

# 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>	14 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>	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 Rio Tinto Limited ordinary shares (" <b>Shares</b> ") 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>	11 April 2016 – Acquisition of one Share pursuant to the dividend reinvestment provisions under the terms of myShare 15 April 2016 – Vesting of Matching Share Rights* under the terms of myShare 19 April 2016 – Disposal of Shares to cover tax liability associated with vesting of Matching Share Rights
<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>	30 Shares Nil Matching Share Rights
<b>Number disposed</b>	11 Shares 25 Matching Share Rights

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

<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Acquisition of:</p> <ul style="list-style-type: none"> <li>• one Share at \$42.80 per share pursuant to the dividend reinvestment provisions under the terms of myShare;</li> <li>• 29 Shares for nil consideration following vesting of Matching Share Rights on 15 April 2016, being: <ul style="list-style-type: none"> <li>- 25 Shares; and</li> <li>- 4 Shares representing the value of dividends that would have been paid since grant on the Matching Share Rights* under the terms of myShare.</li> </ul> </li> </ul> <p>Disposal of:</p> <ul style="list-style-type: none"> <li>• 25 Matching Share Rights upon vesting; and</li> <li>• 11 Shares at \$49.06 per share to cover tax liability associated with vesting.</li> </ul>
<p><b>No. of securities held after change</b></p>	<p>46 Shares Nil Matching Share Rights</p>
<p><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</p>	<p>Acquisition of Shares pursuant to the dividend reinvestment provisions and vesting of Matching Share Rights* under the terms of myShare.</p> <p>Disposal of Shares by way of on-market trade to cover tax liability associated with vesting.</p>

\* 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.

<p><b>Direct or indirect interest</b></p>	<p>Direct</p>
<p><b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>N/A</p>
<p><b>Date of change</b></p>	<p>N/A</p>
<p><b>No. of securities held prior to change</b></p>	<p>640,355 rights ("<b>Rights</b>") to be granted Shares being:</p> <ul style="list-style-type: none"> <li>• 87,988 Rights under the Rio Tinto Limited Bonus Deferral Plan as amended from time to time ("<b>BDP</b>")*; and</li> <li>• 552,367 Rights under the Rio Tinto Limited Performance Share Plan as amended from time to time ("<b>PSP</b>")*.</li> </ul>
<p><b>Class</b></p>	<p>Rights under the BDP and PSP.</p>
<p><b>Number acquired</b></p>	<p>N/A</p>
<p><b>Number disposed</b></p>	<p>N/A</p>
<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>N/A</p>

**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	N/A

\* 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
<b>Class</b>	Ordinary shares

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

<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>	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