

Edgar Filing: RIO TINTO PLC - Form 425

RIO TINTO PLC
Form 425
August 18, 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 Alex Vanselow, Chief Financial Officer, BHP Billiton on August 18, 2008.

August 2008
Alex Vanselow
Chief Financial Officer
Preliminary Results
Sales Team Briefing

Preliminary Results -
Sales Team Briefing
Slide 2

Disclaimer

By viewing this presentation you agree to be bound by the following conditions.

The
directors

of
BHP
Billiton
Limited
and
BHP
Billiton
Plc
(**BHP Billiton**)
accept
responsibility
for
the
information
contained
in
this
presentation.
Having
taken
all
reasonable
care
to
ensure
that
such
is
the
case,
the
information
contained
in
this
presentation
is,
to
the
best
of
the
knowledge
and
belief
of
the
directors
of
BHP

Billiton,
in

accordance with the facts and contains no omission likely to affect its import.

Subject to the above, neither BHP Billiton nor any of its directors, officers, employees or advisers nor any other person makes implied,

as

to,

and

accordingly

no

reliance

should

be

placed

on,

the

fairness,

accuracy

or

completeness

of

the

information

contained

in

the

presentation

or

of

the

views

given

or implied. To the extent permitted by law, neither BHP Billiton nor any of its directors, officers, employees or advisers nor any whatsoever for any errors or omissions or any loss howsoever arising, directly or indirectly, from any use of this information or therewith.

Information

about

Rio

Tinto

plc

and

Rio

Tinto

Limited

(**Rio Tinto**")

is

based

on

public

information

which
has
not
been
independently
verified.

This presentation is for information purposes only and does not constitute or form part of any offer for sale or issue of any securities, nor shall it or any part of it be relied on in connection with, any contract or investment decision, takeover bid or the solicitation of any vote or approval in any jurisdiction, nor shall there be any sale of securities in any jurisdiction which would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction (or under an exemption from such securities laws).

shall
be
made
into
the
United
States
except
pursuant
to
registration
under
the
US
Securities
Act
of
1933,
as
amended,
or
an
exemption
therefrom.

Neither
this
presentation nor any copy of it may be taken or transmitted or distributed or redistributed (directly or indirectly) in Japan. The securities laws of the United States and other jurisdictions

may
be
restricted
by
law
and
persons
into
whose
possession
this

document
comes
should
inform
themselves
about,
and
observe,
any
such
restrictions.

This presentation is directed only at persons who (i) are persons falling within Article 49(2)(a) to (d) ("high net worth companies") of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) (the "Order") or (ii) have professional qualifications or investments falling within Article 19(5) of the Order or (iii) are outside the United Kingdom (all such persons being referred to as "relevant persons") and not be acted on or relied on by persons who are not relevant persons

Certain statements in this presentation are forward-looking statements (including statements regarding contribution synergies, development projects, future production volumes, increases in production and infrastructure capacity, the identification of additional project lives and, without limitation, other statements typically containing words such as "intends," "expects," "anticipates," "targets" or "import.")

These
statements
are
based
on
current
expectations
and
beliefs
and
numerous
assumptions
regarding
BHP
Billiton's
present
and
future
business
strategies
and
the environments in which BHP Billiton and Rio Tinto will operate in the future and such assumptions, expectations and beliefs
their
nature,
are
subject
to
a
number
of
known

and
unknown
risks
and
uncertainties
that
could
cause
actual
results,
performance
and
achievements
to
differ
materially.
Factors
that
could
cause
actual
results
or
performance
to
differ
materially
from
those
expressed
or
implied
in
the
forward-looking
statements
include,
but
are
not
limited
to,
BHP
Billiton's
ability
to
successfully
combine
the
businesses

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

transaction,
the
successful
completion
of
any
transaction,
and
the
risk
factors
discussed
in
BHP
Billiton's
and
Rio
Tinto's
filings
with
the
U.S.
Securities
and
Exchange
Commission
("SEC")
(including
in
Annual
Reports
on
Form
20-F)
which
are
available
at
the
SEC's
website

(<http://www.sec.gov>). Save as required by law or the rules of the UK Listing Authority and the London Stock Exchange, the U Limited, BHP Billiton undertakes no duty to update any forward-looking statements in this presentation.

Preliminary Results -
Sales Team Briefing
Slide 3

Disclaimer continued

No statement concerning expected cost savings, revenue benefits (and resulting incremental EBITDA) and EPS accretion in the future that the future earnings per share of the enlarged BHP Billiton group for current and future financial years will necessarily match the earnings per share of BHP Billiton, and the actual estimated cost savings and revenue benefits (and resulting EBITDA enhancement)

estimated.
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
ADS
holders
by
filing
with
the
SEC
a
Registration Statement (the **Registration Statement**), which will contain a prospectus (the **Prospectus**), as well as other
been
filed.
This
communication
is
not

a
substitute
for
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
AND
ALL
HOLDERS
OF
RIO
TINTO
PLC
ADSs
ARE
URGED
TO
READ
ANY
REGISTRATION

STATEMENT, PROSPECTUS AND ANY OTHER DOCUMENTS MADE AVAILABLE TO THEM AND/OR FILED WITH THE SEC IN CONNECTION WITH THIS TRANSACTION, AS WELL AS ANY AMENDMENTS AND SUPPLEMENTS TO THOSE DOCUMENTS, WHEN THEY CONTAIN IMPORTANT INFORMATION.

Investors and security holders will be able to obtain a free copy of the Registration Statement and the Prospectus as well as other information from the SEC's

website (<http://www.sec.gov>), once such documents are filed with the SEC. Copies of such documents may also be obtained from the issuer once they are filed with the SEC.

Information
for
US
Holders

of
Rio
Tinto
Limited
Shares
BHP
Billiton
Limited
is
not
required
to,
and
does
not
plan
to,
prepare
and
file
with
the
SEC
a
registration
statement
in
respect
of
the
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 requirements that are different from those of the United States. Financial statements included in

the
document
will
be
prepared
in
accordance
with
foreign
accounting
standards
that
may
not
be comparable to the 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
not
be
able
to
sue
a
foreign
company
or
its
officers
or

directors
in
a
foreign

court for violations of the U.S. securities laws. It may be difficult to compel a foreign company and its affiliates to subject them

You
should
be
aware
that

BHP
Billiton
may
purchase
securities
of
either

Rio
Tinto
plc
or
Rio
Tinto
Limited

otherwise
than
under
the
exchange
offer,
such

as
in
open
market
or
privately
negotiated
purchases.

BHP Billiton results are reported under International Financial Reporting Standards (IFRS). References to Underlying EBIT and other items. A reconciliation to profit from operations is contained within the profit announcement

References
in
this
presentation

to
\$
are
to
United

States
dollars
unless
otherwise
specified.

Preliminary Results -
Sales Team Briefing
Slide 4
Overview
Year ended June 2008

HSEC

Outstanding operating and financial results

Annual production records set in 7 commodities

Underlying EBITDA up 22% to US\$28.0 billion

Underlying EBIT up 21% to US\$24.3 billion

Attributable profit of US\$15.4 billion, up 12%

Earnings per share of 275 US cents, up 18%

Underlying EBIT margin and ROCE

of

48%

and

38%

respectively

Growth projects proceeding well
with significant volume growth achieved
in FY2008 and expected in FY2009

Final

dividend

rebased

to

41

US

cents

per

share

an

increase

of

52%,

consistent with outlook and higher earnings and cash flow

,

Preliminary Results -
Sales Team Briefing
Slide 5

Outstanding results driven by strategy and execution

Notes:

a)
FY2002 to FY2005 calculated on the basis of UKGAAP. Subsequent periods calculated under IFRS.

Underlying EBIT

(a)

(US\$bn)

H2

H1

9.6

14.7

3.1

3.5

5.5

9.9

15.3

20.1

24.3

0

5

10

15

20

25

FY2002

FY2003

FY2004

FY2005

FY2006

FY2007

FY2008

Preliminary Results -
Sales Team Briefing
Slide 6
0
50
100
150

200

A track record of project delivery

Copper
equivalent
production
growth

(a)

(Indexed, 100=FY2001)

Projects successfully delivered:

44 since the DLC merger

10 completed in FY2008

10% growth estimated in FY2009

Completed projects ramping up in FY2009

Atlantis South, Genghis Khan,
Samarco, Ravensthorpe/Yabulu
Exp.,
Cliffs, Koala Underground, Spence,
Escondida Sulphide Leach and
Pinto Valley

First production expected in FY2009

GEMCO, Neptune, Shenzi, NWS
Train 5, NWS Angel and Alumar

Notes:

a) Production

from
continuing
operations
converted
to
copper
equivalent
units
using
FY2008
average
realised
prices.

Preliminary Results -
Sales Team Briefing
Slide 7
Diversity = Stability and Strength
%
EBIT Margin
(1)

FY2002
FY2003
FY2004
FY2005
FY2006
FY2007
FY2008

0
10
20
30
40
50
60
70
80
H1
H2
H1
H2
H1
H2
H1
H2
H1
H2
H1
H2
H1
H2

Petroleum
Aluminium
Base Metals
D&SP
SSM
Iron Ore
Manganese
Met Coal
Energy Coal
BHP Billiton

(1)
FY2002
to
FY2005
are
calculated
under
UKGAAP.
Subsequent
periods

are
calculated
under IFRS.
All periods exclude third party trading activities.

Preliminary Results -
Sales Team Briefing
Slide 8
Short-term global challenges exist

Global economic activity is moderating

Financial market instability, housing
market decline and inflationary
pressures

Emerging economies not immune

Inflationary pressures

Some decline in fixed asset
investment growth (isolated to
a small number of industries)

Exchange rate appreciation
reducing export competitiveness

0%

2%

4%

6%

Jun-06

Sep-06

Dec-06

Mar-07

Jun-07

Sep-07

Dec-07

Mar-08

Jun-08

United States

annual

GDP

growth

(a)

(Annual growth, %)

China annual

GDP

growth

(b)

(Annual growth, %)

8%

10%

12%

14%

Jun-06

Sep-06

Dec-06

Mar-07

Jun-07

Sep-07

Dec-07

Mar-08

Jun-08

Notes:

a)

Source: US Department of Commerce, Bureau of Economic Analysis.

b)

Source: CEIC

Preliminary Results -
Sales Team Briefing
Slide 9

However, long-term fundamentals of emerging/developing
economies remain intact

2.8%

2.3%

1.3%

2.9%

3.5%

6.4%

6.7%

7.0%

9.8%

10.1%

9.4%

10.1%

0%

2%

4%

6%

8%

10%

12%

Average historical growth

CY1990-CY2000

Average historical growth

CY2001-CY2007

Average forecast growth

CY2008-CY2009

Average forecast growth

CY2010-CY2013

Developed Economies

Emerging & Developing Economies

China

Source: World economic outlook database, April 2008.

IMF world GDP growth

(%)

Preliminary Results -
Sales Team Briefing
Slide 10
Supply-side constraints are limiting the industry's response

Equipment stress

Industrial action and wage disputes

Labour shortages

Equipment shortages

Significant cost pressures, including fuel

Energy and power constraints

Declines in ore-grade levels

Rising tariffs

Infrastructure bottlenecks

Developments are increasingly tending to be:

Smaller

Lower grade

Higher risk geographies

Equipment shortages

longer lead times and project delivery dates

Rising capital costs

Resources nationalism

Existing Supply

Future Supply Growth

Preliminary Results -
Sales Team Briefing
Slide 11

0
2,000
4,000
6,000

8,000
10,000
12,000
14,000
CY2007
CY2008
CY2009F
CY2010F
CY2011F
CY2012F

Accelerating growth from a diversified portfolio of projects

% of growth CY2007-2012

(Estimated & unrisked)

Note: Growth in production volumes on a copper equivalent units basis between CY2007 and CY2012 calculated using BHP Billiton estimates for BHP Billiton production. Production volumes exclude BHP Billiton's Specialty Products operation and all bauxite production.

All
energy
coal
business
are
included.

Alumina
volumes
reflect
only
tonnes
available
for
external
sale.

Conversion
of
production forecasts to copper equivalent units completed using long term consensus price forecasts, plus BHP Billiton assumptions for diamonds, domestic coal and manganese.

Prices
as
at
July
2008.
Production
in
copper
equivalent

tonnes

(Copper equivalent tonnes '000s)

45%

37%

18%

Steelmaking

Materials

Energy

Non-Ferrous

Preliminary Results -
Sales Team Briefing
Slide 12
Ordinary dividends per share
(US cents per share)
0
10

20
30
40
50
60
70

FY2005

FY2006

FY2007

FY2008

H1

H2

0

50

100

150

200

250

300

FY2005

FY2006

FY2007

FY2008

Earnings per share

(US cents per share)

Note:

BHP Billiton's EPS represents reported underlying EPS for the financial year ending 30 June.

Delivering superior returns to shareholders

CAGR 36%

CAGR 37%

Preliminary Results -
Sales Team Briefing
Slide 13
Summary

Excellent operating and financial results

Long-term demand outlook remains strong despite some short-term economic uncertainty

Supply-side constraints are limiting the ability for the industry to respond to demand growth

BHP Billiton's portfolio of assets focused in stable geographies provides a competitive advantage

Future growth being delivered from lower risk projects
Liverpool Bay

Preliminary Results -
Sales Team Briefing
Slide 14
Indicative Timetable for the Offer
Feb
Mar
Nov

Dec
Jan
Oct
Sep
Aug
Jul
Jun
May
Apr
Mar
Feb
Jan
2009
2008
6-Feb-2008

BHP Billiton
announced pre-
conditional offers for
all of the outstanding
shares of Rio Tinto
Offer Announcement
Satisfaction of Regulatory Approval Pre-conditions

30-May-2008:

Form
CO
filed
with
the
European
Commission

3-Jul-2008:

US merger review completed

4-Jul-2008:

Entered into Phase 2 investigation with the
European Commission

European
Commission
decision
due
by
December
2008

All regulatory processes expected to be completed or
waived by the **end of 2008**

Offer Period
Early 2009

UK Offer Timetable

50% minimum
acceptance condition
must be satisfied in
both the Rio Tinto plc
and Rio Tinto Ltd
offers by **Day 60**

