RIO TINTO

SECRETARY

22 April 2004

Company Announcements Office
Australian Stock Exchange
SYDNEY NSW 2000

Dear Sirs

Rio Tinto Limited - 2004 Buy-back Authorities

At the 2003 Annual General Meeting of Rio Tinto Limited (***Rio Tinto***), shareholders renewed the authorities given in 1999 to buy back Rio Tinto shares on-market and to buy back Rio Tinto shares held by Tinto Holdings Australia Pty Ltd (***THA***), a subsidiary of Rio Tinto plc, under a selective buy-back agreement.

At the 2004 Rio Tinto Annual General Meeting held on 22 April 2004, shareholders further renewed the buy-back approvals granted to Rio Tinto in 2003. We enclose an Appendix 3D notice that sets out the changes to the details of the buy-backs. In effect, the only change is that shareholder approval has been renewed.

In accordance with this renewed shareholder approval, Rio Tinto intends to enter into a new selective buy-back agreement with THA (the ***2004 RTL-THA Agreement***). The 2004 RTL-THA Agreement is not materially different from the agreement entered into in 2003. However, if any buy-backs from THA are to occur in the future, they will occur under the 2004 RTL-THA Agreement.

As noted above, the enclosed Appendix 3D merely reflects that the 2003 shareholder approval has now been renewed. As a practical matter, these filings do not alter Rio Tinto's existing buy-back program.

Yours sincerely

S Consedine

Stephen Consedine
Company Secretary

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Rule 3.8A

Appendix 3D

Changes relating to buy-back (*except* minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001.

Name of entity	ABN
Rio Tinto Limited (***RTL***)	96 004 458 404

We (the entity) give ASX the following information.

1	Date that an Appendix 3C or the last Appendix 3D was given to ASX	1 May 2003 (Appendix 3D)

Information about the change

Complete each item for which there has been a change and items 9 and 10.

		Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	**Column 2** (Details of change to buy-back proposals)
	On-market buy-back		
2	Name of broker who will act on the company's behalf		
3	Deleted 30/9/2001.		

		Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
4	If the company intends to buy back a maximum number of shares - that number Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares already bought back and shares remaining to be bought back. If the total has not changed, the item does not need to be completed.	In any 12 month period, the aggregate of shares bought back on-market under the on-market buy-back shareholder authority granted at the Annual General Meeting held on 1 May 2003, will not exceed 10% of the minimum number of RTL ordinary shares on issue (excluding from that minimum number those shares held by or on behalf of Tinto Holdings Australia Pty Ltd or any other subsidiary of Rio Tinto plc) during such period.	In any 12 month period, the aggregate of shares bought back on-market under the on-market buy-back shareholder authority granted at the Annual General Meeting held on 22 April 2004, will not exceed 10% of the minimum number of RTL ordinary shares on issue (excluding from that minimum number those shares held by or on behalf of Tinto Holdings Australia Pty Ltd or any other subsidiary of Rio Tinto plc) during such period.
5	If the company intends to buy back a maximum number of shares - the number remaining to be bought back		
6	If the company intends to buy-back shares within a period of time - that period of time; if the company intends that the buy-back be of unlimited duration - that intention		
7	If the company intends to buy back shares if conditions are met - those conditions		

All buy-backs

8	Any other change		At the 2003 Annual General Meeting of RTL, shareholders renewed the authorities given in 1999 to buy back ordinary shares in RTL on market and to buy back ordinary shares in RTL held by Tinto Holdings Australia Pty Ltd (a subsidiary of Rio Tinto plc) under a selective buy-back agreement. At the 2004 RTL Annual General Meeting, held on 22 April 2004, RTL shareholders approved a renewal of the buy-back approvals granted to RTL in 2003.
9	Reason for change	See Item 8 above.	
10	Any other information material to a shareholder's decision whether to accept the offer *(eg, details of any proposed takeover bid)*	See the Explanatory Notes lodged with the ASX on 8 March 2004 for the RTL Annual General Meeting held on 22 April 2004.	

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here: S Consedine .... Date: 22 April 2004
Company secretary

Print name: Stephen Consedine

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