

BHP BILLITON LTD  
Form 6-K  
July 27, 2007

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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 24, 2007

**BHP BILLITON LIMITED**

(ABN 49 004 028 077)

(Exact name of Registrant as specified in its charter)

VICTORIA, AUSTRALIA

(Jurisdiction of incorporation or organisation)

180 LONSDALE STREET, MELBOURNE, VICTORIA

3000 AUSTRALIA

(Address of principal executive offices)

**BHP BILLITON PLC**

(REG. NO. 3196209)

(Exact name of Registrant as specified in its charter)

ENGLAND AND WALES

(Jurisdiction of incorporation or organisation)

NEATHOUSE PLACE, VICTORIA, LONDON,

UNITED KINGDOM

(Address of principal executive offices)

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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

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 [x] No

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

24 July 2007  
Number 23/07

**BHP BILLITON PRODUCTION REPORT  
FOR THE YEAR ENDED 30 JUNE 2007**

BHP Billiton today released its production report for the year ended 30 June 2007. Throughout this report, unless otherwise stated, production volumes refer to BHP Billiton share and exclude suspended and sold operations.

- Annual production records achieved for natural gas, alumina, aluminium, copper, nickel, iron ore, manganese ore, and metallurgical coal; all underpinned by strong demand.
- Increased annual production achieved for energy coal, diamonds and manganese alloy.
- Petroleum production in line with prior year despite no new major project start-ups.
- Record annual production achieved at North West Shelf, Worsley, Western Australia Iron Ore, GEMCO, Queensland Coal, Hunter Valley Coal and Illawarra Coal Bed Methane (all Australia), Mad Dog (USA), Zamzama (Pakistan), Alumar (Brazil), Paranam (Suriname), Hillside, Bayside and Samancor (all South Africa), Mozal (Mozambique), Escondida (Chile) and Cerrejon Coal (Colombia)
- Quarterly production records achieved for the Alumar, Yabulu (Australia), Queensland Coal, Cerrejon Coal, New Mexico Coal (USA) and Illawarra Coal Bed Methane operations and for natural gas from Bass Strait (Australia).
- Third party infrastructure constraints on the east coast of Australia will continue to adversely impact our coal operations in the near term.

JUNE	JUNE	JUNE YTD 07	JUN Q07	JUN Q07

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	2007	2007	vs	vs	vs
<b>PETROLEUM</b>	YTD	QTR	JUNE YTD 06	JUN Q06	MAR Q07
Crude Oil, Condensate and Natural Gas Liquids ('000 bbl) (a)	56,723	14,461	0%	-1%	9%
Natural Gas (bcf) (a)	355.69	95.23	1%	-2%	10%
Total Petroleum Products (million boe) (a)	116.00	30.47	0%	-1%	10%

Total Petroleum Production -

Total production was in line with the year ended June 2006 and higher than the March 2007 quarter. Natural field decline has been offset by improved facility performance and successful development drilling. There were no major project start-ups in the period. Higher seasonal gas demand in Australia also supported the improved result.

Crude Oil, Condensate and Natural Gas Liquids -

Production was higher than the March 2007 quarter due to improved operational uptime and successful development drilling which offset natural field decline. Stronger seasonal gas demand also increased condensate production.

Natural Gas -

Record quarterly performance from Bass Strait led to a 10 per cent increase versus the March 2007 quarter production.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>ALUMINIUM</b>	YTD	QTR	JUNE YTD 06	JUN Q06	MAR Q07
Alumina ('000 tonnes)	4,460	1,144	7%	7%	5%
Aluminium ('000 tonnes) (b)	1,340	334	2%	0%	1%

Alumina -

Production and sales for the year ended June 2007 were all time records. Record annual output was achieved at all operations due to the continuing ramp up of the Worsley expansion and strong performance at Paranam and Alumar. Worsley exceeded its expanded nameplate capacity in the June 2007 quarter.

Aluminium

- A sixth consecutive annual production record was achieved. Successful implementation of ongoing efficiency initiatives resulted in record or near record performance at all operations.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>BASE METALS</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07
Copper ('000 tonnes) (c)	1,250.1	342.1	7%	17%	-4%
Silver ('000 ounces) (c)	36,565	11,625	-20%	23%	5%
Lead (tonnes)	210,814	62,409	-21%	12%	-1%
Zinc (tonnes)	118,695	39,148	9%	42%	9%
Uranium Oxide Concentrate (Uranium) (tonnes)	3,486	988	-11%	14%	12%

### Copper

- An annual production record was set with the continued ramp up of the Escondida Sulphide Leach Project and Spence (both Chile). This was accomplished despite the impact of the industrial action at Escondida in August 2006. In aggregate, these two projects contributed 134,950 tonnes during the year. Partially offsetting this was lower output from Olympic Dam due to maintenance activities and reduced ore hoisting and grades.

June 2007 quarterly production was higher than the June 2006 quarter reflecting the continued ramp up of the recently expanded capacity.

As of 30 June 2006 the company had 274,280 tonnes of copper sales which were subject to a finalisation adjustment. The finalisation adjustment and provisional pricing impact as at 30 June 2007 will increase

earnings<sup>(d)</sup> by US\$108 million for the financial year. For the year ended 30 June 2007 the Group had 346,610 tonnes of copper sales that were provisionally priced at a weighted average price of US\$7,152 per tonne. The final price of these sales will be determined in the 2008 financial year.

### Silver -

Record silver production at Escondida reduced the effect of the rehabilitation of ground support at Cannington (Australia). Production has recovered following the successful completion of the rehabilitation project in the March 2007 quarter.

### Lead -

Improved performance following the completion of the Cannington rehabilitation project was offset by declining grade.

### Zinc

- Production was higher than all comparative periods due to improved grade and increased proportion of zinc contained ore processed at Antamina (Peru).

### Uranium -

Variability of ore sources, lower grade, and ongoing maintenance activities at Olympic Dam impacted output for the year ended June 2007. Third party products were purchased from the spot market to meet contractual requirements. This will decrease earnings<sup>(d)</sup> by US\$81 million for the financial year.

The higher production in the current period compared to the June 2006 and March 2007 quarters reflects increased grade and recoveries.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>DIAMONDS &amp; SPECIALTY PRODUCTS</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07
Diamonds ('000 carats)	3,224	911	26%	56%	2%

Diamonds -

Production increased versus the year and quarter ended June 2006 due to processing of higher grade ore containing lower value diamonds.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>STAINLESS STEEL MATERIALS</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07
Nickel ('000 tonnes)	186.3	47.7	7%	15%	4%

Nickel

- Record annual production was driven by strong performances at all operations. All operations achieved near record production and sales.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>IRON ORE</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07
Iron ore ('000 tonnes) (e)	98,197	25,746	8%	6%	13%

Iron Ore -

Records were set for annual production and sales volumes reflecting increased output from the expanded Western Australia Iron Ore operations.

Production was higher than the March 2007 quarter due to resumption of normal production levels following cyclone activities at Western Australia Iron Ore and planned maintenance at Samarco (Brazil) in the previous quarter.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>MANGANESE</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07
Manganese Ore ('000 tonnes)	6,009	1,519	14%	9%	5%
Manganese Alloy ('000 tonnes)	662	164	17%	7%	-7%

Manganese Ore -

Higher production compared to all prior periods was driven by stronger customer demand.

Manganese Alloy -

Production was higher than the year and quarter ended June 2006 due to optimisation of the product mix and improved facility availability and utilisation.

The current quarter's output was impacted by planned furnace maintenance at TEMCO (Australia).

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>METALLURGICAL COAL</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07
Metallurgical Coal ('000 tonnes)	38,429	11,132	8%	21%	23%

Metallurgical Coal -

Strong annual and quarterly performance across the Queensland Coal portfolio followed a light plant shutdown schedule. Records were achieved at Goonyella and Saraji. The ramp up of Poitrel continued (all Australia).

Our Hay Point Coal terminal (Australia) attained record annual and quarterly throughput, partially mitigating the impact of port constraints at third party facilities. These constraints at third party facilities are expected to continue in the near term.

	JUNE	JUNE	JUNE YTD	JUN Q07	JUN Q07
	2007	2007	vs	vs	vs
<b>ENERGY COAL</b>	YTD	QTR	JUNE YTD	JUN Q06	MAR
			06		Q07

Energy Coal ('000 tonnes)	87,025	22,283	1%	2%	6%
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## Energy Coal -

Production was in line with the year ended June 2006. Increased output from improvement initiatives was offset by extreme weather conditions at Hunter Valley Coal.

Production for the June 2007 quarter was higher than the March 2007 quarter due to the impact of a planned longwall move at San Juan (USA) in the previous quarter.

Third party infrastructure constraints on the east coast of Australia will continue to impact Hunter Valley Coal's export sales.

Production in South Africa will be lower in 2008 financial year due to the divestment of Koornfontein and potential divestment of Optimum and reduced output from the Douglas underground mine as it approaches shut down in the middle of the 2008 calendar year.

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(a) Excluding Green Canyon 18 and 60 fields (sold effective from 16 January 2006), Moranbah Coal Bed Methane (sold September 2006 quarter) and Typhoon / Boris (sold December 2006 quarter).

(b) Excluding Valesul which was sold effective from 1 July 2006.

(c) Excluding Tintaya which was sold effective from 1 June 2006.

(d) Earnings before interest and tax.

(e) Excluding Goldsworthy operations which were suspended mid calendar year 2006.

BHP BILLITON PRODUCTION SUMMARY - CONTINUING OPERATIONS			QUARTER ENDED			YEAR ENDED		% CHANGE			
			JUNE	MAR	JUNE	JUNE	JUNE	JUNE	JUNE	JUN	JUN
			2006	2007	2007	2007	2006	2006	vs	vs	vs
			2006	2007	2007	2007	2006	2006	JUNE YTD 06	JUN Q06	MAR Q07
<b>PETROLEUM</b>											
	('000 bbl)		11,551	10,671	11,443		45,167	45,390	0%	-1%	7%

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Crude oil & condensate (a)											
Natural gas (b)	(bcf)	96.73	86.67	95.23		355.69	352.84		1%	-2%	10%
Natural gas liquid	('000 bbl)	3,063	2,626	3,018		11,556	11,428		1%	-1%	15%
Total Petroleum Products (b)	(million boe)	30.74	27.68	30.47		116.00	115.62		0%	-1%	10%
<b>ALUMINIUM</b>											
Alumina	('000 tonnes)	1,072	1,085	1,144		4,460	4,187		7%	7%	5%
Aluminium (c)	('000 tonnes)	333	331	334		1,340	1,319		2%	0%	1%
<b>BASE METALS</b>											
Copper (d)	('000 tonnes)	292.6	357.6	342.1		1,250.1	1,168.5		7%	17%	-4%
Lead	(tonnes)	55,507	62,974	62,409		210,814	266,321		-21%	12%	-1%
Zinc	(tonnes)	27,564	35,760	39,148		118,695	109,058		9%	42%	9%
Gold (d)	(ounces)	51,203	43,904	52,443		176,071	187,384		-6%	2%	19%
Silver (d)	('000 ounces)	9,474	11,025	11,625		36,565	45,884		-20%	23%	5%
Uranium oxide concentrate	(tonnes)	865	883	988		3,486	3,936		-11%	14%	12%
Molybdenum	(tonnes)	538	288	493		2,268	2,515		-10%	-8%	71%
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>											
Diamonds	('000 carats)	583	889	911		3,224	2,561		26%	56%	2%
<b>STAINLESS STEEL MATERIALS</b>											
Nickel	('000 tonnes)	41.6	45.8	47.7		186.3	174.9		7%	15%	4%
<b>IRON ORE</b>											
Iron ore (e)	('000 tonnes)	24,307	22,884	25,746		98,197	90,831		8%	6%	13%
<b>MANGANESE</b>											
Manganese ore		1,389	1,452	1,519		6,009	5,280		14%	9%	5%



	('000 tonnes)									
Manganese alloy	('000 tonnes)	153	176	164	662	568	17%	7%	-7%	
<b>METALLURGICAL COAL</b>										
Metallurgical coal	('000 tonnes)	9,224	9,084	11,132	38,429	35,643	8%	21%	23%	
<b>ENERGY COAL</b>										
Energy coal	('000 tonnes)	21,787	20,930	22,283	87,025	85,756	1%	2%	6%	
(a)	Excluding Green Canyon 18 and 60 fields and Typhoon / Boris. Green Canyon 18 and 60 fields was disposed with effect from 16 January 2006.									
	The sale of Typhoon / Boris was completed in the December 2006 quarter.									
(b)	Excluding Green Canyon 18 and 60 fields, Moranbah Coal Bed Methane and Typhoon/ Boris. The sale of Moranbah Coal Bed Methane was									
	completed in the September 2006 quarter.									
(c)	Excluding Valesul which was disposed with effect from 1 July 2006.									
(d)	Excluding Tintaya which was disposed with effect from 1 June 2006.									
(e)	Excluding Goldsworthy operations which were suspended mid calendar year 2006.									
Throughout this report figures in italics indicate that this figure has been adjusted since it was previously reported.										

<b>BHP BILLITON ATTRIBUTABLE PRODUCTION</b>				<b>QUARTER ENDED</b>					<b>YEAR ENDED</b>	
			BHP Billiton Interest	JUNE 2006	SEPT 2006	DEC 2006	MAR 2007	JUNE 2007	JUNE 2007	JUNE 2006
<b>PETROLEUM</b>										
Production				11,551	12,091	10,963	10,671	11,443	55,934	54,992

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	Crude oil & condensate	('000 bbl)								
	Natural gas	(bcf)	98.59	91.83	83.09	86.67	95.23		462.31	464.60
	NGL (a)	('000 bbl)	3,063	3,132	2,746	2,626	3,018		11,522	11,428
	Total Petroleum Products	(million boe)	31.04	30.52	27.52	27.68	30.47		116.19	117.36
<b>ALUMINIUM</b>										
ALUMINA										
Production ('000 tonnes)										
	Worsley	86%	694	704	776	708	768		2,956	2,763
	Suriname	45%	247	253	241	241	243		978	921
	Alumar	36%	131	121	136	136	133		526	503
	Total		1,072	1,078	1,153	1,085	1,144		4,460	4,187
<b>ALUMINIUM</b>										
Production ('000 tonnes)										
	Hillside	100%	177	177	176	174	177		704	700
	Bayside	100%	46	49	50	48	47		194	179
	Alumar	46.3%	44	44	45	44	44		177	178
	Valesul (b)	45.5%	11	-	-	-	-		-	43
	Mozal	47%	66	67	67	65	66		265	262
	Total		344	337	338	331	334		1,340	1,362
<b>BASE METALS (c)</b>										
COPPER										
Payable metal in concentrate ('000 tonnes)										
	Escondida	57.5%	165.2	129.7	160.6	178.1	170.5		638.9	671.0
	Antamina	33.8%	29.1	29.0	34.1	24.2	26.4		113.7	124.2
	Tintaya (d)	100%	12.9	-	-	-	-		-	64.5
	Total		207.2	158.7	194.7	202.3	196.9		752.6	859.7
Cathode ('000 tonnes)										
	Escondida	57.5%	11.7	17.5	32.7	38.2	37.7		126.1	66.7
	Cerro Colorado	100%	30.0	30.0	27.4	28.1	20.3		105.8	94.1
	Spence (e)	100%	-	-	4	33.5	37.7		75.5	-
	Tintaya (d)	100%	6.1	-	-	-	-		-	34.8

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	Pinto Valley	100%	2.0	1.9	1.9	1.9	1.9		7.6	8.2
	Olympic Dam	100%	54.6	41.6	39.7	53.6	47.6		182.5	204.3
	Total		104.4	91.0	106.0	155.3	145.2		497.5	408.1
<b>LEAD</b>										
Payable metal in concentrate (tonnes)										
	Cannington	100%	55,507	48,977	36,454	62,974	62,409		210,814	266,321
	Total		55,507	48,977	36,454	62,974	62,409		210,814	266,321
<b>ZINC</b>										
Payable metal in concentrate (tonnes)										
	Cannington	100%	14,926	10,426	8,806	15,095	11,355		45,682	68,779
	Antamina	33.8%	12,638	13,585	10,970	20,665	27,793		73,013	40,279
	Total		27,564	24,011	19,776	35,760	39,148		118,695	109,058
	Refer footnotes on page 4.									
<b>BASE METALS (continued)</b>										
<b>GOLD</b>										
Payable metal in concentrate (ounces)										
	Escondida	57.5%	23,567	17,049	22,365	21,243	23,754		84,411	79,838
	Tintaya (d)	100%	4,958	-	-	-	-		-	29,238
	Olympic Dam (refined gold)	100%	27,636	24,111	16,199	22,661	28,689		91,660	107,546
	Total		56,161	41,160	38,564	43,904	52,443		176,071	216,622
<b>SILVER</b>										
Payable metal in concentrate ('000 ounces)										
	Escondida	57.5%	925	724	880	920	990		3,514	3,379
	Antamina	33.8%	808	713	736	749	934		3,132	3,174
	Tintaya (d)	100%	119	-	-	-	-		-	592

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	Cannington	100%	7,503	5,714	4,805	9,160	9,426		29,105	38,447
	Olympic Dam (refined silver)	100%	238	198	145	196	275		814	884
	Total		9,593	7,349	6,566	11,025	11,625		36,565	46,476
<b>URANIUM OXIDE CONCENTRATE</b>										
Payable metal in concentrate (tonnes)										
	Olympic Dam	100%	865	793	822	883	988		3,486	3,936
	Total		865	793	822	883	988		3,486	3,936
<b>MOLYBDENUM</b>										
Payable metal in concentrate (tonnes)										
	Antamina	33.8%	538	719	768	288	493		2,268	2,515
	Total		538	719	768	288	493		2,268	2,515
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>										
<b>DIAMONDS</b>										
Production ('000 carats)										
	Ekati™	80%	583	487	937	889	911		3,224	2,561
<b>FERTILISER</b>										
Production ('000 tonnes)										
	Southern Cross Fertiliser Operations (f)	100%	141.3	84.3	-	-	-		84.3	861.3
<b>STAINLESS STEEL MATERIALS</b>										
<b>NICKEL</b>										
Production ('000 tonnes)										
	CMSA	99.8%	12.8	12.7	12.8	12.8	12.7		51.0	51.5
	Yabulu	100%	4.3	7.3	7.5	8.0	9.3		32.1	23.3
	Nickel West	100%	24.5	24.5	28.0	25.0	25.7		103.2	100.1
	Total		41.6	44.5	48.3	45.8	47.7		186.3	174.9

	Refer footnotes on page 4.									
<b>IRON ORE</b>										
<b>IRON ORE (g)</b>										
<b>Production ('000 tonnes)</b>										
	Mt Newman Joint Venture	85%	6,490	7,394	7,536	6,711	7,665		29,306	24,774
	Goldsworthy Joint Venture	85%	1,808	806	84	142	195		1,227	6,241
	Area C Joint Venture	85%	5,401	4,821	5,334	4,853	5,078		20,086	17,988
	Yandi Joint Venture	85%	8,854	8,504	9,106	8,277	9,661		35,548	34,196
	Jimblebar	85%	1,607	1,490	1,449	1,177	1,341		5,457	6,370
	Samarco	50%	1,955	1,988	1,945	1,866	2,001		7,800	7,503
	<b>Total</b>		<b>26,115</b>	<b>25,003</b>	<b>25,454</b>	<b>23,026</b>	<b>25,941</b>		<b>99,424</b>	<b>97,072</b>
<b>MANGANESE</b>										
<b>MANGANESE ORES</b>										
<b>Saleable production ('000 tonnes)</b>										
	South Africa (h)	60%	673	644	663	632	631		2,570	2,300
	Australia (h)	60%	716	865	866	820	888		3,439	2,980
	<b>Total</b>		<b>1,389</b>	<b>1,509</b>	<b>1,529</b>	<b>1,452</b>	<b>1,519</b>		<b>6,009</b>	<b>5,280</b>
<b>MANGANESE ALLOYS</b>										
<b>Saleable production ('000 tonnes)</b>										
	South Africa (h)	60%	109	91	105	112	115		423	350
	Australia (h)	60%	44	60	66	64	49		239	218
	<b>Total</b>		<b>153</b>	<b>151</b>	<b>171</b>	<b>176</b>	<b>164</b>		<b>662</b>	<b>568</b>
<b>METALLURGICAL COAL</b>										
<b>METALLURGICAL COAL (i)</b>										
<b>Production ('000 tonnes)</b>										
	BMA	50%	6,474	6,657	6,106	6,478	7,442		26,683	25,580

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	BHP Mitsui Coal (j)	80%	850	873	873	1,067	2,047		4,860	3,049
	Illawarra	100%	1,900	1,717	1,987	1,539	1,643		6,886	7,014
	Total		9,224	9,247	8,966	9,084	11,132		38,429	35,643
<b>ENERGY COAL</b>										
Production ('000 tonnes)										
	South Africa	100%	12,854	13,151	13,032	12,863	12,596		51,642	51,948
	USA	100%	3,891	3,467	3,871	3,106	4,636		15,080	15,346
	Australia	100%	2,636	2,766	2,790	2,731	2,610		10,897	9,146
	Colombia	33%	2,406	2,398	2,337	2,230	2,441		9,406	9,316
	Total		21,787	21,782	22,030	20,930	22,283		87,025	85,756
(a)	LPG and Ethane are now reported as Natural Gas Liquid (NGL), consistent with petroleum industry practice. Product-specific conversions will be made and NGL will be reported in barrels of oil equivalent (boe).									
(b)	BHP Billiton completed the sale of Valesul on 1 July 2006.									
(c)	Metal production is reported on the basis of payable metal.									
(d)	BHP Billiton sold Tintaya effective from 1 June 2006.									
(e)	Spence operations were commissioned during the December 2006 quarter.									
(f)	BHP Billiton completed the sale of Southern Cross Fertiliser operations on 1 August 2006.									
(g)	Iron ore production is reported on a wet tonnes basis.									
(h)	Shown on 100% basis. BHP Billiton interest in saleable production is 60%.									
(i)	Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.									
(j)	Shown on 100% basis. BHP Billiton interest in saleable production is 80%.									
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED					YEAR ENDED		
			JUNE	SEPT	DEC	MAR	JUNE		JUNE	JUNE
			2006	2006	2006	2007	2007		2007	2006
<b>PETROLEUM</b>										
BHP Billiton attributable production unless otherwise stated.										
<b>CRUDE OIL &amp; CONDENSATE</b> ( '000 barrels)										
	Bass Strait		3,964	3,847	3,311	3,144	3,929		14,231	14,682
	Minerva		20	23	21	24	19		87	98
			1,091	1,350	1,410	1,365	1,207		5,332	5,129

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	North West Shelf - condensate									
	North West Shelf - Wanaea/Cossack		1,111	1,634	1,325	1,167	1,308		5,434	3,990
	Griffin		296	323	312	174	221		1,030	1,280
	Pakistan		60	61	62	65	60		248	222
	Typhoon/Boris (a)		-	-	-	-	-		-	329
	Mad Dog		698	528	549	613	925		2,615	2,291
	Other Americas (b)		68	78	81	62	59		280	420
	Angostura		1,191	1,174	618	899	974		3,665	4,287
	Liverpool Bay		1,199	931	1,280	874	847		3,932	4,798
	Bruce/Keith		182	178	202	179	165		724	901
	Ohanet		426	357	472	425	369		1,623	1,651
	ROD		1,245	1,607	1,320	1,680	1,360		5,967	5,795
	Total		11,551	12,091	10,963	10,671	11,443		55,934	54,992
NATURAL GAS (billion cubic feet)										
	Bass Strait		34.43	33.54	20.53	22.73	37.70		114.50	109.74
	Minerva		6.36	7.73	6.90	8.06	6.46		29.15	30.58
	North West Shelf - Domestic		4.63	3.54	3.89	4.86	4.54		16.83	15.96
	North West Shelf - LNG		22.70	21.68	23.59	22.24	21.15		88.66	88.20
	Griffin		0.19	0.49	0.45	0.19	0.25		1.38	1.28
	Moranbah Coal Bed Methane (c)		1.86	1.12	-	-	-		1.12	6.99
	Illawarra Coal Bed Methane		1.35	1.50	0.95	1.58	1.76		5.79	5.57
	Pakistan		9.02	9.14	9.34	10.11	8.80		37.39	33.26
	Typhoon/Boris (a)		-	-	-	-	-		-	0.47
	Mad Dog		0.25	0.17	0.16	0.14	0.22		0.69	0.56
	Other Americas (b)		2.34	2.55	2.27	1.58	1.64		8.04	7.01
	Bruce/Keith		5.40	4.21	5.42	5.05	3.88		18.56	24.01
	Liverpool Bay		10.06	6.16	9.59	10.13	8.83		34.71	36.81
	Total		98.59	91.83	83.09	86.67	95.23		462.31	464.60
NGL ('000 barrels) (d)										
	Bass Strait		2,254	2,224	1,726	1,643	2,163		7,756	7,740
	North West Shelf		349	444	441	435	369		1,689	1,684

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	Bruce/Keith		59	145	143	151	124		563	488
	Ohanet		401	319	436	397	362		1,514	1,516
	Total		3,063	3,132	2,746	2,626	3,018		11,522	11,428
TOTAL PETROLEUM PRODUCTS			31.04	30.52	27.52	27.68	30.47		116.19	117.36
(million barrels of oil equivalent) (e)										
(a)	BHP Billiton sold its interests in Typhoon / Boris, including the Little Burn field with effect from 1 July 2006. The sale was completed									
	on 6 October 2006.									
(b)	BHP Billiton sold its interests in the Green Canyon 18 and 60 fields with effect from 16 January 2006.									
(c)	BHP Billiton completed the sale of its interest in Moranbah Coal Bed Methane in September 2006 quarter.									
(d)	LPG and Ethane are now reported as Natural Gas Liquid (NGL), consistent with petroleum industry practice. Product-specific									
	conversions will be made and NGL will be reported in barrels of oil equivalent (boe).									
(e)	Total barrels of oil equivalent (boe) conversions are based on 6000scf of natural gas equals 1 boe.									

PRODUCTION AND SHIPMENT REPORT										
		QUARTER ENDED					YEAR ENDED			
		JUNE	SEPT	DEC	MAR	JUNE	JUNE	JUNE	JUNE	
		2006	2006	2006	2007	2007	2007	2007	2006	
<b>ALUMINIUM</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<b>ALUMINA</b>										
	Production									
	Worsley, Australia	694	704	776	708	768		2,956	2,763	
	Paranam, Suriname	247	253	241	241	243		978	921	
	Alumar, Brazil	131	121	136	136	133		526	503	
	Total	1,072	1,078	1,153	1,085	1,144		4,460	4,187	
	Sales									



	Worsley, Australia		672	666	820	659	794		2,939	2,675	
	Paranam, Suriname		244	236	243	225	253		957	909	
	Alumar, Brazil		147	108	137	120	164		529	505	
	Total (a)		1,063	1,010	1,200	1,004	1,211		4,425	4,089	
<b>ALUMINIUM</b>											
	Production										
	Hillside, South Africa		177	177	176	174	177		704	700	
	Bayside, South Africa		46	49	50	48	47		194	179	
	Alumar, Brazil		44	44	45	44	44		177	178	
	Valesul, Brazil (b)		11	-	-	-	-		-	43	
	Mozal, Mozambique		66	67	67	65	66		265	262	
	Total		344	337	338	331	334		1,340	1,362	
	Sales										
	Hillside, South Africa		186	170	173	162	188		693	691	
	Bayside, South Africa		48	44	47	46	57		194	165	
	Alumar, Brazil		44	44	42	38	47		171	178	
	Valesul, Brazil (b)		11	-	-	-	-		-	44	
	Mozal, Mozambique		68	60	66	64	70		260	259	
	Total		357	318	328	310	362		1,318	1,337	
	Tolling Agreement (a)		38	24	20	33	32		109	105	
			395	342	348	343	394		1,427	1,442	
	(a)	Equity Alumina is converted into Aluminium under a third party tolling agreement. These tonnages are allocated to equity sales.									
	(b)	BHP Billiton completed the sale of Valesul with effect 1 July 2006.									
<b>PRODUCTION AND SHIPMENT REPORT</b>											
			QUARTER ENDED						YEAR ENDED		
			JUNE	SEPT	DEC	MAR	JUNE		JUNE	JUNE	
			2006	2006	2006	2007	2007		2007	2006	
<b>BASE METALS</b>											
BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated.											

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<u>Escondida, Chile</u>									
	Material mined (100%)	('000 tonnes)	94,429	59,601	93,770	85,654	88,409	327,434	368,284
	Sulphide ore milled (100%)	('000 tonnes)	21,473	18,257	22,585	23,450	23,064	87,356	87,732
	Average copper grade	(%)	1.63%	1.55%	1.55%	1.62%	1.58%	1.58%	1.61%
	Production ex Mill (100%)	('000 tonnes)	295.9	234.0	289.4	319.1	306.0	1,148.5	1,207.1
	Production								
	Payable copper	('000 tonnes)	165.2	129.7	160.6	178.1	170.5	638.9	671.0
	Payable gold concentrate	(fine ounces)	23,567	17,049	22,365	21,243	23,754	84,411	79,838
	Copper cathode (EW)	('000 tonnes)	11.7	17.5	32.7	38.2	37.7	126.1	66.7
	Payable silver concentrate	('000 ounces)	925	724	880	920	990	3,514	3,379
	Sales								
	Payable copper	('000 tonnes)	158.6	133.8	167.9	149.4	199.0	650.1	673.1
	Payable gold concentrate	(fine ounces)	22,627	17,778	23,089	17,966	27,623	86,456	80,225
	Copper cathode (EW)	('000 tonnes)	11.5	14.2	27.3	36.0	43.0	120.5	66.9
	Payable silver concentrate	('000 ounces)	891	752	909	785	1,153	3,599	3,388
<u>Tintaya, Peru (a)</u>									
	Material mined	('000 tonnes)	11,539	-	-	-	-	-	61,834
	Sulphide Ore milled	('000 tonnes)	1,123	-	-	-	-	-	5,926
	Average copper grade	(%)	1.33%	-	-	-	-	-	1.29%
	Production								
	Payable copper	('000 tonnes)	12.9	-	-	-	-	-	64.5
			4,958	-	-	-	-	-	29,238

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	Payable gold concentrate	(fine ounces)								
	Copper cathode (EW)	('000 tonnes)	6.1	-	-	-	-	-	-	34.8
	Payable silver concentrate	('000 ounces)	119	-	-	-	-	-	-	592
	Sales									
	Payable copper	('000 tonnes)	12.0	-	-	-	-	-	-	63.5
	Payable gold concentrate	(fine ounces)	5,079	-	-	-	-	-	-	28,254
	Copper cathode (EW)	('000 tonnes)	7.1	-	-	-	-	-	-	35.5
	Payable silver concentrate	('000 ounces)	109	-	-	-	-	-	-	604
	(a) BHP Billiton sold Tintaya with effect from 1 June 2006.									
	<u>Cerro Colorado, Chile</u>									
	Material mined	('000 tonnes)	18,258	16,334	18,858	15,429	13,984		64,605	69,987
	Ore milled	('000 tonnes)	4,490	4,508	4,578	4,398	4,365		17,849	16,448
	Average copper grade	(%)	0.83%	0.80%	0.81%	0.90%	0.79%		0.82%	0.87%
	Production									
	Copper cathode (EW)	('000 tonnes)	30.0	30.0	27.4	28.1	20.3		105.8	94.1
	Sales									
	Copper cathode (EW)	('000 tonnes)	34.5	27.9	28.3	27.9	24.1		108.2	93.6
	<u>Spence, Chile (a)</u>									
	Material mined	('000 tonnes)	-	-	20,329	19,684	20,275		60,288	-
	Ore milled	('000 tonnes)	-	-	3,510	4,282	3,718		11,510	-
	Average copper grade	(%)	-	-	1.76%	2.00%	1.80%		1.86%	-
	Production									

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	Copper cathode (EW)	('000 tonnes)	-	-	4.3	33.5	37.7	75.5	-
	Sales								
	Copper cathode (EW)	('000 tonnes)	-	-	1.3	28.0	40.4	69.7	-
(a)	Spence operations were commissioned during the December 2006 quarter.								
<u>Antamina, Peru</u>									
	Material mined (100%)	('000 tonnes)	29,740	29,917	28,317	24,428	29,034	111,696	124,159
	Sulphide ore milled (100%)	('000 tonnes)	7,196	7,581	7,930	7,841	8,033	31,385	30,461
	Average head grades								
	- Copper	(%)	1.45%	1.22%	1.41%	1.10%	1.17%	1.24%	1.40%
	- Zinc	(%)	0.88%	0.87%	0.65%	1.25%	1.46%	1.07%	0.75%
	Production								
	Payable copper	('000 tonnes)	29.1	29.0	34.1	24.2	26.4	113.7	124.2
	Payable zinc	(tonnes)	12,638	13,585	10,970	20,665	27,793	73,013	40,279
	Payable silver	('000 ounces)	808	713	736	749	934	3,132	3,174
	Payable molybdenum	(tonnes)	538	719	768	288	493	2,268	2,515
	Sales								
	Payable copper	('000 tonnes)	25.6	33.9	35.3	25.0	20.7	114.9	122.3
	Payable zinc	(tonnes)	7,638	14,224	13,853	15,479	31,914	75,470	38,369
	Payable silver	('000 ounces)	505	713	623	707	645	2,688	2,737
	Payable molybdenum	(tonnes)	627	719	808	591	480	2,598	2,613
<u>Cannington, Australia</u>									
	Material mined	('000 tonnes)	496	428	506	732	717	2,383	3,092
	Ore milled	('000 tonnes)	589	478	478	704	688	2,348	3,020

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	Average head grades								
	- Silver	(g/t)	462	423	360	477	493	304	345
	- Lead	(%)	10.9%	11.6%	8.8%	10.5%	10.3%	10.3%	10.3%
	- Zinc	(%)	4.1%	3.6%	3.1%	3.6%	3.0%	3.3%	3.7%
	Production								
	Payable silver	('000 ounces)	7,503	5,714	4,805	9,160	9,426	29,105	38,447
	Payable lead	(tonnes)	55,507	48,977	36,454	62,974	62,409	210,814	266,321
	Payable zinc	(tonnes)	14,926	10,426	8,806	15,095	11,355	45,682	68,779
	Sales								
	Payable silver	('000 ounces)	8,516	5,010	6,637	8,331	10,352	30,330	38,627
	Payable lead	(tonnes)	62,787	39,694	51,521	56,726	66,411	214,352	265,315
	Payable zinc	(tonnes)	20,121	6,346	12,315	11,585	14,888	45,134	65,119
	<u>Olympic Dam, Australia</u>								
	Material mined (a)	('000 tonnes)	2,002	2,178	2,030	2,103	2,255	8,566	8,219
	Ore milled	('000 tonnes)	2,517	2,043	2,182	2,117	2,272	8,614	9,635
	Average copper grade	(%)	2.10%	2.10%	2.21%	1.96%	1.93%	2.06%	2.19%
	Average uranium grade	kg/t	0.55	0.57	0.58	0.59	0.58	0.58	0.61
	Production								
	Copper cathode (ER)	('000 tonnes)	50.5	38.4	35.4	50.2	44.1	168.1	186.4
	Copper cathode (EW)	('000 tonnes)	4.1	3.2	4.3	3.4	3.5	14.4	17.9
	Uranium oxide concentrate	(tonnes)	865	793	822	883	988	3,486	3,936
	Refined gold	(fine ounces)	27,636	24,111	16,199	22,661	28,689	91,660	107,546
	Refined silver	('000 ounces)	238	198	145	196	275	814	884

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	Sales									
	Copper cathode (ER)	('000 tonnes)	49.0	41.6	33.7	51.6	45.2		172.1	185.5
	Copper cathode (EW)	('000 tonnes)	4.1	3.5	2.7	4.6	4.4		15.2	19.3
	Uranium oxide concentrate	(tonnes)	1,183	620	1,009	1,043	646		3,318	4,341
	Refined gold	(fine ounces)	27,375	23,233	18,404	22,983	27,589		92,209	102,236
	Refined silver	('000 ounces)	320	188	157	183	294		822	896
	(a)	Material mined refers to run of mine ore mined and hoisted.								
<b>Pinto Valley, USA</b>										
	Production									
	Copper cathode (EW)	('000 tonnes)	2.0	1.9	1.9	1.9	1.9		7.6	8.2
	Sales									
	Copper cathode (EW)	('000 tonnes)	2.2	1.6	1.6	1.5	2.5		7.2	8.6

<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED					YEAR ENDED		
			JUNE	SEPT	DEC	MAR	JUNE	JUNE	JUNE	
			2006	2006	2006	2007	2007	2007	2006	
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
<b>DIAMONDS</b>										
<b>Ekati™, Canada</b>										
	Ore Processed (100%)	('000 tonnes)	1,181	1,199	1,100	1,046	1,194		4,539	4,296
	Production	('000 carats)	583	487	937	889	911		3,224	2,561

FERTILISER										
Southern Cross Fertiliser Operations, Australia (a)										
	Production (b)	('000 tonnes)	141.3	84.3	-	-	-	-	84.3	861.3
	Sales (b)	('000 tonnes)	304.4	41.6	-	-	-	-	41.6	901.5
	(a)	BHP Billiton completed the sale of Southern Cross Fertiliser operations on 1 August 2006.								
	(b)	Includes diammonium phosphate and monoammonium phosphate.								

PRODUCTION AND SHIPMENT REPORT										
QUARTER ENDED										
YEAR ENDED										
JUNE SEPT DEC MAR JUNE JUNE JUNE										
2006 2006 2006 2007 2007 2007 2006										
STAINLESS STEEL MATERIALS										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
NICKEL										
CMSA, Colombia										
	Production		12.8	12.7	12.8	12.8	12.7		51.0	51.5
	Sales		13.6	11.7	14.4	12.4	12.5		51.0	51.3
Yabulu, Australia										
	Production									
	Nickel metal		4.3	7.3	7.5	8.0	9.3		32.1	23.3
	Cobalt		0.2	0.3	0.5	0.4	0.5		1.7	1.0
	Sales									
	Nickel metal		4.9	6.0	7.2	7.1	9.6		29.9	24.7
	Cobalt		0.3	0.4	0.4	0.4	0.5		1.7	1.4
Nickel West, Australia										
	Production									
			9.6	11.1	12.4	12.9	13.2		49.6	38.4

	Nickel contained in finished matte											
	Nickel metal		14.9	13.4	15.6	12.1	12.5		53.6	61.7		
	Nickel production (a)		24.5	24.5	28.0	25.0	25.7		103.2	100.1		
	Sales											
	Nickel contained in finished matte		7.9	9.3	13.5	9.9	15.1		47.8	38.6		
	Nickel metal (b)		15.8	12.9	14.3	14.2	11.5		52.9	62.3		
	Nickel sales (a)		23.7	22.2	27.8	24.1	26.6		100.7	100.9		
(a)	In addition to the production and sales reported above, Nickel West also produced and sold 0.9 kt nickel in concentrate during the											
	year ended June 2007 (1.2 kt in June 2006).											
<b>PRODUCTION AND SHIPMENT REPORT</b>												
			QUARTER ENDED						YEAR ENDED			
			JUNE	SEPT	DEC	MAR	JUNE		JUNE	JUNE		
			2006	2006	2006	2007	2007		2007	2006		
<b>IRON ORE</b>												
BHP Billiton attributable production and sales unless otherwise stated.												
('000 tonnes)												
<b>IRON ORE (a)</b>												
<u>Pilbara, Australia</u>												
	Production											
	Mt Newman Joint Venture		6,490	7,394	7,536	6,711	7,665		29,306	24,774		
	Goldsworthy Joint Venture		1,808	806	84	142	195		1,227	6,241		
	Area C Joint Venture		5,401	4,821	5,334	4,853	5,078		20,086	17,988		
	Yandi Joint Venture		8,854	8,504	9,106	8,277	9,661		35,548	34,196		
	Jimblebar		1,607	1,490	1,449	1,177	1,341		5,457	6,370		
	Total (BHP Billiton share)		24,160	23,015	23,509	21,160	23,940		91,624	89,569		
	Total production (100%)		28,423	27,076	27,658	24,896	28,165		107,795	105,375		
	Sales											



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	Lump		6,092	6,429	5,856	5,193	5,753		23,231	23,842
	Fines		18,481	16,222	18,499	15,454	17,458		67,633	66,222
	Total (BHP Billiton share)		24,573	22,651	24,355	20,647	23,211		90,864	90,064
	Total sales (100%)		28,909	26,648	28,653	24,290	27,307		106,898	105,667
	(a)	Iron ore production and shipments are reported on a wet tonnes basis.								
<u>Samarco, Brazil</u>										
	Production		1,955	1,988	1,945	1,866	2,001		7,800	7,503
	Shipments		2,022	1,872	2,357	1,684	2,159		8,072	7,609

PRODUCTION AND SHIPMENT REPORT										
QUARTER ENDED										
YEAR ENDED										
JUNE										
SEPT										
DEC										
MAR										
JUNE										
JUNE										
2006										
2006										
2006										
2007										
2007										
2007										
2006										
<b>MANGANESE</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<b>MANGANESE ORE</b>										
<u>South Africa</u>										
	Saleable production (a)		673	644	663	632	631		2,570	2,300
<u>Australia</u>										
	Saleable production (a)		716	865	866	820	888		3,439	2,980
<b>MANGANESE ALLOY</b>										
<u>South Africa</u>										
	Saleable production (a)		109	91	105	112	115		423	350
<u>Australia</u>										
	Saleable production (a)		44	60	66	64	49		239	218
	(a)	Shown on 100% basis. BHP Billiton interest in saleable production is 60%.								

PRODUCTION AND SHIPMENT REPORT		QUARTER ENDED					YEAR ENDED	
		JUNE 2006	SEPT 2006	DEC 2006	MAR 2007	JUNE 2007	JUNE 2007	JUNE 2006
<b>METALLURGICAL COAL</b>								
BHP Billiton attributable production and sales unless otherwise stated.								
('000 tonnes)								
<b>METALLURGICAL COAL (a)</b>								
<u>Queensland, Australia</u>								
	Production							
	<u>BMA</u>							
	Blackwater	1,449	1,536	1,388	1,484	1,730	6,138	6,018
	Goonyella	1,986	1,892	1,296	1,896	2,268	7,352	7,267
	Peak Downs	858	1,202	1,161	1,076	1,045	4,484	4,389
	Saraji	794	682	893	883	939	3,397	2,634
	Norwich Park	675	631	677	745	797	2,850	2,662
	Gregory Joint Venture	712	714	691	394	663	2,462	2,610
	<b>BMA total</b>	<b>6,474</b>	<b>6,657</b>	<b>6,106</b>	<b>6,478</b>	<b>7,442</b>	<b>26,683</b>	<b>25,580</b>
	<u>BHP Mitsui Coal (b)</u>							
	South Walker Creek	850	873	782	785	982	3,422	3,049
	Poitrel (c)	-	-	91	282	1,065	1,438	-
	<b>BHP Mitsui Coal total</b>	<b>850</b>	<b>873</b>	<b>873</b>	<b>1,067</b>	<b>2,047</b>	<b>4,860</b>	<b>3,049</b>
	<u>Queensland total</u>	<u>7,324</u>	<u>7,530</u>	<u>6,979</u>	<u>7,545</u>	<u>9,489</u>	<u>31,543</u>	<u>28,629</u>
	Shipments							
	Coking coal	5,798	5,190	5,040	5,368	5,684	21,282	20,686
	Weak coking coal	1,444	1,600	1,749	1,710	1,804	6,863	5,359
	Thermal coal	581	344	502	419	854	2,119	2,045
	<b>Total</b>	<b>7,823</b>	<b>7,134</b>	<b>7,291</b>	<b>7,497</b>	<b>8,343</b>	<b>30,265</b>	<b>28,090</b>
	(a)	Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.						

(b)	Shown on 100% basis. BHP Billiton interest in saleable production is 80%.									
(c)	Poitrel was commissioned during the December 2006 quarter.									
<u>Illawarra, Australia</u>										
Production			1,900	1,717	1,987	1,539	1,643		6,886	7,014
Shipments										
Coking coal			1,292	1,366	1,583	1,624	1,724		6,297	5,447
Thermal coal			136	188	280	175	288		931	935
Total			1,428	1,554	1,863	1,799	2,012		7,228	6,382

PRODUCTION AND SHIPMENT REPORT			QUARTER ENDED					YEAR ENDED		
			JUNE	SEPT	DEC	MAR	JUNE	JUNE	JUNE	
			2006	2006	2006	2007	2007	2007	2006	
<b>ENERGY COAL</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<u>South Africa</u>										
Production			12,854	13,151	13,032	12,863	12,596		51,642	51,948
Sales										
Export			4,271	5,168	5,211	5,068	5,218		20,665	21,638
Local utility			7,365	7,552	7,413	7,874	7,416		30,255	29,956
Inland			253	255	227	259	310		1,051	1,033
Total			11,889	12,975	12,851	13,201	12,944		51,971	52,627
<u>New Mexico, USA</u>										
Production										
Navajo Coal			1,471	1,778	2,104	1,971	2,321		8,174	8,266
San Juan Coal			2,420	1,689	1,767	1,135	2,315		6,906	7,080
Total			3,891	3,467	3,871	3,106	4,636		15,080	15,346
Sales - local utility			3,556	3,822	3,616	3,400	3,185		14,023	14,506
<u>Hunter Valley, Australia</u>										

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	Production		2,636	2,766	2,790	2,731	2,610		10,897	9,146
	Sales									
	Export		1,048	1,245	1,858	1,479	1,934		6,516	5,197
	Inland		1,475	1,031	1,005	1,168	909		4,113	3,894
	Total		2,523	2,276	2,863	2,647	2,843		10,629	9,091
<b>Cerrejon Coal, Colombia</b>										
	Production		2,406	2,398	2,337	2,230	2,441		9,406	9,316
	Sales - export		2,387	2,336	2,323	2,446	2,401		9,506	8,760

Further information on BHP Billiton can be found on our Internet site: [www.bhpbilliton.com](http://www.bhpbilliton.com)

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**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 Limited and BHP Billiton Plc

Date: 24 July 2007

By: Jane McAloon

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Name: Jane McAloon  
Title: Group Company Secretary