

RIO TINTO PLC

Form FWP

October 29, 2010

Filed pursuant to Rule 433

Registration Statement No. 333-151839

October 28, 2010

Rio Tinto Finance (USA) Limited

Pricing Term Sheet

October 28, 2010

2015 Notes

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| Issuer: | Rio Tinto Finance (USA) Limited |
| Guarantors: | Rio Tinto plc and Rio Tinto Limited |
| Size: | \$500,000,000 |
| Maturity: | November 2, 2015 |
| Coupon: | 1.875% |
| Price to Public: | 99.919% |
| Underwriting Discount and Commissions: | 0.350% |
| Yield to maturity: | 1.892% |
| Spread to Benchmark Treasury: | T + 68bps |
| Benchmark Treasury: | 1.25% 09/2015 |
| Benchmark Treasury Price and Yield: | 100-5 ^{3/4} / 1.212% |
| Interest Payment Dates: | May 2 and November 2, commencing May 2, 2011 |
| Make-whole call: | At any time at a discount rate of Treasury plus 15 basis points |
| Settlement: | T+3; November 2, 2010 |
| CUSIP / ISIN: | 767201 AJ5 / US767201AJ59 |
| Ratings ¹ : | A3 / BBB+ (stable / positive) |
| Joint Bookrunners: | Morgan Stanley & Co. Incorporated, Credit Suisse Securities (USA) LLC, Barclays Capital Inc., BNP Paribas Securities Corp., Citigroup Global Markets Inc., Credit Agricole Securities (USA) Inc. and HSBC Securities (USA) Inc. |
| Co-managers: | ANZ Securities, Inc., BBVA Securities Inc., BMO Capital Markets Corp., CIBC World Markets Corp., Mitsubishi UFJ Securities (USA), Inc., Mizuho Securities USA Inc., nabSecurities, LLC, Natixis Bleichroeder LLC, Santander Investment Securities Inc., SBMC Nikko Capital Markets Limited, Scotia Capital (USA) Inc., Standard Chartered Bank, TD Securities (USA) LLC and UBS Securities LLC |

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. 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 Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649; calling Credit Suisse Securities (USA) LLC toll-free at 1-800-221-1037; calling Barclays Capital Inc. toll-free at 1-888-603-5847; calling BNP Paribas Securities Corp. toll-free at 1-800-854-5674; calling Citigroup Global Markets Inc. toll-free at 1-877-858-5407; calling Credit Agricole Securities (USA) Inc. toll-free at 1-866-807-6030; or calling HSBC Securities (USA) Inc. toll-free at 1-866-811-8049.

¹ 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.

Rio Tinto Finance (USA) Limited
Pricing Term Sheet
October 28, 2010

2020 Notes

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| Issuer: | Rio Tinto Finance (USA) Limited |
| Guarantors: | Rio Tinto plc and Rio Tinto Limited |
| Size: | \$1,000,000,000 |
| Maturity: | November 2, 2020 |
| Coupon: | 3.50% |
| Price to Public: | 99.225% |
| Underwriting Discount and Commissions: | 0.450% |
| Yield to maturity: | 3.593% |
| Spread to Benchmark Treasury: | T + 93bps |
| Benchmark Treasury: | 2.625%08/2020 |
| Benchmark Treasury Price and Yield: | 99-21+ / 2.663% |
| Interest Payment Dates: | May 2 and November 2, commencing May 2, 2011 |
| Make-whole call: | At any time at a discount rate of Treasury plus 15 basis points |
| Settlement: | T+3; November 2, 2010 |
| CUSIP / ISIN: | 767201 AK2 / US767201AK23 |
| Ratings ¹ : | A3 / BBB+ (stable / positive) |
| Joint Bookrunners: | Morgan Stanley & Co. Incorporated, Credit Suisse Securities (USA) LLC, Barclays Capital Inc., BNP Paribas Securities Corp., Citigroup Global Markets Inc., Credit Agricole Securities (USA) Inc. and HSBC Securities (USA) Inc. |
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Rio Tinto Finance (USA) Limited
Pricing Term Sheet
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2040 Notes

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| Issuer: | Rio Tinto Finance (USA) Limited |
| Guarantors: | Rio Tinto plc and Rio Tinto Limited |
| Size: | \$500,000,000 |
| Maturity: | November 2, 2040 |
| Coupon: | 5.20% |
| Price to Public: | 99.940% |
| Underwriting Discount and Commissions: | 0.875% |
| Yield to maturity: | 5.204% |
| Spread to Benchmark Treasury: | T + 115bps |
| Benchmark Treasury: | 4.375%05/2040 |
| Benchmark Treasury Price and Yield: | 105-16/4.054% |
| Interest Payment Dates: | May 2 and November 2, commencing May 2, 2011 |
| Make-whole call: | At any time at a discount rate of Treasury plus 20 basis points |
| Settlement: | T+3; November 2, 2010 |
| CUSIP / ISIN: | 767201 AL0 / US767201AL06 |
| Ratings ¹ : | A3 / BBB+ (stable / positive) |
| Joint Bookrunners: | Morgan Stanley & Co. Incorporated, Credit Suisse Securities (USA) LLC, Barclays Capital Inc., BNP Paribas Securities Corp., Citigroup Global Markets Inc., Credit Agricole Securities (USA) Inc. and HSBC Securities (USA) Inc. |
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