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In accordance with
Regulation 32 of the
Overseas Companies
Regulations 2009

OS AA01

Statement of details of parent law and other information for an overseas company



Companies House

☒ **What this form is for**
You may use this form to
accompany your accounts
disclosed under parent law.

☐ **What this form is for**
You cannot use this form
for an alteration of material
with accounting requirements.

THURSDAY



A07 *A6GFXFNE* #240
COMPANIES HOUSE

se
k

Part 1 Corporate company name

Corporate name of
overseas company ^①

Anglo American Netherlands B.V.

UK establishment
number

B R 0 1 9 6 7 2

→ **Filling in this form**Please complete in typescript or in
bold black capitals.All fields are mandatory unless
specified or indicated by *^① This is the name of the company in
its home state.

Part 2 Statement of details of parent law and other information for an overseas company

A1**Legislation**Please give the legislation under which the accounts have been prepared and,
if applicable, the legislation under which the accounts have been audited.Legislation ^②

Title 9 Book 2 of the Dutch Civil Code

^② This means the relevant rules or
legislation which regulates the
preparation and, if applicable, the
audit of accounts**A2****Accounting principles**

Accounts

Have the accounts been prepared in accordance with a set of generally accepted
accounting principles?

Please tick the appropriate box.

☐ **No.** Go to **Section A3**.☒ **Yes.** Please enter the name of the organisation or other
body which issued those principles below, and then go to **Section A3**.^③ Please insert the name of the
appropriate accounting organisation
or body.Name of organisation
or body ^③

Dutch Accounting Standard Board

A3**Accounts**

Accounts

Have the accounts been audited? Please tick the appropriate box.

☐ **No.** Go to **Section A5**.☒ **Yes.** Go to **Section A4**.

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Statement of details of parent law and other information for an overseas company

A4**Audited accounts**

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box.

☒ **No.** Go to **Part 3 'Signature'**.☐ **Yes.** Please enter the name of the organisation or other body which issued those standards below, and then go to **Part 3 'Signature'**.**1** Please insert the name of the appropriate accounting organisation or body.Name of organisation or body **1****A5****Unaudited accounts**

Unaudited accounts

Is the company required to have its accounts audited?

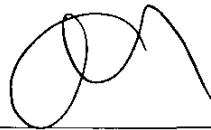
Please tick the appropriate box.

☐ **No.**☐ **Yes.****Part 3****Signature**

Signature

I am signing this form on behalf of the overseas company.

Signature

X**X**This form may be signed by:
Director, Secretary, Permanent representative.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register.
- ☐ You have completed all sections of the form, if appropriate.
- ☐ You have signed the form.



Important information

Please note that all this information will appear on the public record.



Where to send

You may return this form to any Companies House address:

England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Report

Annual Report 2016
Anglo American Netherlands B.V., London

Annual accounts 2016

Adopted at the Annual General Meeting
Held in LONDON
on 14 JUNE 2017



COMPANIES HOUSE

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Annual report

To the board of directors of
Anglo American Netherlands B.V.
20 Carlton House Terrace
SW1Y 5AN London
United Kingdom

Haarlem, May 19, 2017

Dear directors,

We hereby send you the report regarding the financial statements for the year 2016 of your company.

1 COMPILATION

In accordance with your instructions we have compiled the annual account 2016 of your company, including the balance sheet with net assets of \$ 2,176,162,000 and the profit and loss account with a negative post-tax result of \$ 841,936,000.

2 ACCOUNTANT'S COMPILATION REPORT

The board of directors

The financial statements of Anglo American Netherlands B.V. at Maastricht have been compiled by us using the information provided by you. The financial statements comprise the balance sheet as at December 31, 2016 and the profit and loss account for the year 2016 with the accompanying explanatory notes. These notes include a summary of the accounting policies which have been applied.

This compilation engagement has been performed by us in accordance with Dutch law, including the Dutch Standard 4410, "Compilation engagements", which is applicable to accountants. The standard requires us to assist you in the preparation and presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. To this end we have applied our professional expertise in accounting and financial reporting.

In a compilation engagement, you are responsible for ensuring that you provide us with all relevant information and that this information is correct. Therefore, we have conducted our work, in accordance with the applicable regulations, on the assumption that you have fulfilled your responsibility. To conclude our work, we have read the financial statements as a whole to consider whether the financial statements as presented correspond with our understanding of Anglo American Netherlands B.V. We have not performed any audit or review procedures which would enable us to express an opinion or a conclusion as to the fair presentation of the financial statements.

During this engagement we have complied with the relevant ethical requirements prescribed by the "Verordening Gedrags- en Beroepsregels Accountants" (VGBA). You and other users of these financial statements may therefore assume that we have conducted the engagement in a professional, competent and objective manner and with due care and integrity and that we will treat all information provided to us as confidential.

Spaarne Accountants & Belastingadviseurs B.V. is een besloten vennootschap met beperkte aansprakelijkheid. Nederland, recht. Op onze werkzaamheden zijn eigenerevce waarden van toepassing, waarin geen beperking van de aansprakelijkheid is opgenomen. Deze algemene voorwaarden zijn gedeponeerd bij de Kamer van Koophandel Amsterdam en zijn te zien op www.spaarne.com.

Spaarne Accountants & Belastingadviseurs B.V.

Accountants & Belastingadviseurs

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We will gladly provide further explanations upon request.

Sincerely yours,
Spaarne Accountants & Belastingadviseurs B.V.



D. Bruin

Financial statements 2016

of Anglo American Netherlands B.V.

Statutory residence
Address:

Maastricht
20 Carlton House Terrace
SW1Y 5AN London

1 BALANCE SHEET AS AT DECEMBER 31, 2016
(after appropriation of results)

		December 31, 2016		December 31, 2015	
		\$ *1,000	\$ *1,000	\$ * 1,000	\$ * 1,000
ASSETS					
Fixed assets					
Financial fixed assets	(1)		2,176,123		664,042
Current assets					
Receivables, prepayments and accrued income	(2)	7		8	
Cash and cash equivalents	(3)	32		43	
			39		51
			<u>2,176,162</u>		<u>664,093</u>
EQUITY AND LIABILITIES					
Equity					
	(4)				
Issued share capital		98,719		98,712	
Share premium reserve		1,553,208		832,915	
Other reserves		-985,252		41,979	
Retained earnings		-841,935		-1,027,230	
			-175,260		-53,624
Non-current liabilities	(5)		2,351,422		717,684
Current liabilities	(6)		0		33
			<u>2,176,162</u>		<u>664,093</u>

2 PROFIT AND LOSS ACCOUNT 2016

		2016		2015	
		\$ *1,000	\$ *1,000	\$ * 1,000	\$ * 1,000
Expenses					
Impairment of fixed assets	(7)	803,000		1,023,557	
Other operating expenses	(8)	16		38	
			803,016		1,023,595
Operating result			-803,016		-1,023,595
Financial income and expenses	(9)		-38,920		-3,636
Result before tax			-841,936		-1,027,231
Taxation on result from normal operations			0		0
Result after tax			-841,936		-1,027,231

3 NOTES TO THE FINANCIAL STATEMENTS

GENERAL

Activities

The activities of Anglo American Netherlands B.V., with statutory seat in Maastricht, mainly consist of a finance and holding company.

Reporting currency

The Company conducts most of its transactions in US Dollars and has therefore adopted the US Dollar as its functional and reporting currency. Consequently, in accordance with Section 2:362, Paragraph 7 of The Netherlands Civil Code, the financial statements are expressed in US Dollars (US\$).

Registered address

The registered and actual address of Anglo American Netherlands B.V. (CoC file 33139747) is 20 Carlton House Terrace in London.

Group structure

In accordance with article 2:408 of the Netherlands Civil Code (intermediate holding exemption) no consolidated annual account have been prepared. The financial statements of the Company and its subsidiaries are included in the consolidated accounts of Anglo American plc, which have been filed with the Trade Register of the Chamber of Commerce in Maastricht.

GENERAL ACCOUNTING PRINCIPLES FOR THE PREPARATION OF THE ANNUAL ACCOUNTS

The annual accounts have been prepared in accordance with Title 9 Book 2 of the Dutch Civil Code. Valuation of assets and liabilities and determination of the result takes place under the historical cost convention. Unless presented otherwise as the relevant principle for the specific balance sheet item, assets and liabilities are presented at nominal value.

Income and expenses are accounted for on accrual basis. Profit is only included when realized on the balance sheet date. Losses originating before the end of the financial year are taken into account if they have become known before preparation of the financial statements.

Revenues from services are recognised in proportion to the services rendered. The cost price of these services is allocated to the same period.

Assumption of continuity

The financial statements show a deficit. However, management of the company states that the going concern assumption is applicable because Anglo American Services (UK) Ltd, has the current intention to provide necessary financial support for a period of at least 12 months after the signing of the financial statements. therefore, the principles of valuation of assets and liabilities and for the determination of the result of the Company have been based on the assumption of going concern.

Financial instruments

Financial instruments can be both primary financial instruments, such as receivables and payables, and financial derivatives. The accounting principles for primary financial instruments follow the general accounting principles for assets and liabilities stated above. The Company does not have financial derivatives.

Translation of foreign currency

Receivables, liabilities and obligations denominated in foreign currency are translated at the exchange rates prevailing at balance sheet date. Transactions in foreign currency during the financial year are recognised in the annual account at the exchange rates prevailing at transaction date. The exchange differences resulting from the conversion as of balance sheet date, taking into account possible hedge transactions, are recorded in the profit and loss account.

PRINCIPLES OF VALUATION OF ASSETS AND LIABILITIES

Financial fixed assets

Financial fixed assets are valued individually at their acquisition cost less any impairment charges when deemed necessary. Valuation at cost is permitted in the context of the international structure of the group and the fact that the Company has opted for the consolidation exemption in accordance with the provisions of Section 2:408 of The Netherlands Civil Code.

The other securities are valued at fair value.

Impairment of non-current assets

On each balance sheet date, the company assesses whether there are any indications that a fixed asset may be subject to impairment. If there are such indications, the realisable value of the asset is determined. If it is not possible to determine the realisable value of the individual asset, the realisable value of the cash-generating unit to which the asset belongs is determined.

An impairment occurs when the carrying amount of an asset is higher than the realisable value; the realisable value is the higher of the realisable value and the value in use. An impairment loss is directly recognised in the income statement while the carrying amount of the asset concerned is concurrently reduced.

Receivables and deferred assets

Receivables are carried at nominal value net of a provision for doubtful debts where deemed necessary. The provision for doubtful debt is determined on an individual basis.

Cash and cash equivalents

The cash is valued at face value. If cash equivalents are not freely disposable, then this has been taken into account in the valuation.

Current liabilities

On initial recognition current liabilities are recognised at fair value. After initial recognition current liabilities are recognised at the amortised cost price.

When there are no premiums, discounts or transaction costs, the amortised cost is equal to the nominal value.

PRINCIPLES FOR THE DETERMINATION OF THE RESULT

General

The result is defined as the difference between the revenue from goods delivered and services performed on one hand and, on the other hand, the costs and expenses for that year, valued at historical costs.

Financial income and expenses

Financial income and expenses comprise interest income and expenses for loans (issued and received) during the current reporting period.

Taxes

Corporate income tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the annual account and profit calculated for taxation purposes, and with which deferred tax assets (if applicable) are only valued insofar as their realisation is likely.

On March 1, 2016 the board of directors resolved that the Company would become centrally managed and controlled from the United Kingdom. The consequent transfer of central management and control from the Netherlands to the United Kingdom have enforced the Company to become tax resident in the United Kingdom with effect from that the date of transfer.

4 NOTES TO THE BALANCE SHEET AS OF DECEMBER 31, 2016

ASSETS

FIXED ASSETS

	12/31/2016	12/31/2015
	\$ *1,000	\$ * 1,000
1. Financial fixed assets		
Participations in group companies	2,176,123	664,042
	2016	2015
	\$ *1,000	\$ * 1,000
<i>Participations in group companies</i>		
Carrying amount as of January 1	664,042	970,400
Investments	2,315,081	717,199
Impairments	-803,000	-1,023,557
Carrying amount as of December 31	2,176,123	664,042

During the year, the Company invested an additional US\$ 2,315,080,403 in Anglo American Australia Limited (2015: US\$ 717,200,000) bringing the total investment to US\$ 4,002,679,162 of which an amount of US\$ 803,000,000 was impaired in 2016 and an amount of US\$ 1,023,557,265 was impaired in 2015 .

Anglo American Services (India) Private Limited is held at cost of US\$ 897.

CURRENT ASSETS

	12/31/2016	12/31/2015
	\$ *1,000	\$ * 1,000
2. Receivables, prepayments and accrued income		
Receivables from group companies	0	3
Other receivables	7	5
	7	8
3. Cash and cash equivalents		
Barclays Bank plc	32	42

The cash resources as at December 31, 2016 are freely available to the company.

EQUITY AND LIABILITIES

4. Equity

	12/31/2016	12/31/2015
	\$ *1,000	\$ * 1,000
Issued share capital		
Subscribed and paid up	98,719	98,712
		Common shares
		\$ *1,000
Carrying amount as of January 1, 2016		98,712
Issue of shares		7
Carrying amount as of December 31, 2016		98,719
		-
	2016	2015
	\$ *1,000	\$ * 1,000
Share premium reserve		
Carrying amount as of January 1	832,915	214,452
Share premium contribution	720,293	618,463
Carrying amount as of December 31	1,553,208	832,915
Other reserves		
Carrying amount as of January 1	41,979	42,643
Allocation of previous financial year net result	-1,027,231	-664
Carrying amount as of December 31	-985,252	41,979
Retained earnings		
Carrying amount as of January 1	1,027,231	664
Unappropriated profit financial year	-841,936	-1,027,231
Appropriation previous financial year	-1,027,231	-664
Carrying amount as of December 31	-841,936	-1,027,231

	<u>12/31/2016</u>	<u>12/31/2015</u>
	<u>\$ *1,000</u>	<u>\$ * 1,000</u>
5. Non-current liabilities		
Loans from group companies	<u>2,351,422</u>	<u>717,684</u>
As at 31 December 2016, the company had a revolving cash advance facility agreement with Anglo American Capital plc under which it may borrow up to US\$ 2,400,000,000. The advance is interest bearing at a commercial rate and the amount due is repayable in 2019. As at December 31, 2016 an amount of US\$ 2,351,422,064 (2015: US\$ 717,684,212) had been drawn down.		
6. Current liabilities		
Other liabilities	<u>0</u>	<u>33</u>

5 NOTES TO THE PROFIT AND LOSS ACCOUNT 2016

Staff

During the 2016 financial year the company had no employees (2015: 0).

	2016	2015
	\$ *1,000	\$ * 1,000
7. Impairment of fixed assets		
Participations in group companies	803,000	1,023,557
8. Other operating expenses		
General expenses	16	38
9. Financial income and expenses		
Changes in value of financial assets and of securities	0	-5
Interest and similar expenses	-38,919	-3,631
	<u>-38,919</u>	<u>-3,636</u>
<i>Interest and similar income</i>		
<i>Changes in value of financial assets and of securities</i>		
Exchange results securities	0	-5
<i>Interest and similar expenses</i>		
Interest payable group companies	<u>-38,919</u>	<u>-3,631</u>

Signing of the financial statements

Creation financial statements

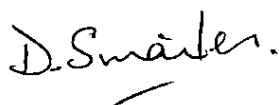
The financial statements are prepared and authorized by the board of directors.

London, May 19, 2017

J.M. Mills



D.Smailes



C.W. Miller

