

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Rio Tinto Limited	96 004 458 404

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	Selective buy-back
2	⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the ⁺ class on issue	412,414,348
6	Whether shareholder/unitholder approval is required for buy-back	Yes – obtained on 2 May 2018
7	Reason for buy-back	Returning proceeds from disposal of assets

⁺ See chapter 19 for defined terms.

Appendix 3C

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8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	N/A
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On-market buy-back

9	Name of broker who will act on the company's behalf	N/A
10	Deleted 30/9/2001.	N/A
11	If the company/trust intends to buy back a maximum number of shares - that number <small>Note: This requires a figure to be included, not a percentage.</small>	N/A
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	N/A
13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	N/A

Employee share scheme buy-back

14	Number of shares proposed to be bought back	N/A
15	Price to be offered for shares	N/A

⁺ See chapter 19 for defined terms.

Selective buy-back

- | | | |
|----|--|--|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | The buy-back is a tender offer buy-back. As such, it is technically a selective buy-back, but is similar in nature to an equal access buy-back. Accordingly, relevant details are included in the section below. |
| 17 | Number of shares proposed to be bought back | See below |
| 18 | Price to be offered for shares | See below |

Equal access scheme

- | | | |
|----|---|--|
| 19 | Percentage of shares proposed to be bought back | Approximately 10% |
| 20 | Total number of shares proposed to be bought back if all offers are accepted | Up to 41.2 million |
| 21 | Price to be offered for shares | To be determined by tender offer process |
| 22 | +Record date for participation in offer

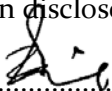
<small>Cross reference: Appendix 7A, clause 9.</small> | 26 September 2018 |

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here: 
(Director/Company secretary)

Date: 20/09/2018

Print name: Timothy A Paine

⁺ See chapter 19 for defined terms.