

BHP BILLITON PLC  
Form 6-K  
July 08, 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

July 2, 2008

**BHP Billiton Plc**

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(Translation of registrant's name into English)

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Neathouse Place London SW1V 1BH United Kingdom

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(Address of principal executive office)

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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

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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):

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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

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

FORM 8.1

## DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES

## FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS

(Rules 8.1(a) and (b)(i) of the Takeover Code)

## 1. KEY INFORMATION

Name of person dealing (Note 1)	Marius Kloppers
Company dealt in	BHP Billiton Plc
Class of relevant security to which the dealings being disclosed relate (Note 2)	Ordinary Shares of US\$0.50 each
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	396,683 H.0179738	

(2) Derivatives (other than options)		
(3) Options and agreements to purchase/sell		
Total	396,683	H.0179738

(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		
(2) Derivatives (other than options)		
(3) Options and agreements to purchase/sell		
Total		

(c) Rights to subscribe

(Note 3)

Class of relevant security:	Details
Deferred Shares awarded under the Group Incentive Scheme	90,071 Deferred Shares awarded under the Group Incentive Scheme. 52,771 Deferred Shares were awarded in December 2005, 37,300 Deferred Shares were awarded in December 2006, and are exercisable from the first non-prohibited date after 30 June 2007 and 30 June 2008 respectively. They will expire on the day before the 3 <sup>rd</sup> anniversary of the exercisable date.
Performance Shares awarded under the BHP Billiton Plc Long Term Incentive Plan	675,000 Performance Shares awarded under the BHP Billiton Plc Long Term Incentive Plan. 225,000 Performance Shares were awarded in December 2004, December 2005 and December 2006, and are exercisable from the first non-prohibited date after 30 June 2011, 30 June 2010 and 30 June 2011 respectively. They will expire on the day before the 5 <sup>th</sup> anniversary of the exercisable date.

The exercise of the Performance Shares is subject to certain performance hurdles being met which relate to the performance of the BHP Billiton Group as compared to the weighted average performance of companies in a comparator group.
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### 3. DEALINGS

(Note 4)

#### (a) Purchases and sales

Purchase/sale	Number of securities	Price per unit (Note 5)
N/A		

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

Product name, e.g. CFD	Long/short (Note 6)	Number of securities (Note 7)	Price per unit (Note 5)
N/A			

#### (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 (Note 7)	Exercise price	Type, e.g. American, European etc.	Expiry date	Option money paid/ received per unit (Note 5)
N/A						

##### (ii) Exercising

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Product name, e.g. call option	Number of securities	Exercise price per unit (Note 5)
N/A		

(d) Other dealings (including new securities)

(Note 4)

Nature of transaction (Note 8)	Details	Price per unit (if applicable) (Note 5)
N/A		

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.

Is a Supplemental Form 8 attached?

(Note 9) NO

Date of disclosure	2 July 2008
Contact name	Ines Watson
Telephone number	+44 (0)20 7802 4176
Name of offeree/offeror with which associated	BHP Billiton Limited

Specify category and nature of associate status  (Note 10)	Category (3) - directors (together with their close relatives and related trusts) of BHP Billiton Plc and BHP Billiton Limited
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Notes

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

*[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)*

**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**

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*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: 2 July 2008

By: Jane McAloon

Name: Jane McAloon Title: Group Company Secretary

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