

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001. Amended 01/01/11

Name of entity	Rio Tinto Limited
ABN	96 004 458 404

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Samuel Maurice Cossart WALSH
Date of last notice	18 December 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	15 February 2016
No. of securities held prior to change	520,666 rights (" Rights ") to be granted Rio Tinto Limited ordinary shares (" Shares ") being: <ul style="list-style-type: none"> • 51,835 Rights under the Rio Tinto Limited Bonus Deferral Plan as amended from time to time ("BDP")*; and • 468,831 Rights under the Rio Tinto Limited Performance Share Plan as amended from time to time ("PSP")*.
Class	Rights under the BDP and PSP.
Number acquired	Nil
Number disposed	63,540 Rights under the PSP being: <ul style="list-style-type: none"> • 21,985 Rights that lapsed as a result of performance adjustment, upon the vesting of Rights under the PSP; and • 41,555 Rights exercised upon vesting of the Rights under the PSP.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Vesting of the Rights under the PSP for nil consideration, resulting in a corresponding grant of 41,555 Shares.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	457,126 Rights, being: <ul style="list-style-type: none"> • 51,835 Rights under the BDP; and • 405,291 Rights under the PSP.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of Rights under PSP.

* In accordance with the rules of the BDP, and the rules of the PSP in respect of awards granted from 2013, upon vesting Mr Walsh may receive additional Shares in lieu of dividends that would have been paid to him in the period from grant on the base number of shares the subject of the Rights that vest.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	19 February 2016
No. of securities held prior to change	147,803 Shares
Class	Ordinary shares
Number acquired	41,555 Shares allocated pursuant to the vesting of the corresponding number of Rights under the PSP.
Number disposed	15,075 Shares sold to cover the resulting tax liability associated with the vesting of Rights under the PSP.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<ul style="list-style-type: none"> • Acquisition of 41,555 Shares pursuant to the vesting of Rights under the PSP for nil consideration; and • Disposal of 15,075 Shares at \$43.09 per Share.
No. of securities held after change	174,283 Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Acquisition of 41,555 Shares pursuant to the vesting of Rights under the PSP and disposal of 15,075 Shares by way of on-market trade to cover the resulting tax liability associated with that vesting.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<p>The Shares are registered as follows:</p> <p>As to 2,882 Shares: Bond Street Custodians Limited (on behalf of the Walsh Family Trust)</p> <p>As to 18,223 Shares: Bond Street Custodians Limited (on behalf of the Superannuation Fund for Samuel Maurice Cossart Walsh)</p> <p>As to 25,845 Shares: Bond Street Custodians Limited (on behalf of the Superannuation Fund for Leanne Joy Walsh)</p>
Date of change	N/A
No. of securities held prior to change	46,950 Shares

Appendix 3Y
Change of Director's Interest Notice

Class	Ordinary shares
Number acquired	N/A
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	46,950 Shares being: <ul style="list-style-type: none"> • 2,882 Shares: Bond Street Custodians Limited (on behalf of the Walsh Family Trust); • 18,223 Shares: Bond Street Custodians Limited (on behalf of the Superannuation Fund for Samuel Maurice Cossart Walsh); and • 25,845 Shares: Bond Street Custodians Limited (on behalf of the Superannuation Fund for Leanne Joy Walsh).
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect interest in Shares acquired under myShare, the Rio Tinto Limited Global Employee Share Plan (" myShare "), held by Computershare Trustees (Jersey) Limited on behalf of Mr Walsh, and a conditional right to additional matching ordinary shares (" Matching Share Rights ").
Date of change	N/A
No. of securities held prior to change	27 Shares 25 Matching Share Rights*
Class	Shares and Matching Share Rights
Number acquired	N/A
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	27 Shares 25 Matching Share Rights*
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A

* In accordance with the rules of myShare, upon vesting of the Matching Share Rights, Mr Walsh may receive additional Shares in lieu of dividends that would have been paid to him in the period from grant on the base number of shares being the subject of the Matching Share Rights that vest.

Appendix 3Y
Change of Director's Interest Notice

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	N/A
No. of securities held prior to change	171,847 Options (“ <i>Options</i> ”) granted under the Rio Tinto Limited Share Option Plan 2004 as amended from time to time (“ <i>SOP</i> ”).
Class	Options granted under the SOP
Number acquired	N/A
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	171,847 Options under the SOP
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A