

RIO TINTO PLC  
Form FWP  
March 20, 2012

*Filed pursuant to Rule 433*

*Registration Statement No. 333-175037*

*March 19, 2012*

Rio Tinto Finance (USA) plc

Pricing Term Sheet

March 19, 2012

**2015 Notes**

Issuer:	Rio Tinto Finance (USA) plc
Guarantors:	Rio Tinto plc and Rio Tinto Limited
Principal Amount:	\$500,000,000
Maturity:	March 20, 2015
Coupon:	1.125% per annum
Price to Public:	99.716%
Underwriting Discount and Commissions:	0.25%
Yield to maturity:	1.222%
Spread to Benchmark Treasury:	62.5 bps
Benchmark Treasury:	UST 0.375% due March 15, 2015
Benchmark Treasury Price and Yield:	99-11 / 0.597%
Interest Payment Dates:	Semiannually on March 20, and September 20, commencing on September 20, 2012
Optional Redemption:	The greater of (x) 100% of the principal amount of the notes to be redeemed and (y) as certified to the trustee by the Issuer or Rio Tinto, the sum of the present values of the Remaining Scheduled Payments discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate plus a spread of 10 basis points.
Settlement:	T+3; March 22, 2012
CUSIP / ISIN:	76720A AA4 / US76720AAA43
Ratings <sup>1</sup> :	A3/A-
Joint Bookrunners:	Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, ANZ Securities, Inc., Crédit Agricole Securities (USA) Inc., Mitsubishi UFJ Securities (USA), Inc., SG Americas Securities, LLC
Co-managers:	

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CIBC World Markets Corp., nabSecurities, LLC, Natixis Securities Americas LLC, SMBC Nikko Capital Markets Limited

The issuer has filed a registration statement (including a prospectus) with the Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the Commission for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the Commission Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. at 1-877-858-5407, Credit Suisse Securities (USA) LLC at 1-800-221-1037, Deutsche Bank Securities Inc. at 1-800-503-4611 or J.P. Morgan Securities LLC collect at 1-212-834-4533.

Any disclaimer or other notice that may appear below is not applicable to this communication and should be disregarded. Such disclaimer or notice was automatically generated as a result of this communication being sent by Bloomberg or another email system.

<sup>1</sup> A rating is not a recommendation to buy, sell or hold the securities, and may be subject to revision, suspension or withdrawal at any time by the assigning rating agencies.

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**2017 Notes**

Issuer:	Rio Tinto Finance (USA) plc
Guarantors:	Rio Tinto plc and Rio Tinto Limited
Principal Amount:	\$500,000,000
Maturity:	March 22, 2017
Coupon:	2.000% per annum
Price to Public:	99.872%
Underwriting Discount and Commissions:	0.35%
Yield to maturity:	2.027%
Spread to Benchmark Treasury:	85 bps
Benchmark Treasury:	UST 0.875% due February 28, 2017
Benchmark Treasury Price and Yield:	98-17 3/4 / 1.177%
Interest Payment Dates:	Semiannually on March 22, and September 22, commencing on September 22, 2012
Optional Redemption:	If redemption occurs prior to February 22, 2017, the greater of (x) 100% of the principal amount of the notes to be redeemed and (y) as certified to the trustee by the Issuer or Rio Tinto, the sum of the present values of the Remaining Scheduled Payments discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate plus a spread of 15 basis points. If redemption occurs on or after February 22, 2017, 100% of the principal amount of the notes to be redeemed, together with accrued interest on the principal amount of the notes to be redeemed to the date of redemption.
Settlement:	T+3; March 22, 2012
CUSIP / ISIN:	76720A AB2 / US76720AAB26
Ratings <sup>1</sup> :	A3/A-
Joint Bookrunners:	Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, ANZ Securities, Inc., Crédit Agricole Securities (USA) Inc., Mitsubishi UFJ Securities (USA), Inc., SG Americas Securities, LLC
Co-managers:	CIBC World Markets Corp., nabSecurities, LLC, Natixis Securities Americas LLC, SMBC Nikko Capital Markets Limited

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**2022 Notes**

Issuer:	Rio Tinto Finance (USA) plc
Guarantors:	Rio Tinto plc and Rio Tinto Limited
Principal Amount:	\$1,000,000,000
Maturity:	March 22, 2022
Coupon:	3.500% per annum
Price to Public:	99.474%
Underwriting Discount and Commissions:	0.45%
Yield to maturity:	3.563%
Spread to Benchmark Treasury:	120 bps
Benchmark Treasury:	UST 2.000% due February 15, 2022
Benchmark Treasury Price and Yield:	96-26/ 2.363%
Interest Payment Dates:	Semiannually on March 22, and September 22, commencing on September 22, 2012
Optional Redemption:	If redemption occurs prior to December 22, 2021, the greater of (x) 100% of the principal amount of the notes to be redeemed and (y) as certified to the trustee by the Issuer or Rio Tinto, the sum of the present values of the Remaining Scheduled Payments discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate plus a spread of 20 basis points. If redemption occurs on or after December 22, 2021, 100% of the principal amount of the notes to be redeemed, together with accrued interest on the principal amount of the notes to be redeemed to the date of redemption.
Settlement:	T+3; March 22, 2012
CUSIP / ISIN:	76720A AC0 / US76720AAC09
Ratings <sup>1</sup> :	A3/A-
Joint Bookrunners:	Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, ANZ Securities, Inc., Crédit Agricole Securities (USA) Inc., Mitsubishi UFJ Securities (USA), Inc., SG Americas Securities, LLC
Co-managers:	CIBC World Markets Corp., nabSecurities, LLC, Natixis Securities Americas LLC, SMBC Nikko Capital Markets Limited

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**2042 Notes**

Issuer:	Rio Tinto Finance (USA) plc
Guarantors:	Rio Tinto plc and Rio Tinto Limited
Principal Amount:	\$500,000,000
Maturity:	March 22, 2042
Coupon:	4.750% per annum
Price to Public:	98.599%
Underwriting Discount and Commissions:	0.875%
Yield to maturity:	4.839%
Spread to Benchmark Treasury:	137.5 bps
Benchmark Treasury:	UST 3.125% due November 15, 2041
Benchmark Treasury Price and Yield:	93-24/ 3.464%
Interest Payment Dates:	Semiannually on March 22, and September 22, commencing on September 22, 2012
Optional Redemption:	If redemption occurs prior to September 22, 2041, the greater of (x) 100% of the principal amount of the notes to be redeemed and (y) as certified to the trustee by the Issuer or Rio Tinto, the sum of the present values of the Remaining Scheduled Payments discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate plus a spread of 25 basis points. If redemption occurs on or after September 22, 2041, 100% of the principal amount of the notes to be redeemed, together with accrued interest on the principal amount of the notes to be redeemed to the date of redemption.
Settlement:	T+3; March 22, 2012
CUSIP / ISIN:	76720A AD8 / US76720AAD81
Ratings <sup>1</sup> :	A3/A-
Joint Bookrunners:	Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, ANZ Securities, Inc., Crédit Agricole Securities (USA) Inc., Mitsubishi UFJ Securities (USA), Inc., SG Americas Securities, LLC
Co-managers:	CIBC World Markets Corp., nabSecurities, LLC, Natixis Securities Americas LLC, SMBC Nikko Capital Markets Limited

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