

# 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

<b>Name of entity</b>	<b>Rio Tinto Limited</b>
<b>ABN</b>	<b>96 004 458 404</b>

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.

<b>Name of Director</b>	Samuel Maurice Cossart WALSH
<b>Date of last notice</b>	8 March 2016

### 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	11 March 2016
<b>No. of securities held prior to change</b>	457,126 rights (" <b>Rights</b> ") to be granted Rio Tinto Limited ordinary shares (" <b>Shares</b> ") being: <ul style="list-style-type: none"><li>• 51,835 Rights under the Rio Tinto Limited Bonus Deferral Plan as amended from time to time ("<b>BDP</b>")*; and</li><li>• 405,291 Rights under the Rio Tinto Limited Performance Share Plan as amended from time to time ("<b>PSP</b>")*.</li></ul>
<b>Class</b>	Rights under the BDP and PSP.
<b>Number acquired</b>	183,229 Rights being: <ul style="list-style-type: none"><li>• 36,153 Rights granted under the terms of the BDP; and</li><li>• 147,076 Rights granted under the terms of the PSP.</li></ul>
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	640,355 Rights, being: <ul style="list-style-type: none"> <li>• 87,988 Rights under the BDP; and</li> <li>• 552,367 Rights under the PSP.</li> </ul>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Grant of BDP and PSP Rights under the terms of the BDP and 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	N/A
<b>No. of securities held prior to change</b>	174,283 Shares
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	N/A
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A
<b>No. of securities held after change</b>	174,283 Shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A

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

**Appendix 3Y**  
**Change of Director's Interest Notice**

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

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> 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 (" <b>myShare</b> "), held by Computershare Trustees (Jersey) Limited on behalf of Mr Walsh, and a conditional right to additional matching ordinary shares (" <b>Matching Share Rights</b> ").
<b>Date of change</b>	N/A
<b>No. of securities held prior to change</b>	27 Shares 25 Matching Share Rights*
<b>Class</b>	Shares and Matching Share Rights
<b>Number acquired</b>	N/A
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A
<b>No. of securities held after change</b>	27 Shares 25 Matching Share Rights*
<b>Nature of change</b> 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**

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	N/A
<b>No. of securities held prior to change</b>	123,768 Options (“ <i>Options</i> ”) granted under the Rio Tinto Limited Share Option Plan 2004 as amended from time to time (“ <i>SOP</i> ”).
<b>Class</b>	Options granted under the SOP
<b>Number acquired</b>	N/A
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A
<b>No. of securities held after change</b>	123,768 Options
<b>Nature of change</b> 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.

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

**Part 3 – <sup>+</sup>Closed period**

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