

5 May 2022

Results of Rio Tinto annual general meetings

The annual general meetings of Rio Tinto plc and Rio Tinto Limited were held on 8 April 2022 and 5 May 2022 respectively.

Under Rio Tinto's dual listed companies structure established in 1995, decisions on significant matters affecting shareholders of Rio Tinto plc and Rio Tinto Limited in similar ways are taken through a joint electoral procedure. Resolutions 1 to 17 contained in the notices of meeting of each Rio Tinto plc and Rio Tinto Limited, and Resolution 22 in the Rio Tinto plc notice of meeting and the corresponding Resolution 19 in the Rio Tinto Limited notice of meeting set out in tables 1 and 2 below, fall into this category.

Resolutions 18 to 21 of the Rio Tinto plc notice of meeting, in table 3 below, were put to Rio Tinto plc shareholders only. Resolution 18 of the Rio Tinto Limited notice of meeting, in table 4 below, was put to Rio Tinto Limited shareholders only.

All resolutions were carried, except for Resolution 22 in the Rio Tinto plc notice of meeting and the corresponding Resolution 19 in the Rio Tinto Limited notice of meeting, the poll for which was not valid because more than 75% of the votes validly cast on Resolution 3 (Approval of the 2021 Directors' Remuneration Report) were cast in favour of that resolution.

Resolution 17, to approve Rio Tinto Group's Climate Action Plan, was endorsed by Rio Tinto Limited and Rio Tinto plc shareholders, with 84% of the votes validly cast on the resolution across the joint electorate voted in favour of that resolution. The Climate Action Plan puts the low-carbon transition at the heart of Rio Tinto's business strategy: combining investments in commodities that enable the energy transition with actions to decarbonise the company's operations and value chains.

The results of the Rio Tinto plc polls were certified by the scrutineer, Computershare Investor Services PLC, and the results of the Rio Tinto Limited polls were as reported by the duly appointed returning officer, a representative of Computershare Investor Services Pty Limited. These results are as set out below. Information on the final proxy position for each company is detailed in Appendix 1, and the votes cast on each resolution as a percentage of the issued capital of each company is set out on our website at www.riotinto.com/invest/shareholder-information/annual-general-meetings.

Table 1

The following joint decision resolutions, which were put to both Rio Tinto plc and Rio Tinto Limited shareholders on a poll at the respective annual general meetings, were duly carried. The results of the polls were as follows:

| Resolution | Total Votes Cast | For | | Against | | Withheld/ Abstained ¹ |
|--|------------------|---------------|-------|------------|------|-------------------------------------|
| | | Number | % | Number | % | |
| 1. Receipt of the 2021 Annual Report | 1,109,705,149 | 1,106,438,236 | 99.71 | 3,266,913 | 0.29 | 20,451,863 |
| 2. Approval of the Directors' Remuneration Report: Implementation Report | 1,118,631,817 | 1,074,361,923 | 96.04 | 44,269,894 | 3.96 | 11,499,374 |
| 3. Approval of the Directors' Remuneration Report | 1,117,770,086 | 1,073,891,314 | 96.07 | 43,878,772 | 3.93 | 12,359,627 |
| 4. To elect Dominic Barton BBM as a director | 1,118,980,333 | 1,093,669,797 | 97.74 | 25,310,536 | 2.26 | 11,166,359 |
| 5. To elect Peter Cunningham as a director | 1,127,801,868 | 1,125,771,083 | 99.82 | 2,030,785 | 0.18 | 2,252,089 |
| 6. To elect Ben Wyatt as a director | 1,127,753,907 | 1,122,629,915 | 99.55 | 5,123,992 | 0.45 | 2,300,993 |

| | | | | | | | |
|-----|--|---------------|---------------|-------|-------------|-------|------------|
| 7. | To re-elect Megan Clark AC as a director | 1,127,942,691 | 1,034,147,529 | 91.68 | 93,795,162 | 8.32 | 2,202,684 |
| 8. | To re-elect Simon Henry as a director | 1,126,943,956 | 1,072,429,146 | 95.16 | 54,514,810 | 4.84 | 3,204,234 |
| 9. | To re-elect Sam Laidlaw as a director | 1,127,882,458 | 1,045,126,420 | 92.66 | 82,756,038 | 7.34 | 2,267,071 |
| 10. | To re-elect Simon McKeon AO as a director | 1,127,915,093 | 1,077,546,804 | 95.53 | 50,368,289 | 4.47 | 2,230,282 |
| 11. | To re-elect Jennifer Nason as a director | 1,127,910,066 | 1,076,539,138 | 95.45 | 51,370,928 | 4.55 | 2,235,309 |
| 12. | To re-elect Jakob Stausholm as a director | 1,127,931,604 | 1,121,633,343 | 99.44 | 6,298,261 | 0.56 | 2,214,435 |
| 13. | To re-elect Ngaire Woods CBE as a director | 1,127,913,097 | 1,076,957,425 | 95.48 | 50,955,672 | 4.52 | 2,231,528 |
| 14. | Re- appointment of auditors | 1,128,264,407 | 1,119,984,108 | 99.27 | 8,280,299 | 0.73 | 1,884,692 |
| 15. | Remuneration of auditors | 1,127,776,623 | 1,126,045,772 | 99.85 | 1,730,851 | 0.15 | 2,372,086 |
| 16. | Authority to make political donations | 1,128,064,199 | 1,118,547,189 | 99.16 | 9,517,010 | 0.84 | 2,074,281 |
| 17. | Climate Action Plan | 1,100,727,843 | 927,804,087 | 84.29 | 172,923,756 | 15.71 | 29,413,160 |

¹ In calculating the results of the respective polls under the joint electoral procedure, "withheld" votes at Rio Tinto plc's meeting are aggregated with "abstained" votes at Rio Tinto Limited's meeting. For all relevant purposes "withheld" votes and "abstained" votes have the same meaning. They are not included in the calculation of the proportion of votes for and against each resolution.

Table 2

The poll for Resolution 22 in the Rio Tinto plc notice of meeting and the corresponding Resolution 19 in the Rio Tinto Limited notice of meeting was not valid because more than 75% of the votes validly cast on Resolution 3 (Approval of the 2021 Directors' Remuneration Report) were cast in favour of that resolution. Poll figures are provided below for information purposes only, and do not constitute a voting result.

| Resolution | Total Votes Cast | For | | Against | | Withheld/ Abstained ¹ |
|---|------------------|------------|------|---------------|-------|----------------------------------|
| | | Number | % | Number | % | |
| 19/22. Resolution to hold a meeting for fresh election of directors (conditional item) ² | 1,126,473,984 | 26,300,905 | 2.33 | 1,100,173,079 | 97.67 | 3,644,573 |

² Resolution 22 in the Rio Tinto plc notice of meeting and Resolution 19 in the Rio Tinto Limited notice of meeting are corresponding resolutions.

Table 3

The following resolutions were put to Rio Tinto plc shareholders only and carried at the Rio Tinto plc meeting held on 8 April 2022. Resolution 18 was carried as an ordinary resolution and resolutions 19 to 21 as special resolutions. In accordance with the UK Listing Authority's Listing Rule 9.6.2, copies of all the resolutions passed by Rio Tinto plc shareholders, other than ordinary business, have been submitted to the National Storage Mechanism and are available for inspection at <http://www.morningstar.co.uk/uk/NSM>. The results of the polls were as follows:

| Resolution | Total Votes Cast | For | | Against | | Withheld/ Abstained |
|--|------------------|-------------|-------|------------|------|---------------------|
| | | Number | % | Number | % | |
| 18. General authority to allot shares | 920,552,687 | 906,818,271 | 98.51 | 13,734,416 | 1.49 | 2,155,910 |
| 19. Disapplication of pre-emption rights | 920,160,412 | 915,306,396 | 99.47 | 4,854,016 | 0.53 | 2,550,514 |

| Resolution | Total Votes Cast | For | | Against | | Withheld/ Abstained |
|---|------------------|-------------|-------|-------------|-------|---------------------|
| 20. Authority to purchase Rio Tinto plc shares | 921,105,942 | 732,358,932 | 79.51 | 188,747,010 | 20.49 | 1,602,135 |
| 21. Notice period for general meetings other than annual general meetings | 921,160,622 | 878,544,694 | 95.37 | 42,615,928 | 4.63 | 1,547,188 |

Resolution 20 'Authority to purchase Rio Tinto plc shares' was passed as a special resolution, but with less than 80% of votes in favour. As previously announced, Shining Prospect (a subsidiary of the Aluminium Corporation of China "Chinalco") voted against Resolution 20. Chinalco has not sold any of its shares in Rio Tinto plc and now has a holding of just over 14% given its non-participation in the Company's significant share buyback programmes. This places Chinalco close to the 14.99% holding threshold agreed with the Australian Government at the time of its original investment in Rio Tinto.

Table 4

Resolution 18 below was put to Rio Tinto Limited shareholders only. Resolution 18 was carried as a special resolution. The results of the poll were as follows:

| Resolution | Total Votes Cast | For | | Against | | Withheld / Abstained |
|--|------------------|-------------|-------|-----------|------|----------------------|
| | | Number | % | Number | % | |
| 18. Renewal of off-market and on-market share buy-back authorities | 206,804,067 | 205,283,446 | 99.26 | 1,520,621 | 0.74 | 638,387 |

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Classification: 3.1. Additional regulated information required to be disclosed under the laws of a Member State.

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This announcement is authorised for release to the market by Steve Allen, Rio Tinto's Group Company Secretary.

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Appendix 1

FINAL PROXY POSITION

Shareholders are encouraged to look at the voting figures provided in the main part of this announcement, as proxy figures may not be an accurate indication of the voting at the annual general meetings; a proxy is an authority or direction to the proxy holder to vote and not a vote itself. As such, the proxy figures do not reflect the votes cast by shareholders who attend the meeting in person, or through an attorney or corporate representative.

References in this appendix in respect of Resolutions 1-17 and Resolutions 22 in the Rio Tinto plc notice of meeting and the corresponding Resolution 19 in the Rio Tinto Limited notice of meeting, to an appointment specifying that a proxy abstain on a resolution should, when referring to voting at Rio Tinto plc's annual general meeting, be taken as references to the appointment specifying that the proxy withhold from voting on a resolution.

The proxy position for each company (excluding the proxy votes carried from one meeting to the other meeting by the Special Voting Shares in accordance with the DLC structure) on the resolutions put to both Rio Tinto plc and Rio Tinto Limited shareholders under the joint electoral procedure was as follows:

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|--|----------------------|--------------------------|
| 1. Receipt of the 2021 Annual Report | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 906,790,072 | 201,557,768 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 903,956,248 | 198,716,680 |
| (ii) was to vote against the resolution | 2,527,270 | 187,515 |
| (iii) was to abstain on the resolution | 14,661,083 | 5,786,546 |
| (iv) may vote at the proxy's discretion | 306,554 | 2,653,573 |
| 2. Approval of the Directors' Remuneration Report: Implementation Report | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 910,660,716 | 206,618,672 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 873,614,361 | 197,099,799 |
| (ii) was to vote against the resolution | 36,745,085 | 6,895,782 |
| (iii) was to abstain on the resolution | 10,788,624 | 725,488 |
| (iv) may vote at the proxy's discretion | 301,270 | 2,623,091 |

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|--|----------------------|--------------------------|
| 3. Approval of the Directors' Remuneration Report | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 909,802,814 | 206,623,571 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 873,253,429 | 196,986,341 |
| (ii) was to vote against the resolution | 36,251,715 | 6,997,850 |
| (iii) was to abstain on the resolution | 11,646,024 | 719,613 |
| (iv) may vote at the proxy's discretion | 297,670 | 2,639,380 |
| 4. To elect Dominic Barton BBM as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 910,877,553 | 206,782,617 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 885,759,860 | 203,620,215 |
| (ii) was to vote against the resolution | 24,815,038 | 493,912 |
| (iii) was to abstain on the resolution | 10,573,431 | 561,006 |
| (iv) may vote at the proxy's discretion | 302,655 | 2,668,490 |
| 5. To elect Peter Cunningham as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,750,666 | 206,721,557 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 918,204,266 | 203,278,655 |
| (ii) was to vote against the resolution | 1,242,283 | 786,916 |
| (iii) was to abstain on the resolution | 1,700,283 | 529,366 |
| (iv) may vote at the proxy's discretion | 304,117 | 2,655,986 |

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|--|----------------------|--------------------------|
| 6. To elect Ben Wyatt as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,721,440 | 206,710,829 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 915,915,129 | 202,416,199 |
| (ii) was to vote against the resolution | 3,504,528 | 1,610,903 |
| (iii) was to abstain on the resolution | 1,729,756 | 540,784 |
| (iv) may vote at the proxy's discretion | 301,783 | 2,683,727 |
| 7. To re-elect Megan Clark AC as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,740,218 | 206,881,147 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 846,092,206 | 183,957,537 |
| (ii) was to vote against the resolution | 73,344,327 | 20,240,943 |
| (iii) was to abstain on the resolution | 1,710,976 | 463,677 |
| (iv) may vote at the proxy's discretion | 303,685 | 2,682,667 |
| 8. To re-elect Simon Henry as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,323,422 | 206,847,171 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 876,356,992 | 192,520,336 |
| (ii) was to vote against the resolution | 42,664,696 | 11,635,790 |
| (iii) was to abstain on the resolution | 2,127,773 | 496,066 |
| (iv) may vote at the proxy's discretion | 301,734 | 2,691,045 |

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|--|----------------------|--------------------------|
| 9. To re-elect Sam Laidlaw as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,711,876 | 206,846,294 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 855,156,166 | 185,901,714 |
| (ii) was to vote against the resolution | 64,253,429 | 18,288,285 |
| (iii) was to abstain on the resolution | 1,739,072 | 498,529 |
| (iv) may vote at the proxy's discretion | 302,281 | 2,656,295 |
| 10. To re-elect Simon McKeon AO as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,726,262 | 206,868,668 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 881,262,680 | 192,205,284 |
| (ii) was to vote against the resolution | 38,162,557 | 11,992,189 |
| (iii) was to abstain on the resolution | 1,724,933 | 476,155 |
| (iv) may vote at the proxy's discretion | 301,025 | 2,671,195 |
| 11. To re-elect Jennifer Nason as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,719,763 | 206,873,328 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 879,925,049 | 192,510,239 |
| (ii) was to vote against the resolution | 39,492,100 | 11,678,123 |
| (iii) was to abstain on the resolution | 1,731,432 | 471,495 |
| (iv) may vote at the proxy's discretion | 302,614 | 2,684,966 |

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|--|----------------------|--------------------------|
| 12. To re-elect Jakob Stausholm as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,718,914 | 206,881,940 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 914,104,842 | 203,202,925 |
| (ii) was to vote against the resolution | 5,313,513 | 984,265 |
| (iii) was to abstain on the resolution | 1,732,282 | 462,656 |
| (iv) may vote at the proxy's discretion | 300,559 | 2,694,750 |
| 13. To re-elect Ngaire Woods CBE as a director | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,718,694 | 206,878,328 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 880,372,560 | 192,495,214 |
| (ii) was to vote against the resolution | 39,046,112 | 11,708,952 |
| (iii) was to abstain on the resolution | 1,732,651 | 466,495 |
| (iv) may vote at the proxy's discretion | 300,022 | 2,674,162 |
| 14. Re- appointment of auditors | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 920,031,713 | 206,899,083 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 912,427,273 | 203,782,257 |
| (ii) was to vote against the resolution | 7,285,540 | 442,351 |
| (iii) was to abstain on the resolution | 1,420,708 | 444,010 |
| (iv) may vote at the proxy's discretion | 318,900 | 2,674,475 |

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|--|----------------------|--------------------------|
| 15. Remuneration of auditors | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,547,287 | 206,894,982 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 918,396,958 | 203,867,413 |
| (ii) was to vote against the resolution | 829,527 | 335,056 |
| (iii) was to abstain on the resolution | 1,905,134 | 447,243 |
| (iv) may vote at the proxy's discretion | 320,802 | 2,692,513 |
| 16. Authority to make political donations | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,833,661 | 206,899,074 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 912,313,709 | 202,012,555 |
| (ii) was to vote against the resolution | 7,213,134 | 2,269,489 |
| (iii) was to abstain on the resolution | 1,607,076 | 443,710 |
| (iv) may vote at the proxy's discretion | 306,818 | 2,617,030 |
| 17. Climate Action Plan | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 898,296,562 | 201,093,410 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 758,159,068 | 166,523,274 |
| (ii) was to vote against the resolution | 139,820,512 | 31,946,634 |
| (iii) was to abstain on the resolution | 23,151,516 | 6,246,416 |
| (iv) may vote at the proxy's discretion | 316,982 | 2,623,502 |

| PROXY POSITION FOR RIO TINTO PLC AND RIO TINTO LIMITED ON JOINT DECISIONS | <u>Rio Tinto plc</u> | <u>Rio Tinto Limited</u> |
|---|----------------------|--------------------------|
| 19/22. Resolution to hold a meeting for fresh election of directors (conditional item)¹ | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 918,530,541 | 206,605,871 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | 24,007,183 | 2,236,300 |
| (ii) was to vote against the resolution | 894,136,393 | 201,735,080 |
| (iii) was to abstain on the resolution | 2,917,838 | 737,023 |
| (iv) may vote at the proxy's discretion | 386,965 | 2,634,491 |

¹ Resolution 22 in the Rio Tinto plc notice of meeting and Resolution 19 in the Rio Tinto Limited notice of meeting are corresponding resolutions.

| PROXY POSITION FOR RIO TINTO PLC ONLY MATTERS - RESOLUTIONS FROM MEETING HELD ON 8 APRIL 2022 | <u>Rio Tinto plc</u> |
|---|----------------------|
| 18. General authority to allot shares | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 919,296,547 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | |
| (i) was to vote for the resolution | 905,254,940 |
| (ii) was to vote against the resolution | 13,732,937 |
| (iii) was to abstain on the resolution | 2,155,873 |
| (iv) may vote at the proxy's discretion | 308,670 |
| 19. Disapplication of pre-emption rights | |
| Total number of proxy votes exercisable by all proxies validly appointed: | 918,899,871 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | |
| (i) was to vote for the resolution | 913,721,705 |
| (ii) was to vote against the resolution | 4,862,732 |
| (iii) was to abstain on the resolution | 2,550,477 |
| (iv) may vote at the proxy's discretion | 315,434 |

| PROXY POSITION FOR RIO TINTO PLC ONLY MATTERS - RESOLUTIONS FROM MEETING HELD ON 8 APRIL 2022 | | <u>Rio Tinto plc</u> |
|--|--|----------------------|
| 20. Authority to purchase Rio Tinto plc shares | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | | 919,831,812 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | | 730,767,201 |
| (ii) was to vote against the resolution | | 188,744,798 |
| (iii) was to abstain on the resolution | | 1,602,100 |
| (iv) may vote at the proxy's discretion | | 319,813 |
| 21. Notice period for general meetings other than annual general meetings | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | | 919,900,079 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | | 876,988,463 |
| (ii) was to vote against the resolution | | 42,607,387 |
| (iii) was to abstain on the resolution | | 1,547,153 |
| (iv) may vote at the proxy's discretion | | 304,229 |

| PROXY POSITION FOR RIO TINTO LIMITED ONLY MATTERS - RESOLUTIONS FROM MEETING HELD ON 5 MAY 2022 | | <u>Rio Tinto Limited</u> |
|--|--|--------------------------|
| 18. Renewal of off-market and on-market share buy-back authorities | | |
| Total number of proxy votes exercisable by all proxies validly appointed: | | 206,707,131 |
| Total number of proxy votes in respect of which the appointments specified that the proxy: | | |
| (i) was to vote for the resolution | | 202,536,526 |
| (ii) was to vote against the resolution | | 1,510,796 |
| (iii) was to abstain on the resolution | | 637,692 |
| (iv) may vote at the proxy's discretion | | 2,659,809 |