaking	Percentage of equity owned	Class of share	Registered address
South Africa	Envusa Energy Proprietary Limited	50%	Ordinary	144 Oxford Road, Rosebank, Melrose, Johannesburg, 2196
United States	First Mode Holdings, Inc.	10%	Ordinary	542 First Avenue Street, suite 300, Seattle WA 98104, United States

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.