

Company Secretariat



19 November 2015

BHP Billiton Limited  
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To: Australian Securities Exchange  
London Stock Exchange

cc: New York Stock Exchange  
JSE Limited

### Retirement of Carlos Cordeiro as independent non-executive Director

Carlos Cordeiro will retire as an independent non-executive Director of BHP Billiton Limited and BHP Billiton Plc with effect as of today, 19 November 2015.

As part of a dual listed company structure, the Group voluntarily notifies all stock exchanges on which either BHP Billiton Plc or BHP Billiton Limited have primary or secondary listings, all those interests of directors of both entities in the securities of both entities (and changes to those interests) which are required to be disclosed under the Australian Securities Exchange (ASX) Listing Rules, the Listing Rules and Disclosure and Transparency Rules of the United Kingdom Listing Authority, the Australian Corporations Act, the United Kingdom Companies Acts and the Group's Securities Dealing document.

The information required to be made available under Section 430(2B) of the UK Companies Act 2006 in relation to Carlos Cordeiro's retirement is on the final page of this document. This information will also be made available on the BHP Billiton website.

### Final Notification of Interests of Directors and Connected Persons (Australian Securities Exchange Listing Rules Appendix 3Z)

|                         |                      |                  |
|-------------------------|----------------------|------------------|
| <b>Name of entities</b> | BHP Billiton Limited | BHP Billiton Plc |
|                         | ABN 49 004 028 077   | REG NO 3196209   |

We (the entities) advise the following information under ASX Listing Rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Australian Corporations Act and in accordance with the Group's Securities Dealing document.

|  |                  |
|--|------------------|
| <b>Name of director</b>                | Carlos Cordeiro  |
| <b>Date of last notice</b>             | 29 August 2005   |
| <b>Date of cessation as a director</b> | 19 November 2015 |

**Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

| <b>Name of holder and nature of interest</b> | <b>Number and class of securities</b> |
|--|---------------------------------------|
| N/A  | N/A                                   |

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

| <b>Name of holder &amp; nature of interest</b>  | <b>Number &amp; class of securities</b>                                 |
|---|---|
| Held by Goldman Sachs under a nominee arrangement of which Carlos Cordeiro is the beneficial holder | 3,275 ADSs (representing 6,550 ordinary shares) in BHP Billiton Limited |

**Part 3 – Director's interests in contracts**

|  |     |
|--|-----|
| <b>Detail of contract</b>                                    | Nil |
| <b>Nature of interest</b>                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>      | N/A |
| <b>No. and class of securities to which interest relates</b> | N/A |

**Part 4 – Director's interests in options or other rights granted by the entities**

|   |     |
|---|-----|
| <b>Date of grant</b>  | N/A |
| <b>Period during which or date on which exercisable</b>   | N/A |
| <b>Total amount paid (if any) for the grant</b>   | N/A |
| <b>Description of securities involved: class; number</b>  | N/A |
| <b>Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise</b> | N/A |
| <b>Total number of securities over which options or other rights held at the date of this notice</b>          | N/A |
| <b>Any additional information</b>   | N/A |

**Part 5 - Contact details**

|   |              |
|---|--------------|
| <b>Name of authorised officers responsible for making this notification on behalf of the entities</b> | Rachel Agnew |
|---|--------------|

|                        |              |                      |
|------------------------|--------------|----------------------|
| <b>Contact details</b> | Rachel Agnew | Tel: +61 3 9609 3730 |
|                        |              | Fax: +61 3 9611 1044 |

**BHP Billiton Limited ABN 49 004 028 077**  
Registered in Australia  
Registered Office: 171 Collins Street Melbourne Victoria 3000

**BHP Billiton Plc Registration number 3196209**  
Registered in England and Wales  
Registered Office: Neathouse Place, London SW1V 1LH United Kingdom

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

## **CARLOS CORDEIRO: SECTION 430 (2B) COMPANIES ACT 2006 STATEMENT**

BHP Billiton Limited and BHP Billiton Plc confirm that Mr Cordeiro retired as a non-executive Director of the Company with effect from 19 November 2015. The following information is provided in accordance with section 430 (2B) of the UK Companies Act 2006:

The Company's Remuneration Report for the financial year ending 30 June 2016 will include the remuneration earned by Mr Cordeiro during his appointment as a non-executive Director for the financial year ending 30 June 2016.

Mr Cordeiro has not and will not receive any remuneration payments upon ceasing to be a Director of the Company other than the Company's normal fees for an independent non-executive Director payable for the period from 1 July 2015 to 19 November 2015.

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