

2020 Annual General Meetings

Votes cast as a percentage of issued capital

Rio Tinto plc annual general meeting was held on 8 April 2020 and Rio Tinto Limited annual general meeting was held on 7 May 2020.

For the purposes of section 341 of the UK Companies Act 2006 (as amended by the Companies (Shareholders' Rights) Regulations 2009) and in respect of Rio Tinto plc, the votes validly cast are expressed as a percentage of Rio Tinto plc's total issued share capital as at 8.00pm British Standard Time on 6 April 2020.

In respect of Rio Tinto Limited, the votes validly cast are expressed as a percentage of Rio Tinto Limited's issued capital as at 7.00pm Australian Eastern Standard Time on 5 May 2020.

It should be noted that 'withheld' votes at Rio Tinto plc's meeting and 'abstained' votes at Rio Tinto Limited's meeting are not included in the calculation of the proportion of total votes cast on each resolution. For UK law purposes, a vote 'withheld' is not a vote in law.

	Rio Tinto plc votes cast as a percentage of Rio Tinto plc's issued capital	Rio Tinto Limited votes cast as a percentage of Rio Tinto Limited's issued capital
Joint Decision Matters		
1 Receipt of the 2019 Annual report	74.72%	57.88%
2 Approval of the Directors' Remuneration Report: Implementation Report	73.78%	58.63%
3 Approval of the Directors' Remuneration Report	74.46%	58.62%
4 Approval of potential termination benefits	74.43%	58.56%
5 To elect Hinda Gharbi as a director	74.78%	58.56%
6 To elect Jennifer Nason as a director	74.78%	58.62%
7 To elect Ngaire Woods CBE as a director, effective as of 1 September 2020	74.78%	58.62%
8 To re-elect Megan Clark AC as a director	74.78%	58.64%
9 To re-elect David Constable as a director	74.78%	58.63%
10 To re-elect Simon Henry as a director	74.78%	58.64%

	Rio Tinto plc votes cast as a percentage of Rio Tinto plc's issued capital	Rio Tinto Limited votes cast as a percentage of Rio Tinto Limited's issued capital
11 To re-elect Jean-Sébastien Jacques as a director	74.78%	58.64%
12 To re-elect Sam Laidlaw as a director	74.44%	58.44%
13 To re-elect Michael L'Estrange AO as a director	74.78%	58.63%
14 To re-elect Simon McKeon AO as a director	74.78%	58.63%
15 To re-elect Jakob Stausholm as a director	74.78%	58.64%
16 To re-elect Simon Thompson as a director	74.70%	58.64%
17 Appointment of auditors of Rio Tinto plc and Rio Tinto Limited	74.79%	58.59%
18 Remuneration of auditors	74.77%	58.58%
19 Authority to make political donations	74.46%	58.64%
20 Amendments to Rio Tinto plc's articles of association and Rio Tinto Limited's constitution – general updates and changes	74.43%	58.63%
Matters decided by Rio Tinto plc and Rio Tinto Limited voting as separate electorates		
21 Amendments to Rio Tinto plc's articles of association and Rio Tinto Limited's constitution – hybrid and contemporaneous general meetings	74.77%	58.63%
Rio Tinto plc only matters		
22 General authority to allot shares	74.76%	
23 Disapplication of pre-emption rights	74.75%	
24 Authority to purchase Rio Tinto plc shares	74.77%	
25 Notice period for general meetings other than annual general meetings	74.41%	

	Rio Tinto plc votes cast as a percentage of Rio Tinto plc's issued capital	Rio Tinto Limited votes cast as a percentage of Rio Tinto Limited's issued capital
Rio Tinto Limited only matters		
22 Renewal of off-market and on-market share buy-back authorities		58.64%
23 Requisitioned resolution to amend the Company's constitution		54.91%
24 Requisitioned resolution on emissions targets		57.08%

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