

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Rio Tinto Limited

ACN/ARSN 004 058 404

1. Details of substantial holder (1)

Name Shining Prospect Pte.Ltd. and each of its associates set out in Annexure A
ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on

Nov/28/2017

The previous notice was given to the company on

June/10/2009

The previous notice was dated

June/10/2009

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	182,550,329	9.32%	182,550,329	10.32%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Shining Prospect Pte. Ltd.	Not applicable	Not applicable	Passive increase of voting power by virtue of share buyback by the company	182,550,329 ordinary shares	10.32%
Oriental Prospect Pte. Ltd.	Not applicable	Not applicable	Indirect interest by virtue of relevant interest held by its wholly owned subsidiary Shinning Proespect Pte. Ltd. as above	182,550,329 ordinary shares	10.32%
Aluminum Corporation of China Overseas Holdings Limited	Not applicable	Not applicable	Indirect interest by virtue of relevant interest held by its wholly owned subsidiary Oriental Proespect Pte. Ltd. as above	182,550,329 ordinary shares	10.32%

Aluminum Corporation of China	Not applicable	Not applicable	Indirect interest by virtue of relevant interest held by its wholly owned subsidiary Aluminum Corporation of China Overseas Holdings Ltd. as above	182,550,329 ordinary shares (see note above)	10.32%
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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Shining Prospect Pte. Ltd.	6 Temasek Boulevard 29 th Floor Suntec Tower Four Singapore 038986
Oriental Prospect Pte. Ltd.	6 Temasek Boulevard 29 th Floor Suntec Tower Four Singapore 038986
Aluminum Corporation of China Overseas Holdings Limited	Chalco Tower, 20F, 62 North Xizhimen Street, Haidian District 100082, Beijing, PRC
Aluminum Corporation of China	Chalco Tower, 20F, 62 North Xizhimen Street, Haidian District 100082, Beijing, PRC

Signature

print name Wang Jun



capacity Director

sign here

date 09 Feb 2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 606 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

- (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg, if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This Annexure A of 3 pages referred to in Form 604 ("Notice of change of interests of substantial holder") signed by me and dated

February 2018.


Mr. Wang Jun

Director, Shining Prospect Pte. Ltd

For and on behalf of Shining Prospect Pte. Ltd. and Aluminum Corporation of China and its subsidiaries including the following entities:

1. Direct wholly-owned subsidiaries of Aluminum Corporation of China:

China Copper Corporation Ltd
Chinalco Assets Management Co., Ltd
Chinalco Finance Company Limited
Chinalco Capital Holdings Company Limited
Northwest Aluminium Corporation Limited
Aluminum Corporation of China Overseas Holdings Limited
Chongqing Southwest Aluminum Minsheng Industry Co., Ltd.
Chalco-swa Cold Rolling Co., Ltd
Chinalco Shenyang Non-ferrous Metals Processing Co., Ltd
Chinalco Aluminium Foil Co., Ltd
Chinalco Materials Application Research Institute Co., LTD
Chinalco Tendering Co., Ltd

2. Indirect wholly-owned subsidiaries of Aluminum Corporation of China:

Shandong Aluminum Company Limited
China Great Wall Aluminum Co., Ltd.
Pingguo Aluminum Company Limited
Chinalco Shanxi Aluminum Co., Ltd
Qinghai Aluminum Company Limited
Luoyang Research and Engineering Institute for Nonferrous Metals Processing
Chinalco Investment Development Co., Ltd
Zhuhai Changye Assets Management Co., Ltd
Zhengzhou China Aluminium Construction Development Co., Ltd.
Shenyang Huahui Assets management Co., Ltd
Hunan Changkan Commerce Development Co., Ltd
Chinalco Lubricant Technology Co., Ltd
Guiyang Aluminum and Magnesium Assets management Co., Ltd
Zunyi Huatong Employment Service Co., Ltd
Yongji Huasheng Employment Service Co., Ltd
Bailin Hualu Employment Service Co., Ltd
Chinalco Industrial Service Company Limited
zhengzhou Light Alloy Research Co., Ltd
Lanzhou Liancheng Aluminum Industrial Co., Ltd
Lanzhou Aluminum Factory Company Limited
Gui Zhou Aluminum Co., Ltd
Baotou Aluminium(Group) Co., Ltd
Ganzi Yinfeng mining Co., Ltd
Henan Zhoungzhou Aluminium plants Co., Ltd
Shanxi Shierye Assets Management Co., Ltd

Chinalco Financial Leasing Company Limited
 Chinalco Commercial Factoring (TianJin) Company Limited
 Chinalco Private Equity Funds Management Company Limited
 Oriental Prospect Pte. Ltd
 Chinalco Mining Corporation International
 Chinalco Finance Holdings Limited
 Chinalco Assets Holdings Limited
 Chinalco Capital Holdings Limited
 Chinalco Investment Holdings Limited
 Longxi Northwest Aluminium Foil Co.,Ltd
 Chongqing Chinalco Huaxi Aluminium Foil Co.,Ltd

3. Subsidiaries of Aluminum Corporation of China that are not wholly owned and entities otherwise under the control of Aluminum Corporation of China:

Aluminum Corporation of China Limited ("Chalco",SH601600,HK2600,NYSE:ACH)
 China Rare Metals And Rareearth Co.,Ltd.
 China Aluminum International Engineering Corporation Limited ("Challeco",HK2068)
 Southwest Aluminum (Group) Co., Ltd.
 Chalco Ruimin Co., Ltd
 Chinalco-SWA Co., Ltd.
 Northeast Light Alloy Co., Ltd.
 Chinalco Henan Aluminun Fabrication Co., Ltd.
 Sapa Chalco Aluminum Products (Chongqing) Company Ltd.
 Beijing Yinyuonfa Fund RRP
 Beijing Aluminum Vitalization Materials Technology Research Institute Co., Ltd.
 Chinalco Henan Luoyang Aluminum Foil Co.,Ltd
 Chinalco Henan Luoyang Aluminum Fabrication Co.,Ltd
 Yunnan Copper Industry (Group) Co., Ltd.
 Chinalco Luoyang Copper Co., Ltd
 Chinalco Shanghai Copper Co.,Ltd
 Chinalco Central China Copper Co., Ltd
 Chinalco Resources Corporation
 Chinalco Rare Earth (Jiangsu) Co., Ltd
 Chinalco gxnf Rare Earth development Co., Ltd
 Chinalco Shandong Rare Earth Co., Ltd
 Chinalco Rare Earth & Metals International Trade Co.,Ltd.
 Chinalco Shandong Inove Strong Magnet Marterial Co.,Ltd
 Chinalco Insurance Brokers (BeiJing) Company Limited
 Chinalco Jianxin Investment Fund Management (BeiJing) Company Limited
 Chongqing Southwest Aluminum Sales Co., Ltd.
 Chongqing Southwest Aluminum Imp. & Exp. Co., Ltd.
 Hong Kong Southwest Aluminum Company Limited
 Chongqing Southwest Aluminum Alloy Processing Research Institute Company Limited
 Chongqing Southwest Aluminum Decoration Engineering Company Limited
 Chongqing Southwest Aluminum Precision Machining Co., Ltd.
 Chongqing Yuhuan Non-ferrous Die Casting Plant
 Chongqing Southwest Aluminum Precision Die Casting Co., Ltd.
 Chongqing Southwest Aluminum Electromechanical Equipment Engineering Company Limited
 Chongqing Southwest Aluminum Transportation Company Limited
 Chalco Iron Ore Holdings Limited

Chinalco Southeast Materials (Fujian) Technology Co., Ltd.
Harbin Northeast Aluminum Co., Ltd.
Harbin Neta Mechanical & Electrical Engineering Co., Ltd.
Harbin Neta Special Products Co., Ltd.
Harbin Neta Cast Rolling Co., Ltd.
China National Nonferrous Metals Imp. & Exp. Harbin Corp.
Luoyang Kalying Technology Co., Ltd.

The address for each of the above entities:

c/o Aluminum Corporation of China
Chaico Tower, 20F
62 North Xizhimen Street
Haidian District
100082 Beijing
PRC

¹ Note: This list sets out direct subsidiaries of Aluminum Corporation of China and direct subsidiaries of its direct subsidiaries only.