

RIO TINTO

12 May 2005

Company Announcements Office
Australian Stock Exchange
SYDNEY NSW 2000

Dear Sirs

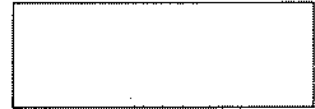
Rio Tinto Limited – Off-Market Share Buy-Back

Please find attached a copy of the notice to the Australian Securities and Investments Commission (Form 484 -Change to company details) confirming the cancellation of shares bought back by Rio Tinto Limited during the recent off-market share buy-back, the results of which were announced on 9 May 2005.

Yours faithfully



Stephen Consedine
Company Secretary



Change to company details

Sections A, B or C may be lodged independently with this signed cover page to notify ASIC of:

- | | | |
|--|---------------------------------|---------------------------------------|
| A1 Change of address | B1 Cease company officeholder | C1 Cancellation of shares |
| A2 Change of name – officeholders or members | B2 Appoint company officeholder | C2 Issue of shares |
| A3 Change – ultimate holding company | B3 Special purpose company | C3 Change to share structure |
| | | C4 Changes to the register of members |

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Company details

Refer to guide for information about
corporate key

Company name

Rio Tinto Limited

ACN/ABN

98 004 458 404

Corporate key

04678914

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Allens Arthur Robinson

ASIC registered agent number (if applicable)

2552 - Melbourne

Telephone number

9814 1011

Postal address

Level 29, 530 Collins Street, Melbourne

Total number of pages including this cover sheet

3

Please provide an estimate of the time taken to complete this form.

hrs

30

mins

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this cover sheet and the attached sections of this form are true and complete.

Name

Stephen Considine

Capacity

☐ Director

☒ Company secretary

Signature

Date signed

1 0 / 0 5 / 0 5
[D] [D] [M] [M] [Y] [Y]

Lodgement

Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

Or lodge the form electronically by visiting the ASIC website
www.asic.gov.au

For help or more information

Telephone 03 5177 3988
Email info.enquiries@asic.gov.au
Web www.asic.gov.au

Section C completion guide

Standard share codes

Refer to the following table for the share class codes for sections C1, C2, C3 and C4

Share class code	Full title	Share class code	Full title
A	A	PRF	preference
B	B ...etc	CUMP	cumulative preference
EMP	employee's	NCP	non-cumulative preference
FOU	founder's	REDP	redeemable preference
LG	life governor's	NRP	non-redeemable preference
MAN	management	CRP	cumulative redeemable preference
ORD	ordinary	NCRP	non-cumulative redeemable preference
RED	redeemable	PARP	participative preference
SPE	special		

If you are using the standard share class codes you do not need to provide a full title for the shares, just the share class code

If you are not using the standard share class code, enter a code of no more than 4 letters and then show the full title.

Sections to complete

Use the table below to identify the sections of this form to complete (please indicate the sections that have been completed). Completion of this table is optional.

	C1 – Cancellation of shares	C2 – Issue of shares	C3 – Change to share structure table	C4 – Change to members register
Issue of shares				
☐ Proprietary company	Not required	✓	✓	✓
☐ Public company				
☐ if in response to the Annual company statement	Not required	✓	✓	✓
☐ if not in response to the Annual company statement	Not required	✓	Not required	Not required
Cancellation of shares				
☐ Proprietary company	✓	Not required	✓	✓
☐ Public company				
☐ if in response to the Annual company statement	✓	Not required	✓	✓
☒ if not in response to the Annual company statement	✓	Not required	Not required	Not required
Transfer of shares				
☐ Proprietary company	Not required	Not required	Not required	✓
☐ Public company				
☐ if in response to the Annual company statement	Not required	Not required	Not required	✓
☐ if not in response to the Annual company statement	Not required	Not required	Not required	Not required
Changes to amounts paid				
☐ Proprietary company	Not required	Not required	✓	✓
☐ Public company				
☐ if in response to the Annual company statement	Not required	Not required	✓	✓
☐ if not in response to the Annual company statement	Not required	Not required	Not required	Not required
Changes to beneficial ownership				
☐ Proprietary company	Not required	Not required	Not required	✓
☐ Public company				
☐ if in response to the Annual company statement	Not required	Not required	Not required	✓
☐ if not in response to the Annual company statement	Not required	Not required	Not required	Not required

To notify ASIC about a division or conversion of a class of shares, you must lodge a form 211 within 28 days of the change occurring.

To notify ASIC about a conversion of shares into larger or smaller numbers, you must lodge a form 2205B within 28 days of the change occurring.

C1 Cancellation of shares

Reason for cancellation

Please indicate the reason that shares have been cancelled (select one or more boxes)

☐	Redeemable preference shares – S.254J
☐	Redeemed out of profits
☐	Redeemed out of proceeds of a fresh issue of shares
☐	Capital reduction – S.256A – S.256E
☐	Single shareholder company
☐	Multiple shareholder company. A Form 2560 must be lodged before a capital reduction takes place.
☐	Share buy-back – ss.257H(3)
☐	Minimum holding buy-back by listed company
☒	Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place
☐	Forfeited shares – S.258D
☐	Shares returned to a public company – ss.258E(2) & (3)
☐	Under section 651C, 724(2), 737 or 738
☐	Under section 1325A (court order)
☐	Other
	Description
	Give section reference

Details of cancelled shares

List the details of shares cancelled in the following table

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)
ORD	27,294,139	A\$1,001,694,901.30
ORD	16,367,000	A\$600,668,900

Earliest date of change

Please indicate the earliest date that any of the above changes occurred.

0	9	/	0	5	/	0	5
[D]	[D]		[M]	[M]		[Y]	[Y]