

Release

POLL RESULTS FOR RIO TINTO PLC & RIO TINTO LIMITED - AGM 2009

20 April 2009

RIO TINTO PLC

Held on Wednesday, 15 April 2009 at 11.00am
 Churchill Auditorium
 The Queen Elizabeth II Conference Centre
 Broad Sanctuary
 London SW1
 United Kingdom

RIO TINTO LIMITED

Held on Monday, 20 April 2009 at 9.30am
 Grand Ballroom
 Sofitel Sydney Wentworth
 61-101 Philip Street
 Sydney
 New South Wales

In accordance with the Combined Code provision D.2.2 as revised (June 2006) by the Financial Reporting Council, the votes held on a poll were cast as follows:

Joint Electorate Decisions

The following ordinary resolutions, which were put to Rio Tinto plc and Rio Tinto Limited shareholders on a poll at the respective annual general meetings, were subject to the joint electoral procedure and the aggregate results of the joint polls were as follows:

RESOLUTION	FOR ⁽³⁾	%	AGAINST	%	VOTE WITHHELD
To receive the financial statements and the report of the directors and auditors for the full year ended 31 December 2008 ⁽¹⁾	750,839,406	99.89	827,555	0.11	10,236,935
<i>In respect of the above resolution, a total of 755,976,644 votes were voted by proxy appointments</i>					
Approval of the Remuneration report ⁽¹⁾	611,583,182	80.75	145,764,581	19.25	4,284,648
<i>In respect of the above resolution, a total of 629,848,430 votes were voted by proxy appointments</i>					
Election of Jan du Plessis ⁽¹⁾	729,083,880	96.29	28,117,733	3.71	4,432,375
<i>In respect of the above resolution, a total of 756,713,359 votes were voted by proxy appointments</i>					
Re-election of Sir David Clementi ⁽¹⁾	646,151,745	87.19	94,973,976	12.81	20,520,483
<i>In respect of the above resolution, a total of 740,998,572 votes were voted by proxy appointments</i>					
Re-election of Sir Rod Eddington ⁽¹⁾	450,142,495	64.65	246,107,390	35.35	64,959,407

<i>In respect of the above resolution, a total of 696,352,824 votes were voted by proxy appointments</i>					
Re-election of Andrew Gould ⁽¹⁾	651,081,905	87.73	91,088,239	12.27	19,477,868
<i>In respect of the above resolution, a total of 742,042,268 votes were voted by proxy appointments</i>					
Re-election of David Mayhew ⁽¹⁾	631,251,052	85.10	110,547,159	14.90	19,848,320
<i>In respect of the above resolution, a total of 741,677,237 votes were voted by proxy appointments</i>					
Re-appointment of PricewaterhouseCoopers LLP as auditors of Rio Tinto plc and to authorise the Audit committee to determine their remuneration ⁽¹⁾	733,961,841	97.46	19,136,905	2.54	8,805,346
<i>In respect of the above resolution, a total of 751,380,554 votes were voted by proxy appointments</i>					
Non executive directors' fees ⁽¹⁾	745,920,067	98.31	12,802,391	1.69	2,055,527
<i>In respect of the above resolution, a total of 758,225,558 votes were voted by proxy appointments</i>					

Resolutions put to the Rio Tinto plc meeting only

RESOLUTION	FOR⁽³⁾	%	AGAINST	%	VOTE WITHHELD
To increase the authorised share capital and authority to allot relevant securities under Section 80 of the Companies Act 1985 ⁽²⁾	592,610,097	95.45	28,262,542	4.55	600,293
<i>In respect of the above resolution, a total of 620,589,044 votes were voted by proxy appointments</i>					
Authority to allot relevant securities for cash under Section 89 of the Companies Act 1985 ⁽²⁾	613,168,555	98.92	6,671,786	1.08	1,631,792
<i>In respect of the above resolution, a total of 619,566,587 votes were voted by proxy appointments</i>					
Notice period for general meetings other than annual general meetings ⁽²⁾	596,925,675	96.33	22,745,809	3.67	1,795,933
<i>In respect of the above resolution, a total of 619,399,538 votes were voted by proxy appointments</i>					
Authority to pay scrip dividends ⁽²⁾	612,521,405	99.64	2,236,933	0.36	6,714,595
<i>In respect of the above resolution, a total of 614,466,756 votes were voted by proxy appointments</i>					

Resolution put to both the Rio Tinto plc and Rio Tinto Limited meetings**Class Rights Action**

As a Class Rights Action, the following Special Resolution was passed separately at the Rio Tinto plc and at the Rio Tinto Limited meetings. Under the dual listed companies structure, both resolutions require approval by shareholders for either resolution to be deemed passed and take effect.

The result of the poll at the Rio Tinto plc meeting was as follows:

RESOLUTION	FOR ⁽³⁾	%	AGAINST	%	VOTE WITHHELD
Adoption and amendment of new Rio Tinto plc articles of association and amendments to Rio Tinto Limited's constitution ⁽¹⁾	593,064,727	96.10	24,036,714	3.90	4,371,492
<i>In respect of the above resolution, a total of 616,833,277 votes were voted by proxy appointments</i>					

The result of the poll at the Rio Tinto Limited meeting was as follows:

RESOLUTION	FOR ⁽³⁾	%	AGAINST	%	VOTE WITHHELD
Adoption and amendment of new Rio Tinto plc articles of association and amendments to Rio Tinto Limited's constitution ⁽¹⁾	116,191,026	88.49	15,108,061	11.51	6,114,653
<i>In respect of the above resolution, a total of 131,145,861 votes were voted by proxy appointments</i>					

Resolutions put to the Rio Tinto Limited meeting only

RESOLUTION	FOR ⁽³⁾	%	AGAINST	%	VOTE WITHHELD
Renewal of authorities to buy back shares held by Rio Tinto plc	136,844,617	97.83	3,037,623	2.17	545,036
<i>In respect of the above resolution, a total of 139,702,402 votes were voted by proxy appointments</i>					

Notes

- (1) Resolutions 1-9 and 14 of the Rio Tinto plc notice of meeting were deemed to be carried at the conclusion of the Rio Tinto Limited meeting which was held on Monday, 20 April 2009 in Sydney.
- (2) Resolutions 10-13 of the Rio Tinto plc notice of meeting were deemed to be carried at the conclusion of the Rio Tinto plc meeting on Wednesday, 15 April 2009
- (3) The 'For' vote includes votes given at the Chairman's discretion and details of proxy votes cast are referred to in the table above.
- (4) 17 voting cards were declared to be invalid at the Rio Tinto plc meeting.
- (5) Total number of Rio Tinto plc shares with voting rights in issue at 11.00am on 15 April 2009 was 998,613,694
- (6) Total number of Rio Tinto Limited shares with voting rights in issue at 9.30am on 20 April 2009 was 456,815,943.