

**Company Secretariat** 

16 November 2010

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cc: New York Stock Exchange JSE Limited

## For announcement to the market

Please find attached the results of the business conducted at the meetings of shareholders of BHP Billiton Limited ("Limited") held in Perth, Australia on 16 November 2010 and BHP Billiton Plc ("Plc") held in London, United Kingdom on 21 October 2010.

As required by the Dual Listed Companies Structure, a poll was conducted on each of the proposed resolutions. Each resolution is a Joint Electorate Action. The poll results for BHP Billiton Limited and BHP Billiton Plc are attached.

The final proxy position for each company (excluding the proxy votes carried from one meeting to the other meeting by the Special Voting Shares) is detailed in Appendix 1. The additional information required in respect of BHP Billiton Plc by the United Kingdom's Companies Act 2006 (as amended by The Companies (Shareholders' Rights) Regulations 2009) is provided in Appendix 2.

A copy of the resolutions passed at the closure of the poll today has been submitted to the National Storage Mechanism and will shortly be available for inspection at: Hemscott.com/nsm.do

Jane McAloon Group Company Secretary

## The poll results for BHP Billiton Limited and BHP Billiton PIc as follows:

	Business	Votes For	<u>Votes</u>	<u>Votes</u>	<u>Result</u>
1	To receive the 2010 Financial Statements and Reports for BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	2,853,384,210	<u>Against</u> 21,899,359	<u>Abstained</u> 145,636,981	CARRIED
2	To re-elect Dr John Buchanan as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	3,010,682,697	5,209,946	5,144,995	CARRIED
3	To re-elect Mr David Crawford as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	2,967,628,710	48,249,884	5,151,522	CARRIED
4	To re-elect Mr Keith Rumble as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	3,011,842,332	4,011,384	5,176,737	CARRIED
5	To re-elect Dr John Schubert as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	3,003,515,989	12,257,652	5,258,186	CARRIED
6	To re-elect Mr Jacques Nasser as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	2,993,958,435	21,764,237	5,275,301	CARRIED
7	To elect Mr Malcolm Broomhead as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	3,010,818,207	4,807,437	5,404,050	CARRIED
8	To elect Ms Carolyn Hewson as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)	3,008,197,407	7,416,453	5,382,479	CARRIED
9	To reappoint KPMG Audit Plc as the auditor of BHP Billiton Plc (an ordinary resolution)	3,004,084,423	8,458,296	8,472,024	CARRIED
10	To renew the general authority to issue shares in BHP Billiton Plc (an ordinary resolution)	2,829,347,185	182,792,725	8,926,898	CARRIED

11	To approve the authority to issue shares in BHP Billiton Plc for cash (a special resolution)	2,935,191,846	77,233,384	8,592,649	CARRIED
12	To approve the repurchase of shares in BHP Billiton Plc (a special resolution)	2,998,263,091	14,314,497	8,440,924	CARRIED
13	To approve the 2010 Remuneration Report (a non-binding ordinary resolution)	2,917,996,260	91,390,012	11,488,575	CARRIED
14	To approve amendments to the Long Term Incentive Plan (an ordinary resolution)	2,932,964,474	67,776,286	20,211,417	CARRIED
15	To approve the grant of awards to Mr Marius Kloppers under the GIS and the LTIP (an ordinary resolution)	2,909,902,724	98,375,523	12,683,424	CARRIED
16	To approve amendments to the Constitution of BHP Billiton Limited (a special resolution)	3,000,792,385	8,738,011	11,477,212	CARRIED
17	To approve amendments to the Articles of Association of BHP Billiton Plc (a special resolution)	3,001,079,986	8,547,277	11,384,687	CARRIED

## APPENDIX 1 BHP Billiton Limited & BHP Billiton Plc - Final Proxy Position

		Limited	Plc
1	To receive the 2010 Financial State (an ordinary resolution)	ments and Reports for BHP Billito	n Limited and BHP Billiton Plc
⇒	Total number of proxy votes exercisable by all proxies validly appointed	1,366,984,329	1,491,111,464
$\Rightarrow$	Total number of proxy votes in resp	ect of which the appointments spe	ecified that the proxy -
•	was to vote for the resolution	1,313,701,673	1,471,825,256
<b>♦</b>	was to vote against the resolution	2,770,619	19,127,521
•	was to abstain on the resolution	144,009,208	1,576,089
•	may vote at the proxy's discretion	50,512,037	158,687
2	To re-elect Dr John Buchanan as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)		
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,507,394,399	1,491,304,267
$\Rightarrow$	Total number of proxy votes in respect of which the appointments specified that the proxy -		
•	was to vote for the resolution	1,452,996,746	1,489,960,579
•	was to vote against the	3,990,856	1,185,476
	resolution	2 685 706	4 202 207
•	was to abstain on the resolution may vote at the proxy's	3,685,796 50,406,797	1,383,287 158,212
•	discretion	00,100,101	100,212
3	To re-elect Mr David Crawford as a ordinary resolution)	Director of BHP Billiton Limited a	nd BHP Billiton Plc (an
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,507,387,904	1,491,306,189
$\Rightarrow$	Total number of proxy votes in respect of which the appointments specified that the proxy -		
∕ ♦	was to vote for the resolution	1,436,751,428	1,463,201,726
٠	was to vote against the	20,173,344	27,946,323
•	resolution was to abstain on the resolution	3,691,181	1,381,365
<b>▼</b>	may vote at the proxy's	50,463,132	158,140
	discretion		

4 To re-elect Mr Keith Rumble as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)

$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,507,363,915	1,491,305,326
⇒ • • • 5	Total number of proxy votes in respect of was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion To re-elect Dr John Schubert as a Director	1,453,389,384 3,467,730 3,715,507 50,506,801	1,490,620,044 527,142 1,382,228 158,140
$\Rightarrow$	resolution) Total number of proxy votes exercisable by all proxies validly appointed	1,507,281,697	1,491,307,041
$\Rightarrow \\ \bullet \\ $	Total number of proxy votes in respect of was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	which the appointments specified that the 1,452,483,430 4,350,948 3,798,599 50,447,319	e proxy - 1,483,245,071 7,903,410 1,380,513 158,560
6	To re-elect Mr Jacques Nasser as a Direc ordinary resolution)	ctor of BHP Billiton Limited and BHP Billito	on Plc (an
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,507,205,047	1,491,308,922
⇒ * *	Total number of proxy votes in respect of was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	which the appointments specified that the 1,450,127,349 6,572,749 3,835,478 50,504,949	e proxy - 1,475,977,682 15,173,100 1,378,632 158,140
7	To elect Mr Malcolm Broomhead as a Dire ordinary resolution)	ector of BHP Billiton Limited and BHP Bill	liton Plc (an
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,507,163,512	1,491,304,499
⇒ * *	Total number of proxy votes in respect of was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	which the appointments specified that the 1,452,393,639 4,237,572 3,915,551 50,532,301	e proxy - 1,490,624,035 521,339 1,383,055 159,125

8	To elect Ms Carolyn Hewson as a Director of BHP Billiton Limited and BHP Billiton Plc (an ordinary resolution)			
⇒	Total number of proxy votes exercisable by all proxies validly appointed	1,507,099,070	1,491,320,243	
⇒ • •	Total number of proxy votes in respect of which t was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	he appointments specified that 1,450,022,638 6,700,855 3,939,826 50,375,577	the proxy - 1,490,649,716 511,587 1,367,311 158,940	
9	To reappoint KPMG Audit PIc as the auditor of B	HP Billiton Plc (an ordinary reso	olution)	
⇒	Total number of proxy votes exercisable by all proxies validly appointed	1,507,256,794	1,488,081,398	
⇒ • •	Total number of proxy votes in respect of which t was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	he appointments specified that 1,452,749,812 4,099,873 3,806,413 50,407,109	the proxy - 1,483,616,613 4,301,333 4,606,156 163,452	
10	To renew the general authority to issue shares in	BHP Billiton Plc (an ordinary re	esolution)	
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,504,034,305	1,490,888,960	
⇒ • •	Total number of proxy votes in respect of which t was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	he appointments specified that 1,421,057,662 32,407,003 7,081,683 50,569,640	the proxy - 1,340,433,637 150,291,771 1,797,878 163,552	
11	To approve the authority to issue shares in BHP Billiton Plc for cash (a special resolution)			
⇒	Total number of proxy votes exercisable by all proxies validly appointed	1,504,047,205	1,491,176,433	
$ \Rightarrow \\ \bullet \\ \bullet \\ \bullet \\ \bullet $	Total number of proxy votes in respect of which t was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	he appointments specified that 1,442,474,875 10,936,706 7,029,341 50,635,624	the proxy - 1,424,791,178 66,220,939 1,511,121 164,316	

12	To approve the repurchase of shares in BHP Billiton Plc (a special resolution)			
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,504,159,822	1,491,320,325	
⇒ • • •	Total number of proxy votes in respect of which the a was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion To approve the 2010 Remuneration Report (a non-bi	1,446,252,407 7,204,418 6,909,400 50,702,997	e proxy - 1,482,181,221 7,086,264 1,365,013 2,052,840	
⇒	Total number of proxy votes exercisable by all proxies validly appointed	1,502,443,845	1,489,977,151	
⇒ • •	Total number of proxy votes in respect of which the a was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	appointments specified that th 1,406,872,622 45,877,024 8,572,656 49,694,199	e proxy - 1,457,079,626 32,741,439 2,709,686 156,086	
14	To approve amendments to the Long Term Incentive Plan (an ordinary resolution)			
⇒	Total number of proxy votes exercisable by all proxies validly appointed	1,500,010,241	1,483,807,320	
⇒ ♦ ♦ ♦	Total number of proxy votes in respect of which the a was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	appointments specified that th 1,408,709,688 41,107,788 11,026,590 50,192,765	e proxy - 1,457,103,862 26,539,642 8,879,517 163,816	
15	To approve the grant of awards to Mr Marius Kloppe resolution)	rs under the GIS and the LTIF	P (an ordinary	
$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,502,653,334	1,488,821,459	
$\begin{array}{c} \Rightarrow \\ \bullet \\ \bullet \\ \bullet \\ \bullet \end{array}$	Total number of proxy votes in respect of which the a was to vote for the resolution was to vote against the resolution was to abstain on the resolution may vote at the proxy's discretion	appointments specified that th 1,382,766,263 70,677,905 8,393,030 49,209,166	e proxy - 1,473,844,793 14,820,235 3,865,379 156,431	

16 To approve amendments to the Constitution of BHP Billiton Limited (a special resolution)

$\Rightarrow$	Total number of proxy votes exercisable by all proxies validly appointed	1,504,023,667	1,488,377,903
⇒ • •	Total number of proxy votes in respect of which t was to vote for the resolution was to vote against the resolution was to abstain on the resolution	1,447,438,453 5,911,214 7,047,851	1,485,404,632 2,807,171 4,308,935
<ul> <li>17</li> <li>⇒</li> </ul>	may vote at the proxy's discretion To approve amendments to the Articles of Assoc Total number of proxy votes exercisable by all proxies validly appointed	50,674,000 siation of BHP Billiton Plc (a spec 1,504,024,786	166,100 ial resolution) 1,488,488,138
⇒ ♦ ♦	Total number of proxy votes in respect of which t was to vote for the resolution was to vote against the resolution was to abstain on the resolution	the appointments specified that th 1,447,511,759 5,722,031 7,056,981	ne proxy - 1,485,516,289 2,806,532 4,198,700

٠	may vote at the proxy's discretion	50,790,996	165,317
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## APPENDIX 2 Additional Information

For the purposes of section 341 of the United Kingdom's Companies Act 2006 (as amended by The Companies (Shareholders' Rights) Regulations 2009) and in respect of BHP Billiton Plc, the votes validly cast\* as a percentage of the company's total issued share capital (as at 6pm on 19 October 2010) are:

	Item of Business	<u>Votes cast</u> <u>%*</u>
1	Receipt of the Financial Statements and Reports for BHP Billiton Plc and BHP Billiton Limited	66.84
2	Re-election of Dr John Buchanan as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
3	Re-election of Mr David Crawford as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
4	Re-election of Mr Keith Rumble as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
5	Re-election of Dr John Schubert as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
6	Re-election of Mr Jacques Nasser as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
7	Election of Mr Malcolm Broomhead as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
8	Election of Ms Carolyn Hewson as a director of each of BHP Billiton Plc and BHP Billiton Limited	66.85
9	Re-appointment of KPMG Audit Plc as auditor of BHP Billiton Plc	66.71
10	Renewal of the general authority to issue shares in BHP Billiton Plc	66.83
11	Renewal of the right to issue shares in BHP Billiton Plc for cash	66.85
12	Approval of the repurchase of shares in BHP Billiton Plc	66.85
13	Approval of the Remuneration Report	66.79
14	Approval of the amendments to the Long Term Incentive Plan	66.51
15	Approval of the grant of awards to Mr Marius Kloppers under the Group Incentive Scheme and Long Term Incentive Scheme	66.74

- 16 Approval of the amendments to the Constitution of BHP Billiton 66.72 Limited
- 17 Approval of the amendments to the Memorandum and Articles of 66.72 Association of BHP Billiton PIc

\*This calculation does not include the votes cast at the BHP Billiton Limited Annual General Meeting which are added to the votes cast at the BHP Billiton Plc Annual General Meeting to give the final result in relation to each resolution. Final poll results for BHP Billiton Plc and BHP Billiton Limited can be found on pages 2 and 3 of this announcement.