

BHP BILLITON PLC  
Form 6-K  
July 02, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 6

**-K**

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

June 17, 2008

**BHP Billiton Plc**

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(Translation of registrant's name into English)

Neathouse Place London SW1V 1BH United Kingdom

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(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:  Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

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FORM 8.1

DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES  
FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS

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(Rules 8.1(a) and (b)(i) of the City Code on Takeovers and Mergers)

1. KEY INFORMATION

|  |                       |
|--|-----------------------|
| Name of person dealing<br>(Note 1)   | See attached Schedule |
| Company dealt in   | BHP Billiton Limited  |
| Class of relevant security to which the dealings being disclosed relate (Note 2) | Ordinary shares       |
| Date of dealing  | N/A                   |

2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

(a) Interests and short positions (following dealing) in the class of relevant security dealt in (Note 3)

|   | Long                           |     | Short  |     |
|---|--------------------------------|-----|--------|-----|
|   | Number                         | (%) | Number | (%) |
| (1) Relevant securities                     | See attached Schedule (Part A) |     | N/A    |     |
| (2) Derivatives (other than options)        | N/A                            |     | N/A    |     |
| (3) Options and agreements to purchase/sell | N/A                            |     | N/A    |     |
| Total                                       | See attached Schedule (Part A) |     | N/A    |     |

(b) Interests and short positions in relevant securities of the company, other than the class dealt in (Note 3)

| Class of relevant security:                 | Long                           |     | Short  |     |
|---|--------------------------------|-----|--------|-----|
|   | Number                         | (%) | Number | (%) |
| (1) Relevant securities                     | See attached Schedule (Part B) |     | N/A    |     |
| (2) Derivatives (other than options)        | N/A                            |     | N/A    |     |
| (3) Options and agreements to purchase/sell | N/A                            |     | N/A    |     |

|       |                                |     |
|-------|--------------------------------|-----|
| Total | See attached Schedule (Part B) | N/A |
|-------|--------------------------------|-----|

## (c) Rights to subscribe (Note 3)

|                                |         |
|--------------------------------|---------|
| Class of relevant security:    | Details |
| See attached Schedule (Part C) |         |

**3. DEALINGS** (Note 4)

## (a) Purchases and sales

| Purchase/sale                  | Number of securities | Price per unit<br>(Note 5) |
|--------------------------------|----------------------|----------------------------|
| See attached Schedule (Part D) |                      |                            |

## (b) Derivatives transactions (other than options)

| Product name, e.g. CFD         | Long/short (Note 6) | Number of securities<br>(Note 7) | Price per unit (Note 5) |
|--------------------------------|---------------------|----------------------------------|-------------------------|
| See attached Schedule (Part E) |                     |                                  |                         |

## (c) Options transactions in respect of existing securities

## (i) Writing, selling, purchasing or varying

| Product name, e.g. call option | Writing, selling, purchasing, varying etc. | Number of securities to which the option relates<br>(Note 7) | Exercise price | Type, e.g. American, European etc. | Expiry date | Option money paid/received per unit<br>(Note 5) |
|--------------------------------|--|--|----------------|------------------------------------|-------------|---|
| See attached Schedule (Part F) |  |  |                |                                    |             |   |

## (ii) Exercising

|                                   |                      |                                     |
|-----------------------------------|----------------------|-------------------------------------|
| Product name, e.g. call option    | Number of securities | Exercise price per unit<br>(Note 5) |
| See attached Schedule<br>(Part G) |                      |                                     |

## (d) Other dealings (including new securities) (Note 4)

|                                   |         |  |
|-----------------------------------|---------|--|
| Nature of transaction<br>(Note 8) | Details | Price per unit (if applicable)<br>(Note 5) |
| See attached Schedule<br>(Part H) |         |  |

**4. OTHER INFORMATION**

## Agreements, arrangements or understandings relating to options or derivatives

|   |
|---|
| Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated. |
| None  |

Is a Supplemental Form 8 attached? (Note 9) NO

|  |   |
|--|---|
| Date of disclosure   | 17 June 2008  |
| Contact name   | Ines Watson   |
| Telephone number   | +44 20 7802 4176  |
| Name of offeree/offerer with which Associated                | BHP Billiton Limited  |
| Specify category and nature of Associate status<br>(Note 10) | Category (3) - directors (together with their close relatives and related trusts) of subsidiaries of BHP Billiton Plc and BHP Billiton Ltd and fellow subsidiaries and their associated companies |

## Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at

SCHEDULE  
Form 8.1 Aggregated Dealings Disclosure

Part A - Interests and short positions (following dealing) in the class of relevant security dealt in

| Name            | Holding of relevant securities (excl. relevant securities under option)                 |   | Holding of relevant securities under option |   | Holding of derivatives other than options |   | Total        |   |  |
|-----------------|---|---|---|---|---|---|--------------|---|--|
|                 | Long Number   | % | Short Number                                | % | Long Number                               | % | Short Number | %   |  |
| Paul Dunn       | 16,971  |   |   |   |   |   |              | 16,971  |  |
|                 | Ordinary shares BHP Billiton Limited  |   |   |   |   |   |              | Ordinary shares in BHP Billiton Limited   |  |
|                 | (0.00051%)  |   |   |   |   |   |              | (0.00051%)  |  |
| Paul Teel       | 50 BHP Billiton Limited ADRs (representing 100 Ordinary shares in BHP Billiton Limited) |   |   |   |   |   |              | 50 BHP Billiton Limited ADRs (representing 100 Ordinary shares in BHP Billiton Limited) |  |
|                 | (0.000003%)   |   |   |   |   |   |              | (0.000003%)   |  |
| Paul Teel       | 22,045  |   |   |   |   |   |              | 22,045  |  |
|                 | Ordinary shares in BHP Billiton Limited   |   |   |   |   |   |              | Ordinary shares in BHP Billiton Limited   |  |
|                 | (0.00066%)  |   |   |   |   |   |              | (0.00066%)  |  |
| Scott B Langley | 3,515   |   |   |   |   |   |              | 3,515   |  |
|                 | Ordinary shares in BHP Billiton Limited   |   |   |   |   |   |              | Ordinary shares in BHP Billiton Limited   |  |

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|  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|
|  | (0.00010%)   |  |  |  |  |  | (0.00010%)   |
| Scott B Langley                                  | 10 BHP Billiton Limited ADRs (representing 20 Ordinary shares in BHP Billiton Limited)<br><br>(0.000001%)  |  |  |  |  |  | 10 BHP Billiton Limited ADRs (representing 20 Ordinary shares in BHP Billiton Limited)<br><br>(0.000001%)  |
| Francis McAllister                               | 52 BHP Billiton Limited ADRs (representing 104 Ordinary shares in BHP Billiton Limited)<br><br>(0.000003%) |  |  |  |  |  | 52 BHP Billiton Limited ADRs (representing 104 Ordinary shares in BHP Billiton Limited)<br><br>(0.000003%) |
| Stephen Wade Williams                            | 111 Ordinary shares in BHP Billiton Limited<br>(0.000003%)   |  |  |  |  |  | 111 Ordinary shares in BHP Billiton Limited<br>(0.000003%)   |
| Anita Williams (Spouse of Stephen Wade Williams) | 100 Ordinary shares in BHP Billiton Limited<br>(0.000003%)   |  |  |  |  |  | 100 Ordinary shares in BHP Billiton Limited<br>(0.000003%)   |
| Francis McAllister                               | 10,758 Ordinary shares in BHP Billiton Limited<br>(0.00032%)   |  |  |  |  |  | 10,758 Ordinary shares in BHP Billiton Limited<br>(0.00032%)   |

Part B - Interests and short positions in relevant securities of the company, other than the class dealt in

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| Name | Holding of relevant securities (excl. relevant securities under option) |                | Holding of relevant securities under option |                | Holding of derivatives other than options |                | Total         |                |
|------|---|----------------|---|----------------|---|----------------|---------------|----------------|
|      | Long Number %   | Short Number % | Long Number %                               | Short Number % | Long Number %                             | Short Number % | Long Number % | Short Number % |
| N/A  |   |                |   |                |   |                |               |                |

Part C - Rights to subscribe

| Name      | Details  |
|-----------|--|
| Paul Dunn | <p>2,553 Deferred Shares awarded under the Group Incentive Scheme 2005</p> <p>2,399 Deferred Shares awarded under the Group Incentive Scheme 2006</p> <p>2,181 Options awarded under the Group Incentive Scheme 2007</p> <p>604 Deferred Shares awarded under the Group Incentive Scheme 2007</p> <p>5,000 Performance Shares awarded under the Long Term Incentive Plan 2004</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2005</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2006</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2007</p> <p>500 shares held under the Employee Share Plan 1997 (shares held under loan)</p> |
| Paul Teel | <p>2,292 Deferred Shares awarded under the Group Incentive Scheme 2006</p> <p>1,961 Deferred Shares awarded under the Group Incentive Scheme 2007</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2005</p>  |

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|                       |  |
|-----------------------|--|
|                       | <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2006</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2007</p> <p>2,000 Options awarded under the Employee Share Plan 2001</p>  |
| Scott B Langley       | <p>1,598 Deferred Shares awarded under the Group Incentive Scheme 2006</p> <p>1,402 Deferred Shares awarded under the Group Incentive Scheme 2007</p> <p>5,000 Performance Shares awarded under the Long Term Incentive Plan 2004</p> <p>5,000 Performance Shares awarded under the Long Term Incentive Plan 2005</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2006</p> <p>7,500 Performance Shares awarded under the Long Term Incentive Plan 2007</p> <p>14,860 Options awarded under the Employee Share Plan 2001</p> |
| Stephen Wade Williams | <p>7,121 Deferred Shares awarded under the Group Incentive Scheme 2006</p> <p>5,630 Deferred Shares awarded under the Group Incentive Scheme 2007</p> <p>15,000 Performance Shares awarded under the Long Term Incentive Plan 2004</p> <p>20,000 Performance Shares awarded under the Long Term Incentive Plan 2005</p> <p>20,000 Performance Shares awarded under the Long Term Incentive Plan 2006</p> <p>20,000 Performance Shares awarded under the Long Term Incentive Plan 2007</p>  |
| Francis McAllister    | <p>5,954 Options awarded under the Group Incentive Scheme 2004</p>   |



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|  |  |
|--|--|
|  | 9,885 Options awarded under the Group Incentive Scheme 2005              |
|  | 2,063 Deferred Shares awarded under the Group Incentive Scheme 2006      |
|  | 1,446 Deferred Shares awarded under the Group Incentive Scheme 2007      |
|  | 5,000 Performance Shares awarded under the Long Term Incentive Plan 2004 |
|  | 5,000 Performance Shares awarded under the Long Term Incentive Plan 2005 |
|  | 5,000 Performance Shares awarded under the Long Term Incentive Plan 2006 |
|  | 5,000 Performance Shares awarded under the Long Term Incentive Plan 2007 |

Part D - Purchases and Sales

| Name                  | Date of dealing | Purchase/Sale | Number of relevant securities | Price per unit |
|-----------------------|-----------------|---------------|-------------------------------|----------------|
| Paul Dunn             | 14.05.08        | Sale          | 1,225                         | A\$46.93       |
| Paul Teel             | 19.05.08        | Sale          | 500                           | A\$49.59       |
| Scott B Langley       | 20.05.08        | Sale          | 2,566                         | A\$48.56       |
| Stephen Wade Williams | 10.06.08        | Sale          | 5,240                         | A\$44.09       |
| Francis McAllister    | 10.06.08        | Sale          | 7,502                         | A\$44.09       |

Part E - Derivative Transactions

| Name | Date of dealing | Product name (e.g. contract for difference) | long/short | Number of relevant securities | Price per relevant security |
|------|-----------------|---|------------|-------------------------------|-----------------------------|
| N/A  |                 |   |            |                               |                             |

Part F - Writing, selling, purchasing or varying options

| Name | Writing, selling, purchasing, | Number of securities to which the | Exercise price | Type, e.g. American, European | Expiry date | Option money |
|------|-------------------------------|-----------------------------------|----------------|-------------------------------|-------------|--------------|
|      |                               |                                   |                |                               |             |              |

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|     |              |                |  |      |  |                               |
|-----|--------------|----------------|--|------|--|-------------------------------|
|     | varying etc. | option relates |  | etc. |  | paid/<br>received<br>per unit |
| N/A |              |                |  |      |  |                               |

Part G - Exercising Options

| Name | Date of exercise | Product name (e.g. option/award) | Number of relevant securities acquired | Exercise price per relevant security |
|------|------------------|----------------------------------|--|--------------------------------------|
| N/A  |                  |                                  |  |                                      |

Part H - Other dealings

| Name                  | Date of exercise | Number of securities to which the dealing relates | Nature of transaction | Details                                       | Price per unit (if applicable)            |
|-----------------------|------------------|---|-----------------------|---|---|
| Paul Dunn             | 14.05.08         | 5,168   | Exercise              | Options under the Group Incentive Scheme 2003 | A\$11.11<br><br>(Exercise price per unit) |
| Paul Teel             | 19.05.08         | 500   | Exercise              | Options under the Employee Share Plan 2001    | A\$8.30<br><br>(Exercise price per unit)  |
| Scott B Langley       | 20.05.08         | 2,566   | Exercise              | Options under the Group Incentive Scheme 2004 | A\$15.39<br><br>(Exercise price per unit) |
| Stephen Wade Williams | 06.06.08         | 5,430   | Exercise              | Options under the Group Incentive Scheme 2003 | A\$11.11<br><br>(Exercise price per unit) |

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|                       |          |       |          |  |   |
|-----------------------|----------|-------|----------|--|---|
| Francis<br>McAllister | 10.06.08 | 7,502 | Exercise | Options<br>under the<br>Group<br>Incentive<br>Scheme<br>2003 | A\$11.11<br><br>(Exercise<br>price per<br>unit) |
|-----------------------|----------|-------|----------|--|---|

**BHP Billiton Limited ABN 49 004 028 077**

Registered in Australia  
Registered Office: Level 27, 180 Lonsdale Street  
Melbourne Victoria 3000  
Telephone +61 1300 554 757 Facsimile +61 3 9609 3015

**BHP Billiton Plc Registration number 3196209**

Registered in England and Wales  
Registered Office: Neathouse Place London SW1V 1BH  
United Kingdom  
Telephone +44 20 7802 4000 Facsimile +44 20 7802 4111

**The BHP Billiton Group is headquartered in Australia**





*SIGNATURES*

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BHP Billiton Plc

Date: 17 June 2008

By: Jane McAloon

Name: Jane McAloon Title: Group Company Secretary

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