

**Company Secretariat**

7 July 2015

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To: Australian Securities Exchange  
London Stock Exchange

cc: New York Stock Exchange  
JSE Limited

**Demerger of South32  
Remittance of proceeds to Selling Shareholders and Ineligible Overseas Shareholders**

|                         |                      |                             |
|-------------------------|----------------------|-----------------------------|
| <b>Name of entities</b> | BHP Billiton Limited | BHP Billiton Plc            |
|                         | ABN 49 004 028 077   | Registration Number 3196209 |

BHP Billiton advises that following completion of the demerger of South32, the sale of the South32 Shares attributable to Selling Shareholders (being Small Shareholders who elected to participate in the Sale Facility) and Ineligible Overseas Shareholders, as detailed in section 7.12 of the Shareholder Circular dated 16 March 2015, has been completed.

Goldman Sachs Australia Pty Limited was engaged as the Sale Agent.

The volume-weighted average price (VWAP) of the South32 Shares sold was A\$2.07358452.

The following table details the currency exchange rates applicable to the remittance of proceeds from the sale of the South32 Shares:

| <b>VWAP of South32 Shares sold A\$2.07358452</b> | <b>Exchange rate</b> | <b>Price of South32 Share sold in local currency</b> |
|--|----------------------|--|
| US cents   | 0.7705               | 159.769687   |
| British pence                                    | 0.4895               | 101.501962   |
| New Zealand cents                                | 1.1335               | 235.040805   |
| South African cents                              | 9.3500               | 1938.801526  |

Proceeds will be distributed to participating Small Shareholders and Ineligible Overseas Shareholders on 10 July 2015 in the currency elected in the Selling Shareholder's or Ineligible Overseas Shareholder's standing dividend currency election, or if an election was not made before the relevant Record Date, in the currency in which the Selling Shareholder is paid their BHP Billiton dividend.



**Rachel Agnew**  
Company Secretary