

Section 430 (2B) Companies Act 2006 Statement

Chris Lynch stood down from the Rio Tinto board on 3 September 2018 and retired from Rio Tinto on 30 September 2018, as previously announced.

In accordance with Section 430(2B) of the Companies Act 2006, payments made or to be made after his retirement as a director (less any required tax withholdings) include:

- base salary and contractual benefits including benefits in kind and pension (contributions or cash allowance in lieu) up to the date of his retirement from Rio Tinto totalling £85,435;
- payment in lieu of accrued but unused annual leave in the sum of £13,177;
- a 2018 short-term incentive plan (STIP) award, subject to the achievement of financial, safety and individual targets and other rules of the STIP. Any approved award would be paid fully in cash at the normal payment date in March 2019, subject to standard pro-rating in accordance with the STIP rules and the Remuneration Policy. In accordance with relevant Australian legislation, Rio Tinto will be required to make a superannuation contribution on any pro-rated STIP in respect of Australian workdays;
- LTIP awards under the Performance Share Plan (PSP), Bonus Deferral Plan and Equity Incentive Plan (EIP) will continue to vest on their normal vesting dates, subject to the rules of the relevant plan and the Remuneration Policy. Awards under the PSP will be subject to standard pro-rating in accordance with the rules of the plan and the Remuneration Policy;
- repatriation benefits in line with contractual arrangements; and
- a contribution to legal fees incurred in connection with the termination of his employment capped at a sum of £16,000 plus VAT.

All the payments and arrangements described above are in accordance with relevant plan rules and Rio Tinto's current Remuneration Policy which is published in the 2017 Annual Report. The Directors' Remuneration Report for the year ending 31 December 2018 will contain full details of all remuneration payments described above

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