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RIO TINTO PLC  
Form 425  
May 13, 2008

Filed by: BHP Billiton Plc

and BHP Billiton Limited

Pursuant to Rule 425 under the Securities Act of 1933

Subject Company: Rio Tinto plc

Commission File No.: 001-10533

The following are slides comprising a presentation that was given by Marius Kloppers, Chief Executive Officer, BHP Billiton to the Merrill Lynch Global Metals, Mining & Steel Conference on May 13, 2008.

Merrill Lynch Global Metals, Mining & Steel  
Conference  
BHP Billiton: Resourcing the Future  
Marius Kloppers, Chief Executive Officer  
13 May 2008

Slide 1  
Disclaimer  
This  
document  
has  
been  
prepared

by  
BHP  
Billiton  
Limited  
and  
BHP  
Billiton  
Plc  
( BHP  
Billiton")  
and  
comprises  
the  
written  
materials/slides  
for  
a  
presentation  
concerning  
BHP  
Billiton's  
offers  
for  
Rio  
Tinto Limited and Rio Tinto plc ( Rio Tinto ). By reviewing/attending this presentation you agree to be bound by the following.  
The directors of BHP Billiton accept responsibility for the information contained in this presentation. Having taken all reasonable care to ensure that  
this  
presentation  
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best  
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knowledge  
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BHP  
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import.

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This presentation is for information purposes only and does not constitute or form part of any offer or invitation to acquire, sell

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dispose  
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in connection with, any contract or investment decision, nor does it constitute a proposal to make a takeover bid or the solicitation of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction (or under an exemption from such requirements). No offering of securities shall be made into the United States except pursuant to registration exemption therefrom.

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independently  
verified.

This presentation is directed only at persons who (i) are persons falling within Article 49(2)(a) to (d) ("high net worth companies")

Markets

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(iii)

are outside the United Kingdom (all such persons being referred to as "relevant persons"). This presentation must not be acted upon

Certain statements in this presentation are forward-looking statements. The forward-looking statements include statements regarding

timing of development projects, future production volumes, increases in production and infrastructure capacity, the identification of

and, without limitation, other statements typically containing words such as "intends", "expects", "anticipates", "targets", "plans to

statements speak only as at the date of this presentation. These statements are based on current expectations and beliefs and, but for

risks and uncertainties that could

Slide 2

Disclaimer (continued)

cause actual results, performance and achievements to differ materially from any expected future results, performance or achievements.

The forward-looking statements are based on numerous assumptions regarding BHP Billiton's present and future business strategies.

operate in the future and such assumptions may or may not prove to be correct.

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combine  
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businesses  
of  
BHP

Billiton and Rio Tinto and to realise expected synergies from that combination, the presence of a competitive proposal in relation to the proposed transaction, including the receipt of required regulatory and anti-trust approvals, Rio Tinto's willingness to enter into any proposed transaction, as

additional  
factors

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changes

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(the  
"SEC"),  
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BHP  
Billiton's  
Annual  
Report  
on  
Form  
20-F  
for  
the  
fiscal

year-ended June 30, 2007, and Rio Tinto's filings with the SEC, including Rio Tinto's Annual Report on Form 20-F for the fiscal year ended June 30, 2007, on the company's website.

(<http://www.sec.gov>).

Other  
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statements.  
The  
information  
and  
opinions  
expressed in this presentation are subject to change without notice and BHP Billiton expressly disclaims any obligation (except  
London Stock Exchange, the UK Takeover Panel, or the listing rules of ASX Limited) or undertaking to disseminate any updates  
reflect any change in BHP Billiton's expectations with regard thereto or any change in events, conditions or circumstances on  
None  
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concerning  
expected  
cost  
savings,  
revenue  
benefits  
(and  
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presentation  
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earnings per share of the enlarged BHP Billiton group for current and future financial years will necessarily match or exceed the actual estimated cost savings and revenue benefits (and resulting EBITDA enhancement) may be materially greater or less than

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permits  
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Certain  
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presentation, including "resource", would not generally be permitted in an SEC filing. The material denoted by such terms is in Industry Guide 7, and there can be no assurance that BHP Billiton will be able to convert such material to proven or probable reserves. Investors should refer to its Annual Report on Form 20-F for the fiscal year ended June 30, 2007, for its most recent statement of mineral resources.

Information

Relating

to  
the  
US  
Offer  
for  
Rio  
Tinto  
plc

BHP Billiton plans to register the offer and sale of securities it would issue to Rio Tinto plc US shareholders and Rio Tinto plc US investors in a Registration Statement (the "Prospectus"), which will contain a prospectus (the "Prospectus"), as well as other relevant materials. No such prospectus or any Registration Statement or Prospectus that BHP Billiton may file with the SEC.

U.S.

INVESTORS

AND  
U.S.  
HOLDERS  
OF  
RIO  
TINTO  
PLC  
SECURITIES  
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AMENDMENTS AND SUPPLEMENTS TO THOSE DOCUMENTS, WHEN THEY BECOME AVAILABLE BECAUSE T  
Investors and security holders will be able to obtain a free copy of the Registration Statement and the Prospectus as well as oth  
(<http://www.sec.gov>), once such documents are filed with the SEC. Copies of such documents may also be obtained from BHI

Slide 3  
Disclaimer (continued)  
Information  
for  
US  
Holders  
of

Rio  
Tinto  
Limited  
Shares  
BHP  
Billiton  
Limited  
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registration  
statement  
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Rio  
Tinto  
Limited  
Offer.  
Accordingly,  
Rio  
Tinto  
Limited  
shareholders should carefully consider the following:  
The Rio Tinto Limited Offer will be an exchange offer made for the securities of a foreign company. Such offer is subject to disclosure of those  
of  
the  
United  
States.  
Financial  
statements  
included  
in  
the  
document



will  
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foreign  
accounting  
standards  
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may  
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comparable  
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financial  
statements of United States companies.

Information

Relating

to

the

US

Offer

for

Rio

Tinto

plc

and

the

Rio

Tinto

Limited

Offer

for

Rio

Tinto

shareholders

located

in

the

US

It may be difficult for you to enforce your rights and any claim

you may have arising under the U.S. federal securities laws, since the issuers are located in a foreign country, and some or all of

their

officers

and

directors

may

be

residents  
of  
foreign  
countries.

You  
may  
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securities  
laws. It may be difficult to compel a foreign company and its affiliates to subject themselves to a U.S. court's judgment.

You  
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be  
aware  
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BHP  
Billiton  
may  
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open  
market  
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negotiated purchases.

References  
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