



BLUEPRINT
Company Secretary

Please complete in typescript, or
in bold black capitals.

CHFP055

Company Number

339168

Company Name in full

RIO TINTO FINANCE HOLDINGS LIMITED

88(2)

Return of Allotment of shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
2	6	0	8	2	0
0	3				

Class of shares

(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

	Cumul. redeemable non- conv. floating rate Pref	
	4,500,000	
	A\$100.000	

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)



When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235
Edinburgh

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name TINTO HOLDINGS AUSTRALIA PTY. LIMITED		Class of shares allotted Cumul. redeemable non-conv. floating rate Pref	Number allotted 4,500,000
Address 55 Collins Street, Melbourne Victoria 3001 Australia			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			

Please enter the number of continuation sheets (if any) attached to this form

0

Signed

[Signature]
A director / secretary, administrator, administrative receiver / receiver manager / receiver

Date

12/1/04

Please delete as appropriate

Please give the name and address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

<Insert Presentor Details Here>

Tel

DX number

DX exchange