



Lodge your proxy form online:
www.investorvote.com.au



By mail or person:
Rio Tinto Limited Share Registry
Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001 Australia
Yarra Falls, 452 Johnston Street
Abbotsford VIC 3067 Australia
Registered Office of Rio Tinto Limited
Level 33, 120 Collins Street
Melbourne VIC 3000 Australia

Alternatively you can fax your form to:

(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1800 813 292
(outside Australia) +61 3 9415 4030

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SAM

MR JOHN SAMPLE

FLAT 123

SAMPLE STREET

SAMPLE STREET

SAMPLE STREET

SAMPLETOWN VIC 3030



Proxy form - General meeting



Cast your proxy online at www.investorvote.com.au

Register at www.investorcentre.com/RIO

elect for ecommunications & manage your holding online

Your secure access information is:

Control Number: **123456**

SRN/HIN: **I1234567890**



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.



For your proxy appointment to be effective it must be received by 11.00am (AEST) on Tuesday, 27 June 2017

Appointment of proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may to the extent permitted by law, vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you may specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a shareholder of the Company.

Comments & questions: If you have any comments or questions for the Company, please write them on a separate sheet of paper and return with this form.

Please **DO NOT** mark any change of address on this form. Log in at www.investorcentre.com/RIO to manage your holding details online.

Explanatory notes

Signing instructions

Individual: Where the holding is in one name, the shareholder must sign.

Joint holding: Where the holding is in more than one name, all of the shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this form when you return it.

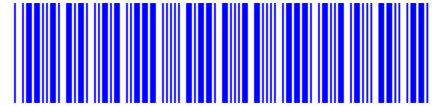
Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director jointly with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the meeting

Bring this form to assist registration. If a representative of a corporate shareholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com/RIO under the help tab, "Printable Forms".

**GO ONLINE TO APPOINT YOUR PROXY,
or turn over to complete the form →**

MR JOHN SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



I 1234567890 I N D

Proxy form

STEP 1 Appoint a proxy to vote on your behalf

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.

I/We being a shareholder/s of Rio Tinto Limited hereby appoint

<input type="checkbox"/>	the Chairman of the meeting	OR	<input type="text"/>	Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).
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or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the meeting ('Chairman'), as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, to the extent permitted by law, as the proxy sees fit) at the general meeting of Rio Tinto Limited to be held at the Grand Ballroom, The Westin Sydney, 1 Martin Place, Sydney, New South Wales on Thursday, 29 June 2017 at 11.00am (AEST) and at any adjournment of that meeting.

STEP 2 Item of business

PLEASE NOTE: If you mark the **Abstain** box for the item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

Resolution 1

Resolution for the approval of the proposed disposal of Coal & Allied Industries Limited as set out more fully in the notice of general meeting in the document sent to shareholders dated 19 May 2017 and accompanying this proxy form.

For Against Abstain

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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The Chairman intends to vote undirected proxies in favour of the item of business, subject to the provisions of the notice of meeting dated 19 May 2017, including the voting exclusions noted therein.

SIGN Signature of shareholder(s) *This section must be completed.*

Individual or shareholder 1

or Sole Director and Sole Company Secretary

Shareholder 2

or Company Director

Shareholder 3

or Company Director/Company Secretary

Date

DD / MM / YY

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