



25 November 2013

BHP Billiton Limited
171 Collins Street
Melbourne Victoria 3000 Australia
GPO BOX 86
Melbourne Victoria 3001 Australia
Tel +61 1300 55 47 57 Fax +61 3 9609 3015
bhpbilliton.com

BHP Billiton Plc
Neathouse Place
London SW1V 1BH UK
Tel +44 20 7802 4000
Fax + 44 20 7802 4111
bhpbilliton.com

To: Australian Securities Exchange
London Stock Exchange

cc: New York Stock Exchange
JSE Limited

BHP BILLITON SUSTAINABILITY BRIEFING 2013

BHP Billiton President, HSEC, Marketing and Technology, Mike Henry, will host the Company's 2013 Sustainability Briefing in Melbourne today.

A copy of the presentation is attached.

Further information on BHP Billiton can be found at: www.bhpbilliton.com.

Nicole Duncan
Company Secretary
BHP Billiton Limited



Sustainability briefing

Mike Henry President – HSEC, Marketing and Technology

Chris Barnesby Head of Group HSEC

Ian Wood Vice President Community Relations and Sustainability

25 November 2013



Disclaimer

Forward-looking statements

This presentation includes forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 regarding future events, conditions, circumstances and the future financial performance of BHP Billiton, including for capital expenditures, production volumes, project capacity, and schedules for expected production. Often, but not always, forward-looking statements can be identified by the use of the words such as “plans”, “expects”, “expected”, “scheduled”, “estimates”, “intends”, “anticipates”, “believes” or variations of such words and phrases or state that certain actions, events, conditions, circumstances or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. These forward-looking statements are not guarantees or predictions of future performance, and involve known and unknown risks, uncertainties and other factors, many of which are beyond our control, and which may cause actual results to differ materially from those expressed or implied in the statements contained in this presentation. For more detail on those risks, you should refer to the sections of our annual report on Form 20-F for the year ended 30 June 2013 entitled “Risk factors”, “Forward looking statements” and “Operating and financial review and prospects” filed with the U.S. Securities and Exchange Commission. Forward-looking statements should, therefore, be construed in light of such risk factors and undue reliance should not be placed on forward-looking statements. Forward-looking statements speak only as of the date of this presentation. BHP Billiton will not undertake any obligation to release publicly any revisions or updates to these forward-looking statements to reflect events, circumstances or unanticipated events occurring after the date of this presentation except as required by law or by any appropriate regulatory authority. All estimates and projections in this presentation are illustrative only. Our actual results may be materially affected by changes in economic or other circumstances which cannot be foreseen. Nothing in this presentation is, or should be relied on as, a promise or representation either as to future results or events or as to the reasonableness of any assumption or view expressly or impliedly contained herein. Nothing in this presentation should be interpreted to mean that future earnings per share of BHP Billiton Plc or BHP Billiton Limited will necessarily match or exceed its historical published earnings per share.

Non-IFRS financial information

BHP Billiton results are reported under International Financial Reporting Standards (IFRS) including Underlying EBIT and Underlying EBITDA which are used to measure segment performance. This presentation also includes certain non-IFRS measures including Attributable profit excluding exceptional items, Underlying EBITDA interest coverage, Underlying effective tax rate, Underlying EBIT margin, Underlying EBITDA margin and Underlying return on capital. These measures are used internally by management to assess the performance of our business, make decisions on the allocation of our resources and assess operational management. Non-IFRS measures have not been subject to audit or review.

UK GAAP financial information

Certain historical financial information for periods prior to FY2005 has been presented on the basis of UK GAAP, which is not comparable to IFRS or US GAAP. Readers are cautioned not to place undue reliance on UK GAAP information.

No offer of securities

Nothing in this presentation should be construed as either an offer to sell or a solicitation of an offer to buy or sell BHP Billiton securities in any jurisdiction.

Reliance on third party information

The views expressed in this presentation contain information that has been derived from publicly available sources or provided by third parties and has not been independently verified. No representation or warranty is made as to the accuracy, completeness or reliability of the information. This presentation should not be relied upon as a recommendation or forecast by BHP Billiton.

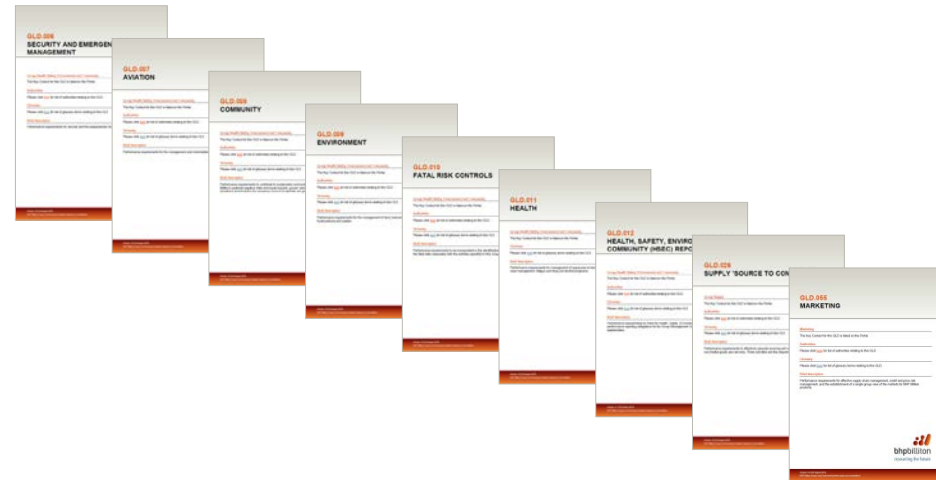
Key themes

- Sustainability is a core BHP Billiton Charter Value
- Health, Safety, Environment and Community (HSEC) framework focused upon simplicity and effective performance
- Consistent measurement and reporting processes
- Improved performance against HSEC targets
- Recognising and rewarding positive HSEC behaviour

Our HSEC framework

- Our governance framework is publicly available¹
 - Our Charter
 - HSEC Group Level Documents (GLDs)
 - Supply and marketing GLDs
 - Code of Business Conduct
- The BHP Billiton Forum on Corporate Responsibility
 - Group Management Committee (GMC) and eight NGO leaders
 - considers emerging issues and our new sustainability targets
 - appointment of Indigenous leader Professor Mick Dodson
- Executive accountability with remuneration linked to sustainability performance

Group Level Documents



Reporting



1. Available at www.bhpbilliton.com.

Focusing our efforts on the things that matter most

- We identify and assess sustainability issues using a three step materiality process
 - review internal risk registers, enquiries from stakeholders, media and NGOs
 - rate significance and impact
 - review issues and seek feedback from Sustainability Committee of the Board, Forum on Corporate Responsibility and HSEC leaders from across the Company
- Report transparently on our performance with external assurance provided



Consistent measurement and reporting processes

- Successful integration of 1SAP has resulted in a consistent approach to data measurement and reporting across all our operations
- Risk and work management processes are embedded into our business systems
- Work is detailed from preparation to completion, including critical control verification for material risks
- Safety critical activities are built into the planning of work
- Planning, scheduling and execution of work through 1SAP is expected to result in engineering controls that are monitored and maintained to ensure workers are protected



Our people are the foundation of our success and their health and safety comes first

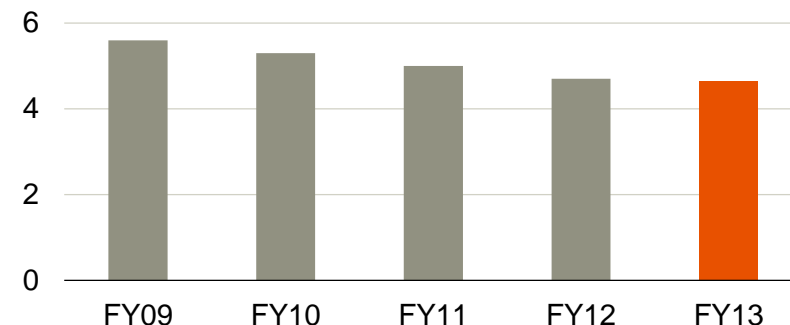
FY13 safety and health performance

- Regrettably, three fatalities at our controlled operations
- Total Recordable Injury Frequency (TRIF)¹ of 4.6, a 2% improvement compared with FY12
- A 5.7% reduction in potential employee exposures to carcinogens and airborne contaminants compared with FY12²

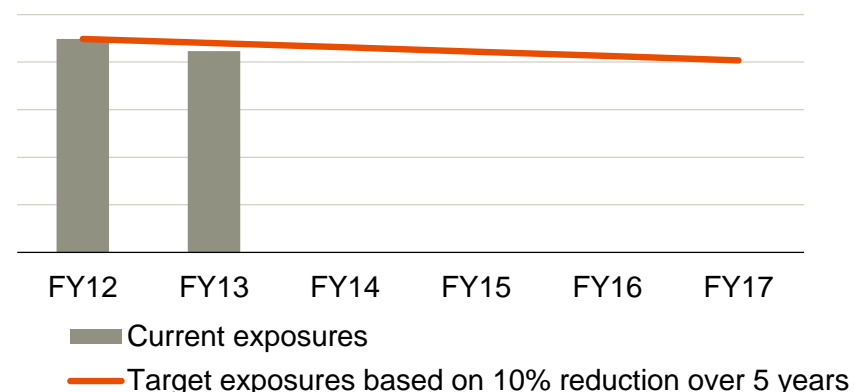
FY13-17 safety and health targets

- Zero fatalities at our controlled operations
- Year-on-year improvement of our TRIF¹
- Conduct annual reviews for alignment with the Voluntary Principles on Security and Human Rights and implement improvement plans to close out identified gaps
- Reduce potential occupational exposure³ to carcinogens and airborne contaminants by 10%

Total Recordable Injury Frequency¹



Number of potential carcinogen exposures that exceed our occupational exposure limit³



1. The sum of (fatalities + lost-time cases + restricted work cases + medical treatment cases) x 1,000,000 ÷ actual hours worked. Stated in units of per million hours worked. We adopt the United States Government Occupational Safety and Health Administration guidelines for the recording and reporting of occupational injury and illnesses.

2. Occupational exposure data for the divested EKATI Diamond Mine Asset is not included.

3. In addition to the use of personal protective equipment (PPE), which safeguards our workforce. For exposures exceeding our baseline occupational exposure limits if not for the use of PPE.

We seek to minimise the environmental impact of our operations and contribute lasting benefits

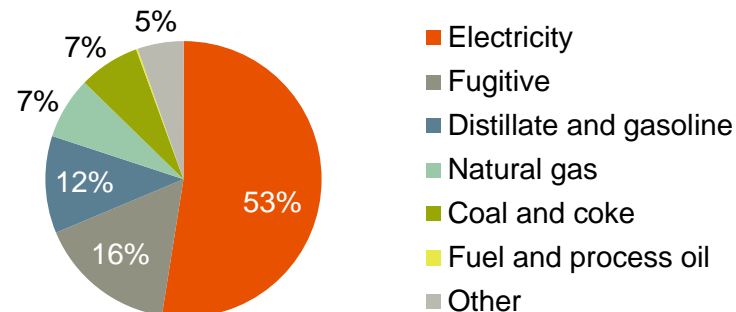
FY13 environmental performance

- No significant environmental incidents at our controlled operations
- FY13 greenhouse gas (GHG) emissions were lower than FY06 baseline¹
- Land and Biodiversity Management Plans were developed at all our operations
- Two projects of international conservation significance established – total value US\$17.9 million

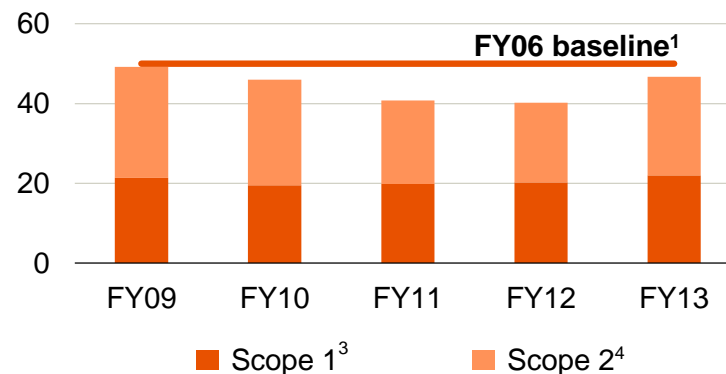
FY13-17 environmental targets

- No significant environmental incidents at our controlled operations
- Maintain total GHG emissions below FY06 levels¹ while continuing to grow our business
- All operations with water-related material risks, inclusive of volume and quality considerations, will set targets and implement projects to reduce their impact on water resources

Greenhouse gas emissions by source²



Greenhouse gas emissions² (million tonnes of CO₂-e)



1. FY06 baseline will be adjusted for material acquisitions and divestments based on asset emissions at the time of the transaction.

2. Measured according to the World Resources Institute/World Business Council for Sustainable Development Greenhouse Gas Protocol.

3. Scope 1 refers to direct GHG emissions from controlled operations.

4. Scope 2 refers to indirect GHG emissions from the generation of purchased electricity and steam that is consumed by controlled operations.

Actively managing risks associated with climate change

- BHP Billiton accepts the mainstream science of climate change and supports the need to take action to reduce GHG emissions
- Actively monitoring and reporting GHG emissions since 1996 and applying a deemed price for the cost of carbon to investment decisions for over a decade
- Approach to Corporate Planning and associated internal asset valuation and portfolio management processes ensures that risks such as carbon constraints are identified, assessed and appropriately addressed through investment and divestment decisions
- Detailed scenario analysis indicates that BHP Billiton's material risk is mitigated by the diversified nature of the portfolio
- We have developed and promoted six principles, including the need for a clear price signal, that outline what BHP Billiton believes climate change policies should deliver to tackle carbon emissions reduction



An innovative project to reduce energy consumption, improve dragline operation and increase diagnostic and preventative maintenance is improving the energy efficiency and productivity of draglines at Peak Downs mine (Australia).

Developing partnerships that support sustainable development is integral to how we operate

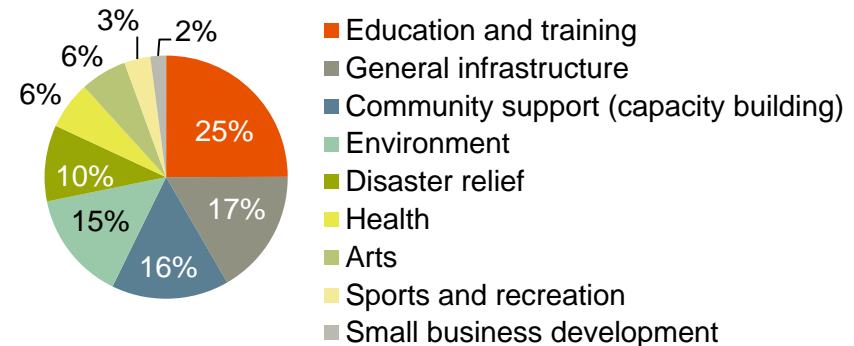
FY13 community performance

- US\$246 million¹ invested in community programs. Successful performance against target for tenth consecutive year
- US\$11.6 billion gross taxes and royalties²
- 63% of spend was with local and regional suppliers³
- Extended matched giving program

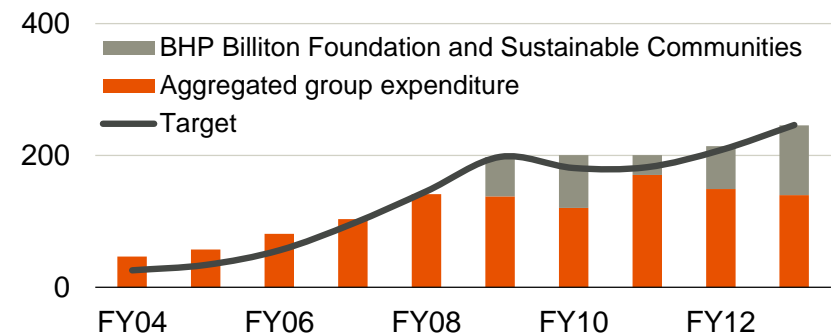
FY13-17 community targets

- All assets to have local procurement targets included in their Community Development Plans
- 1% of pre-tax profits invested in community programs, calculated on the average of the previous three years' pre-tax profit⁴

Community investment expenditure by program category⁵



Community investment expenditure (US\$ million)



1. The expenditure represents BHP Billiton's equity share, for both operated and non operated joint venture operations.

2. Comprises income tax and royalty-related taxes paid, royalties paid in-kind and production-based royalties accrued, which approximate cash payments.

3. Local and regional spend refers to spend within the communities in which we operate and the regions, such as states and provinces, where our operations are located.

4. 1% of pre-tax profits to be invested in community programs, including cash, in-kind support and administration, calculated on the average of the previous three years' pre tax profit.

5. Excludes expenditure from foundations and trusts.

Recognising and rewarding positive HSEC behaviour

- Core component of Executive remuneration
 - 15% of short term incentive opportunity for GMC members in FY13 was based on HSEC performance
 - this will increase to 20% in FY14
- The HSEC Awards recognise colleagues who
 - bring *Our Charter* values to life through projects which are sustainable and enhance our HSEC performance over the long term
 - influence change in areas of importance across the business
- HSEC Awards 2013 Excellence Award recipients
 - **Health** Copper, Cannington, Australia
Project: Carbon Reduction – improving the health of Cannington mine's underground personnel
 - **Safety** Juan Larenas, Copper, Pampa Norte, Chile
Project: Elimination of exposure of people to the risks of ground failure and contact with hazardous substances
 - **Environment** Lina Baez, Coal, Cerrejón, Colombia
Project: Preservation of endangered sea turtles through successful local community engagement
 - **Community** Sandra Martins, Iron Ore, Samarco, Brazil
Project: Farm productivity enhancement program



The Excellence Environment Award was received by Lina Báez from Cerrejón in Colombia for the project *Preservation of endangered sea turtles through successful local community engagement*.

Key themes

- Sustainability is a core BHP Billiton Charter Value
- Health, Safety, Environment and Community (HSEC) framework focused upon simplicity and effective performance
- Consistent measurement and reporting processes
- Improved performance against HSEC targets
- Recognising and rewarding positive HSEC behaviour



bhpbilliton

resourcing the future

Economic value

Economic value for regional economies is generated through revenues, employee compensation and other operating costs, donations and other community investments, retained earnings and payments to capital providers and to governments.

Region	Economic value generated US\$ million		Economic value distributed US\$ million				Economic value retained ⁵ US\$ million
	Revenues ¹	Operating costs ^{1,2}	Employee wages and benefits ¹	Payments to providers of capital	Payments to government ⁴		
	Revenue and other income	Payments to suppliers, contractors, etc.	Wages and benefits to employees	Shareholder dividends	Interest payments ³	Gross taxes and royalties	
Africa and Other	5,728	4,163	658	524	13	664	(294)
Australasia and Asia	39,708	14,474	4,764	3,690	49	9,000	7,731
Europe	563	366	100	1,943	385	154	(2,385)
North America	8,260	3,408	929	9	543	231	3,140
South America	12,473	5,625	1,167	1	41	1,548	4,091
Total	66,732	28,036	7,618	6,167	1,031	11,597	12,283

Source: BHP Billiton 2013 Sustainability Report.

1. Amounts include revenues and costs and are consistent with the Group's financial reporting of elements comprising Underlying EBITDA. Underlying EBITDA is earnings before net finance costs and taxation, any exceptional items, and depreciation, impairments and amortisation. The amounts are determined on an accruals basis and extracted from the audited financial statements.
2. Operating costs relate to expenses recognised in the financial statements. They include expenditure paid to suppliers and contractors for materials and services and exclude employee wages and benefits, payments to governments, depreciation, amortisation and impairments.
3. This is interest expense on debt for BHP Billiton, determined on an accruals basis.
4. Comprises income tax and royalty-related taxes paid, royalties paid in-kind and production-based royalties accrued, which approximate cash payments.
5. Calculated as economic value generated less economic value distributed.

An industry leader in sustainability

- Rated second globally for the Basic Resource sector in the FTSE4Good index and first in Australia and UK
- Member/signatory/participant to:
 - International Council on Mining and Metals (ICMM), www.icmm.com
 - United Nations High Commissioner for Refugees (UNHCR), <http://unhcr.org>
 - Dow Jones Sustainability Indices
 - Johannesburg Stock Exchange Social Responsibility Index, www.jse.co.za/Products/SRI.aspx
 - United Nations Global Compact, www.unglobalcompact.org
 - Voluntary Principles on Security and Human Rights, www.voluntaryprinciples.org
 - Extractive Industries Transparency Initiative, www.eiti.org
 - Australian Sustainable Schools Initiative, www.environment.gov.au/education/aussi



Governance – conducting business transparently

- **Anti-corruption requirements across group**
- **Product stewardship**
 - participation in industry product stewardship initiatives including: International Manganese Institute, Steel Stewardship Forum, World Nuclear Association
- **Transparently reporting**
 - supported the Extractive Industries Transparency Initiative (EITI) conference, bringing delegates from developing countries together for the purpose of sharing lessons on transparency
 - supporting Global Reporting Initiative (GRI) Conference to launch G4
 - A+ GRI rating
 - public disclosure of taxes paid on a country-by-country basis
 - greenhouse Gases (GHG) and community investment data audited for reasonable assurance by KPMG

Performance data – Governance

Taxes and royalty payments on a country-by-country basis⁽¹⁾

Country	Taxes borne by BHP Billiton US\$ million ⁽²⁾	Taxes collected by BHP Billiton US\$ million ⁽²⁾	Asset/Office
Australia	9,189	1,087	Global Headquarters Petroleum and Potash – Australia Production Unit, Australia Joint Interest Unit Copper – Cannington, Olympic Dam Iron Ore – Western Australia Iron Ore, Iron Ore Head Office Coal – New South Wales Energy Coal, BHP Billiton Mitsubishi Alliance, BHP Billiton Mitsui Coal, Illawarra Coal, Coal Head Office Aluminium, Manganese and Nickel – Manganese Australia, Nickel West, Worsley Aluminium, Manganese and Nickel Head Office
Chile	797	114	Copper – Escondida, Pampa Norte, Copper Head Office
South Africa	331	113	Corporate Office Coal – Energy Coal South Africa Aluminium, Manganese and Nickel – Aluminium South Africa, Manganese South Africa Divested – Richards Bay Minerals
United States	186	156	Petroleum and Potash – Onshore US, Gulf of Mexico Production Unit, Gulf of Mexico Joint Interest Unit, Petroleum Head Office Copper – Base Metals North America Coal – New Mexico Coal
Algeria	328	<1	Petroleum and Potash – Algeria Joint Interest Unit
Colombia	310	9	Coal – Cerrejón Aluminium, Manganese and Nickel – Cerro Matoso
Peru	272	<1	Copper – Antamina
United Kingdom	135	30	Corporate Office Petroleum and Potash – UK Production Unit
Canada	80	39	Petroleum and Potash – Potash Head Office Divested – EKATI Diamond Mine
Brazil	105	<1	Iron Ore – Samarco Aluminium, Manganese and Nickel – Alumar
Trinidad and Tobago	64	1	Petroleum and Potash – Trinidad Production Unit
Pakistan	64	<1	Petroleum and Potash – Pakistan Production Unit
Switzerland	23	<1	Marketing Office
Singapore	10	<1	Marketing Head Office
Other	21	31	

(1) The Group claims refunds of transaction taxes (for example, GST/VAT and Fuel Tax) paid to suppliers for in-country purchases of goods, services and eligible fuel, and also collects GST/VAT in respect of certain sales to customers as set out in the table. These amounts are not included in taxes borne or taxes collected.

(2) Taxes borne by BHP Billiton are reported on an equity share basis for both operated and non-operated joint venture operations. They primarily comprise income tax and royalty-related taxes paid, royalties paid in-kind, customs and excise payments, payroll taxes paid, payments of Fringe Benefits Tax and production-based royalties accrued, which approximate cash payments. Ancillary payments, such as licences, visas, sales taxes, stamp duty payment and land tax, are excluded.

(3) Taxes collected and paid on behalf of our employees are also measured on an equity share basis, but only for those assets that we operate. Where the payroll calendar year is different to the Group's financial year, the most recent annual data has been used.

People – keeping our people safe and healthy

Case study – Cannington carbon reduction- improving the health of our people underground

- Cannington is actively reducing the threat of potential Diesel Particle Matter (DPM) exposures through engineering solutions directed at the exposure source
- Reduction through mechanical changes to machine engines and development of a diesel particulate 'flow through filter'
- The Carbon Reduction project has provided a considered, measurable and effective response to DPM in Cannington's underground environments
- Importantly, this solution also offers industry-wide access to the technology as a result of manufacturer and dealer support
- At a Group level, the review of our occupational exposure limits (OELs) is a continual process and is supported by scientific evidence and independent review



Environment – responsibly managing our onshore shale resources

Case study – North American Shale Operating Principles

- Our North America Shale Operating Principles highlight our commitment to be the safest company in the industry, protect the land where we operate, safeguard and manage our water resources, minimise air emissions from our operations and to be a good neighbour to our communities

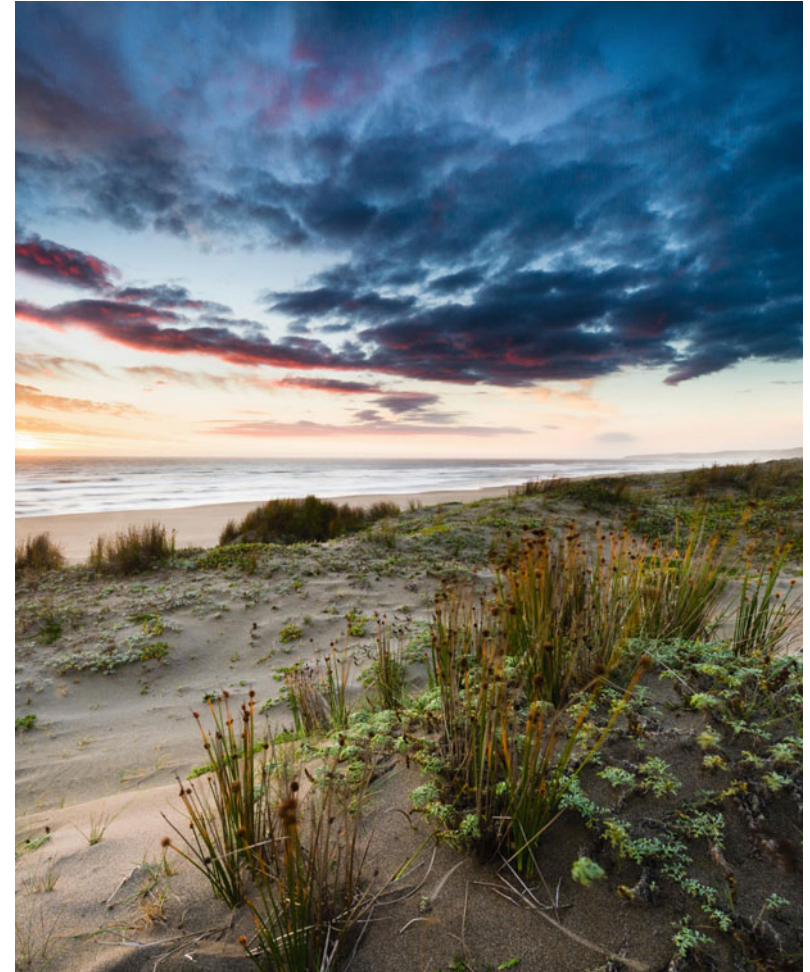
Summary of achievements

- Environmental assessments prior to execution of work
- Use of skid-mounted drills to minimise disturbance through placement of drilling pads
- Disposal of water in accordance with applicable oil and gas industry regulations and BHP Billiton operating standards
- Public disclosure of composition of hydraulic fracturing fluids in Chemical Disclosure Registry, Fracfocus
- Increased use of green completions to reduce emissions, which involves capturing and selling then produced natural gas that may otherwise have been vented or flared
- Drilling fleet upgraded to become more operationally efficient through electrical drives, which are powered by cleaner-burning engines

Environment – managing land and enhancing biodiversity

Case study – Delivering on our conservation target

- We have a target to finance the conservation and continuing management of areas of high biodiversity and ecosystem value that are of national and international conservation significance
- As part of the Five Rivers Conservation Project, we are working with the Tasmanian Land Conservancy to conserve approximately 11,000 hectares of internationally significant land in Tasmania, Australia which is habitat to a number of endangered species
- The Valdivian Coastal Reserve Conservation Project comprises almost 50,000 hectares located within the Los Rios region of Chile and is recognised by non-government conservation organisations as one of 34 world 'hotspots' based on the largest number of species facing significant conservation threats



Society – making a positive contribution

Case study – Colombia Resilience Project

- During FY13, BHP Billiton Sustainable Communities approved US\$29 million funding for a five-year project with Global Communities, an international development organisation, to implement the Colombia Resilience Project
- The goal of the project is to create sustainable change that alleviates poverty and hardship for vulnerable populations, making them more resilient
- The project will address the high rates of poverty among Internally Displaced Persons (IDPs) and other vulnerable populations, especially women, youth, Afro-Colombians and Indigenous persons
- The project aims to increase community capacity by inclusively identifying and advocating for needed resources, services and support; working with local governments and government service agencies to address community prioritised local needs; as well as increasing legal market-driven livelihoods and job opportunities for these communities

