

BHP BILLITON LTD  
Form 6-K  
October 22, 2008

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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

October 22, 2008

**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

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22 October 2008  
Number 34/08

### BHP BILLITON PRODUCTION REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2008

BHP Billiton delivered a solid performance in the first quarter of the 2009 financial year. This was achieved within a challenging supply environment characterised by unexpected disruptions, including the hurricanes in the Gulf of Mexico.

Consistent with the outlook statement given at our interim and preliminary results, China has not been immune to the global slowdown. Macroeconomic indicators show that Chinese growth has softened during the quarter, albeit from very high levels. We expect volatility and uncertainty to continue in the short term. Notwithstanding this short term uncertainty, we remain confident that the ongoing industrialisation and urbanisation of China and other developing economies will continue to drive strong longer term demand for our products.

Our uniquely diversified portfolio of low cost and high quality assets places us at a competitive advantage in the current uncertain environment and we are well positioned to capitalise as markets recover. Our strong cash flow and balance sheet allows us to re-invest throughout the cycle, in our growth projects that are focused on lower risk brownfield expansions in high margin commodities.

\* Quarterly production records delivered at Hunter Valley Coal, Mining Area C, Saraji (all Australia), Samarco (Brazil), Samancor Manganese (South Africa), Cerrejon Coal (Colombia) operations.

\* Record quarterly shipments for iron ore to meet customer demand.

\* Samarco Third Pellet Plant (Brazil) successfully ramped up to full design capacity.

\* Olympic Dam (Australia) achieved a quarterly record for ore hoisted and material mined.

\* Petroleum production was 15 per cent higher than the September 2007 quarter due to newly commissioned projects and strong operational performance. This was achieved despite the impact of two hurricanes in the Gulf of Mexico (USA).

\* Kalgoorlie Nickel Smelter (Australia) rebuild was successfully completed ahead of schedule.

|  | SEPT   | SEPT Q08 | SEPT Q08 |
|--|--------|----------|----------|
|  | 2008   | vs       | vs       |
| PETROLEUM  | QTR    | SEPT Q07 | JUNE Q08 |
| Crude Oil, Condensate and Natural Gas Liquids ('000 bbl) | 18,922 | 31%      | -7%      |
| Natural Gas (bcf)  | 95.28  | 0%       | 0%       |
| Total Petroleum Products (million boe)                   | 34.80  | 15%      | -4%      |

## Total Petroleum Products

- Production was 15 per cent higher than the September 2007 quarter driven by the ramp up of new projects delivered in the 2008 financial year. In addition two new projects commenced during the quarter, Neptune (USA) and North West Shelf Train 5 (Australia), contributing additional volumes. Two million barrels of oil equivalent was delayed due to the impact of two hurricanes in the Gulf of Mexico.

As announced by the operator, the Mad Dog (USA) drilling rig was lost as a result of Hurricane Ike. The facility was shut down for part of the September 2008 quarter. It is currently anticipated that production will resume in the next quarter. The operator and other owners are currently examining options to permanently address the rig loss at Mad Dog.

## Crude Oil, Condensate, and Natural Gas Liquids

- Production was 31 per cent higher than the September 2007 quarter due to significant growth in high margin crude production from new projects. This was achieved despite the impact of two hurricanes in the Gulf of Mexico.

Production was slightly lower than the previous quarter, mainly due to the impact of hurricanes in the Gulf of Mexico and unplanned interruptions at Bruce (UK).

## Natural Gas

- Production was in line with the September 2007 quarterly production record and the prior quarter.

|                         | SEPT  | SEPT Q08 | SEPT Q08 |
|-------------------------|-------|----------|----------|
|                         | 2008  | vs       | vs       |
| ALUMINIUM               | QTR   | SEPT Q07 | JUNE Q08 |
| Alumina ('000 tonnes)   | 1,098 | -5%      | -4%      |
| Aluminium ('000 tonnes) | 309   | -8%      | 1%       |

## Alumina -

Production decreased for the quarter mainly due to scheduled maintenance at Alumar (Brazil) and Worsley (Australia). Stockpiled hydrate from the calciner outages at Alumar and Worsley is expected to be processed next quarter.

#### Aluminium

- The Southern African smelters continued to operate at reduced levels to comply with the mandatory reduction in power consumption. The September 2008 quarter included the complete shutdown of the B and C potlines at Bayside (South Africa).

|  | SEPT   | SEPT Q08 | SEPT Q08 |
|--|--------|----------|----------|
|  | 2008   | vs       | vs       |
| BASE METALS                                  | QTR    | SEPT Q07 | JUNE Q08 |
| Copper ('000 tonnes)                         | 308.9  | 0%       | -21%     |
| Lead (tonnes)                                | 58,252 | -5%      | 10%      |
| Zinc (tonnes)                                | 41,761 | 12%      | -4%      |
| Silver ('000 ounces)                         | 10,300 | -7%      | 12%      |
| Uranium Oxide Concentrate (Uranium) (tonnes) | 1,110  | 19%      | 8%       |

#### Copper -

Production was in line with the September 2007 quarter driven by the continued ramp up of Spence and Escondida Sulphide Leach (both Chile) and improved reliability, head grade and recovery at Olympic Dam; this was offset by lower production at Escondida.

In line with expectations, production was lower than the June 2008 quarter. Escondida's production was impacted by declining ore grade and poor reliability in the electrical motor of the Laguna Seca SAG mill. Escondida has reduced throughput to minimise potential of further stoppages. However, this will result in reduced copper concentrate production until a permanent solution is implemented within an estimated nine month period.

The impact to total copper production at Escondida is estimated to be around 10 per cent in the 2009 financial year. This is in addition to the impact of grade decline announced in the June 2008 quarter.

#### Lead -

Production was lower than the September 2007 quarter due to lower head grades at Cannington (Australia) and Antamina (Peru). Production was higher than the June 2008 quarter due to increased mill throughput.

#### Zinc -

Production was higher than the September 2007 quarter mainly due to improved grade at Antamina.

## Silver -

Production decreased versus the September 2007 quarter due to lower grades at Cannington and Antamina. Lower production at Escondida was in line with lower concentrate production. This was partially offset by improved mining performance at Olympic Dam.

Production increased versus the June 2008 quarter primarily due to increased mill throughput at Cannington and improved mining performance at Olympic Dam.

## Uranium -

Production increased versus all comparative quarters due to an improvement in uranium recovery at Olympic Dam. Olympic Dam also achieved a record for ore hoisted and material mined.

|                               |      |          |          |
|-------------------------------|------|----------|----------|
|                               | SEPT | SEPT Q08 | SEPT Q08 |
|                               |      | vs       | vs       |
| DIAMONDS & SPECIALTY PRODUCTS | QTR  | SEPT Q07 | JUNE Q08 |
| Diamonds ('000 carats)        | 773  | -24%     | -11%     |

## Diamonds -

Production decreased compared to the June 2008 and September 2007 quarters mainly due to lower grades and a change in ore source. As Ekati (Canada) transitions from open pit mining to underground mining the mix of ore processed will change from time to time. During the quarter Ekati processed a higher proportion of higher value carats from Koala underground as production continues to ramp up.

|                           |      |          |          |
|---------------------------|------|----------|----------|
|                           | SEPT | SEPT Q08 | SEPT Q08 |
|                           | 2008 | vs       | vs       |
| STAINLESS STEEL MATERIALS | QTR  | SEPT Q07 | JUNE Q08 |
| Nickel ('000 tonnes)      | 26.8 | -31%     | -37%     |

## Nickel -

In line with expectations, production for the quarter was affected by a major furnace rebuild at the Kalgoorlie Nickel Smelter. The Kwinana Nickel Refinery (Australia) was shut down for the same duration for maintenance activities. The furnace rebuild was successfully completed ahead of schedule. Production at the smelter is now back at full capacity and the refinery is expected to be at full capacity by the end of October 2008. In addition, Yabulu (Australia) was impacted by planned maintenance. This was partially offset by the continued ramp up of Ravensthorpe and the Yabulu Extension Project (both Australia).

|  |      |          |          |
|--|------|----------|----------|
|  | SEPT | SEPT Q08 | SEPT Q08 |
|  | 2008 | vs       | vs       |

| IRON ORE                   | QTR    | SEPT Q07 | JUNE Q08 |
|----------------------------|--------|----------|----------|
| Iron ore ('000 tonnes) (a) | 29,824 | 15%      | 0%       |

## Iron Ore -

Record shipments were achieved for the quarter ended September 2008. Production was 15 per cent higher than the September 2007 quarter due to the successful execution of a series of growth projects in Western Australia.

In addition, Samarco (Brazil) set a quarterly production record as the operations benefited from the successful ramp up of the third pellet plant.

Production at Western Australian Iron Ore for the September 2008 quarter was impacted by the temporary suspension of operations following safety incidents.

|                               | SEPT  | SEPT Q08 | SEPT Q08 |
|-------------------------------|-------|----------|----------|
|                               | 2008  | vs       | vs       |
| MANGANESE                     | QTR   | SEPT Q07 | JUNE Q08 |
| Manganese Ore ('000 tonnes)   | 1,830 | 27%      | -1%      |
| Manganese Alloy ('000 tonnes) | 203   | 10%      | 7%       |

## Manganese Ore -

Production was higher than the September 2007 quarter due to improved mine performance at GEMCO (Australia) and Hotazel (South Africa) and increased availability of rail and port capacity in South Africa.

Production for the quarter was in line with the June 2008 quarter. The South African operations achieved a fourth consecutive quarterly record. GEMCO production was impacted by maintenance and tie-in activities for its expansion project.

## Manganese Alloy -

Production for the quarter was higher than both comparative quarters despite the impact of the mandatory 10 per cent reduction in power consumption and load shedding in South Africa.

|                                  | SEPT  | SEPT Q08 | SEPT Q08 |
|----------------------------------|-------|----------|----------|
|                                  | 2008  | vs       | vs       |
| METALLURGICAL COAL               | QTR   | SEPT Q07 | JUNE Q08 |
| Metallurgical Coal ('000 tonnes) | 9,210 | -4%      | 1%       |

Metallurgical Coal -

Production continued to recover strongly from the wet weather events earlier in the year with record production for the quarter achieved at Saraji. Mines are now operating at full capacity whilst continuing to manage water and mud removal. Queensland Coal (Australia) had record shipments for the quarter.

Illawarra Coal's (Australia) production decreased for the quarter mainly due to extended longwall change outs.

|                               |        |          |          |
|-------------------------------|--------|----------|----------|
|                               | SEPT   | SEPT Q08 | SEPT Q08 |
|                               | 2008   | vs       | vs       |
| ENERGY COAL                   | QTR    | SEPT Q07 | JUNE Q08 |
| Energy Coal ('000 tonnes) (b) | 18,796 | -4%      | -12%     |

Energy Coal -

Quarterly production records were achieved at Cerrejon Coal and Hunter Valley Coal. Production at New Mexico Coal (USA) was higher than the September 2007 quarter due to increased operational efficiencies at Navajo (USA). Moreover, the comparative quarter was impacted by poor geological conditions at San Juan (USA). Production was in line with the quarter ended June 2008.

(a) Including Goldsworthy operations classified as continuing operations as at 1 July 2008. Reclassification is consistent with the long term mine production strategy.

(b) Excluding Optimum operation which was sold effective 1 July 2007

Throughout this report, unless otherwise stated, production volumes refer to BHP Billiton share and exclude suspended and sold operations.

This report together with the Exploration and Development Report represent the Interim Management Statement for the purposes of the UK Listing Authority's Disclosure and Transparency Rules. There have been no significant changes in the financial position of the Group in the quarter ended 30 September 2008.

| BHP BILLITON PRODUCTION SUMMARY - CONTINUING OPERATIONS |  |  |  |  |               |      |      |          |      |
|---|--|--|--|--|---------------|------|------|----------|------|
|   |  |  |  |  | QUARTER ENDED |      |      | % Change |      |
|   |  |  |  |  | SEPT          | JUNE | SEPT | SEPT     | SEPT |
|   |  |  |  |  | 2007          | 2008 | 2008 | 2008     | 2007 |
|   |  |  |  |  |               |      |      | vs       | vs   |
|   |  |  |  |  |               |      |      | SEPT Q07 |      |
|   |  |  |  |  |               |      |      |          |      |
|   |  |  |  |  |               |      |      |          |      |
|   |  |  |  |  |               |      |      |          |      |
|   |  |  |  |  |               |      |      |          |      |
|   |  |  |  |  |               |      |      |          |      |

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|  |               |        |        |        |        |        |      |      | JUNE<br>Q08 |
|--|---------------|--------|--------|--------|--------|--------|------|------|-------------|
| <b>PETROLEUM</b>                       |               |        |        |        |        |        |      |      |             |
| Crude oil & condensate                 | ('000 bbl)    | 11,299 | 17,588 | 16,182 | 16,182 | 11,299 | 43%  | -8%  |             |
| Natural gas                            | (bcf)         | 95.68  | 95.37  | 95.28  | 95.28  | 95.68  | 0%   | 0%   |             |
| Natural gas liquid                     | ('000 bbl)    | 3,095  | 2,743  | 2,740  | 2,740  | 3,095  | -11% | 0%   |             |
| Total Petroleum Products               | (million boe) | 30.34  | 36.23  | 34.80  | 34.80  | 30.34  | 15%  | -4%  |             |
| <b>ALUMINIUM</b>                       |               |        |        |        |        |        |      |      |             |
| Alumina                                | ('000 tonnes) | 1,153  | 1,149  | 1,098  | 1,098  | 1,153  | -5%  | -4%  |             |
| Aluminium                              | ('000 tonnes) | 337    | 305    | 309    | 309    | 337    | -8%  | 1%   |             |
| <b>BASE METALS</b>                     |               |        |        |        |        |        |      |      |             |
| Copper                                 | ('000 tonnes) | 307.8  | 390.7  | 308.9  | 308.9  | 307.8  | 0%   | -21% |             |
| Lead                                   | (tonnes)      | 61,521 | 53,176 | 58,252 | 58,252 | 61,521 | -5%  | 10%  |             |
| Zinc                                   | (tonnes)      | 37,259 | 43,454 | 41,761 | 41,761 | 37,259 | 12%  | -4%  |             |
| Gold                                   | (ounces)      | 40,313 | 38,424 | 41,751 | 41,751 | 40,313 | 4%   | 9%   |             |
| Silver                                 | ('000 ounces) | 11,124 | 9,236  | 10,300 | 10,300 | 11,124 | -7%  | 12%  |             |
| Uranium oxide concentrate              | (tonnes)      | 933    | 1,027  | 1,110  | 1,110  | 933    | 19%  | 8%   |             |
| Molybdenum                             | (tonnes)      | 693    | 590    | 608    | 608    | 693    | -12% | 3%   |             |
| <b>DIAMONDS AND SPECIALTY PRODUCTS</b> |               |        |        |        |        |        |      |      |             |
| Diamonds                               | ('000 carats) | 1,022  | 864    | 773    | 773    | 1,022  | -24% | -11% |             |
| <b>STAINLESS STEEL MATERIALS</b>       |               |        |        |        |        |        |      |      |             |
| Nickel                                 | ('000 tonnes) | 38.6   | 42.6   | 26.8   | 26.8   | 38.6   | -31% | -37% |             |
| <b>IRON ORE</b>                        |               |        |        |        |        |        |      |      |             |
| Iron ore (a)                           | ('000 tonnes) | 26,001 | 29,924 | 29,824 | 29,824 | 26,001 | 15%  | 0%   |             |
| <b>MANGANESE</b>                       |               |        |        |        |        |        |      |      |             |
| Manganese ore                          |               | 1,445  | 1,851  | 1,830  | 1,830  | 1,445  | 27%  | -1%  |             |



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|   |   |               |               |        |        |        |        |               |        |
|---|---|---------------|---------------|--------|--------|--------|--------|---------------|--------|
|   | ('000 tonnes)   |               |               |        |        |        |        |               |        |
| Manganese alloy   | ('000 tonnes)   | 184           | 190           | 203    | 203    | 184    | 10%    | 7%            |        |
| <b>METALLURGICAL COAL</b>   |   |               |               |        |        |        |        |               |        |
| Metallurgical coal  | ('000 tonnes)   | 9,572         | 9,132         | 9,210  | 9,210  | 9,572  | -4%    | 1%            |        |
| <b>ENERGY COAL</b>  |   |               |               |        |        |        |        |               |        |
| Energy coal (b)   | ('000 tonnes)   | 19,623        | 21,353        | 18,796 | 18,796 | 19,623 | -4%    | -12%          |        |
| (a)   | Including Goldsworthy operations classified as continuing operations as at 1 July 2008. Reclassification is consistent with the long term mine production strategy. |               |               |        |        |        |        |               |        |
| (b)   | Excluding Optimum which was disposed effective 1 July 2007.   |               |               |        |        |        |        |               |        |
| Throughout this report figures in italics indicate that this figure has been adjusted since it was previously reported. |   |               |               |        |        |        |        |               |        |
| <b>BHP BILLITON ATTRIBUTABLE PRODUCTION</b>   |   |               |               |        |        |        |        |               |        |
|   |   |               | QUARTER ENDED |        |        |        |        | QUARTER ENDED |        |
|   |   | BHP Billiton  | SEPT          | DEC    | MAR    | JUNE   | SEPT   | SEPT          | SEPT   |
|   |   | Interest      | 2007          | 2007   | 2008   | 2008   | 2008   | 2008          | 2007   |
| <b>PETROLEUM</b>  |   |               |               |        |        |        |        |               |        |
| Production  |   |               |               |        |        |        |        |               |        |
|   | Crude oil & condensate  | ('000 bbl)    | 11,299        | 12,317 | 16,240 | 17,588 | 16,182 | 16,182        | 11,299 |
|   | Natural gas   | (bcf)         | 95.68         | 91.21  | 85.76  | 95.37  | 95.28  | 95.28         | 95.68  |
|   | NGL (a)   | ('000 bbl)    | 3,095         | 2,685  | 2,201  | 2,743  | 2,740  | 2,740         | 3,095  |
|   | Total Petroleum Products  | (million boe) | 30.34         | 30.20  | 32.73  | 36.23  | 34.80  | 34.80         | 30.34  |
| <b>ALUMINIUM</b>  |   |               |               |        |        |        |        |               |        |
| <b>ALUMINA</b>  |   |               |               |        |        |        |        |               |        |
| Production ('000 tonnes)  |   |               |               |        |        |        |        |               |        |
|   | Worsley   | 86%           | 784           | 771    | 712    | 768    | 733    | 733           | 784    |
|   | Suriname  | 45%           | 244           | 252    | 247    | 240    | 241    | 241           | 244    |
|   | Alumar  | 36%           | 125           | 134    | 136    | 141    | 124    | 124           | 125    |
|   | Total   |               | 1,153         | 1,157  | 1,095  | 1,149  | 1,098  | 1,098         | 1,153  |

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|  |                            |       |        |        |        |        |        |        |        |
|--|----------------------------|-------|--------|--------|--------|--------|--------|--------|--------|
| <b>ALUMINIUM</b>                           |                            |       |        |        |        |        |        |        |        |
| Production ('000 tonnes)                   |                            |       |        |        |        |        |        |        |        |
|  | Hillside                   | 100%  | 178    | 180    | 167    | 170    | 175    | 175    | 178    |
|  | Bayside                    | 100%  | 48     | 47     | 44     | 29     | 25     | 25     | 48     |
|  | Alumar                     | 40%   | 44     | 44     | 45     | 45     | 45     | 45     | 44     |
|  | Mozal                      | 47%   | 67     | 67     | 62     | 61     | 64     | 64     | 67     |
|  | Total                      |       | 337    | 338    | 318    | 305    | 309    | 309    | 337    |
| <b>BASE METALS (b)</b>                     |                            |       |        |        |        |        |        |        |        |
| <b>COPPER</b>                              |                            |       |        |        |        |        |        |        |        |
| Payable metal in concentrate ('000 tonnes) |                            |       |        |        |        |        |        |        |        |
|  | Escondida                  | 57.5% | 167.0  | 177.3  | 157.0  | 178.2  | 116.8  | 116.8  | 167.0  |
|  | Antamina                   | 33.8% | 27.5   | 29.3   | 24.1   | 30.8   | 28.4   | 28.4   | 27.5   |
|  | Pinto Valley (d)           | 100%  | -      | 5.2    | 9.6    | 12.0   | 14.2   | 14.2   | -      |
|  | Total                      |       | 194.5  | 211.8  | 190.7  | 221.0  | 159.4  | 159.4  | 194.5  |
| Cathode ('000 tonnes)                      |                            |       |        |        |        |        |        |        |        |
|  | Escondida                  | 57.5% | 30.9   | 30.3   | 30.1   | 40.3   | 35.6   | 35.6   | 30.9   |
|  | Cerro Colorado             | 100%  | 23.1   | 27.3   | 28.7   | 27.3   | 21.8   | 21.8   | 23.1   |
|  | Spence (c)                 | 100%  | 23.9   | 34.2   | 41.6   | 43.0   | 35.7   | 35.7   | 23.9   |
|  | Pinto Valley (d)           | 100%  | 1.8    | 1.7    | 1.8    | 1.6    | 1.6    | 1.6    | 1.8    |
|  | Olympic Dam                | 100%  | 33.6   | 42.8   | 36.0   | 57.5   | 54.8   | 54.8   | 33.6   |
|  | Total                      |       | 113.3  | 136.3  | 138.2  | 169.7  | 149.5  | 149.5  | 113.3  |
| <b>LEAD</b>                                |                            |       |        |        |        |        |        |        |        |
| Payable metal in concentrate (tonnes)      |                            |       |        |        |        |        |        |        |        |
|  | Cannington                 | 100%  | 61,073 | 70,369 | 67,505 | 52,601 | 57,768 | 57,768 | 61,073 |
|  | Antamina                   | 33.8% | 448    | 175    | 380    | 575    | 484    | 484    | 448    |
|  | Total                      |       | 61,521 | 70,544 | 67,885 | 53,176 | 58,252 | 58,252 | 61,521 |
| <b>ZINC</b>                                |                            |       |        |        |        |        |        |        |        |
| Payable metal in concentrate (tonnes)      |                            |       |        |        |        |        |        |        |        |
|  | Cannington                 | 100%  | 14,503 | 15,487 | 13,735 | 17,244 | 14,449 | 14,449 | 14,503 |
|  | Antamina                   | 33.8% | 22,756 | 12,320 | 22,235 | 26,210 | 27,312 | 27,312 | 22,756 |
|  | Total                      |       | 37,259 | 27,807 | 35,970 | 43,454 | 41,761 | 41,761 | 37,259 |
|  | Refer footnotes on page 4. |       |        |        |        |        |        |        |        |

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|  |                              |       |        |        |        |        |        |        |        |
|--|------------------------------|-------|--------|--------|--------|--------|--------|--------|--------|
| BASE METALS (continued)                    |                              |       |        |        |        |        |        |        |        |
| GOLD                                       |                              |       |        |        |        |        |        |        |        |
| Payable metal in concentrate (ounces)      |                              |       |        |        |        |        |        |        |        |
|  | Escondida                    | 57.5% | 23,194 | 21,376 | 17,660 | 17,501 | 14,391 | 14,391 | 23,194 |
|  | Olympic Dam (refined gold)   | 100%  | 17,119 | 24,338 | 18,555 | 20,505 | 27,360 | 27,360 | 17,119 |
|  | Pinto Valley (d)             | 100%  | -      | -      | 1,300  | 418    | -      | -      | -      |
|  | Total                        |       | 40,313 | 45,714 | 37,515 | 38,424 | 41,751 | 41,751 | 40,313 |
| SILVER                                     |                              |       |        |        |        |        |        |        |        |
| Payable metal in concentrate ('000 ounces) |                              |       |        |        |        |        |        |        |        |
|  | Escondida                    | 57.5% | 1,116  | 877    | 790    | 821    | 668    | 668    | 1,116  |
|  | Antamina                     | 33.8% | 1,056  | 652    | 803    | 994    | 932    | 932    | 1,056  |
|  | Cannington                   | 100%  | 8,759  | 10,124 | 9,421  | 7,181  | 8,391  | 8,391  | 8,759  |
|  | Olympic Dam (refined silver) | 100%  | 193    | 239    | 169    | 179    | 244    | 244    | 193    |
|  | Pinto Valley (d)             | 100%  | -      | 13     | 38     | 62     | 65     | 65     | -      |
|  | Total                        |       | 11,124 | 11,905 | 11,221 | 9,236  | 10,300 | 10,300 | 11,124 |
| URANIUM OXIDE CONCENTRATE                  |                              |       |        |        |        |        |        |        |        |
| Payable metal in concentrate (tonnes)      |                              |       |        |        |        |        |        |        |        |
|  | Olympic Dam                  | 100%  | 933    | 1,191  | 993    | 1,027  | 1,110  | 1,110  | 933    |
|  | Total                        |       | 933    | 1,191  | 993    | 1,027  | 1,110  | 1,110  | 933    |
| MOLYBDENUM                                 |                              |       |        |        |        |        |        |        |        |
| Payable metal in concentrate (tonnes)      |                              |       |        |        |        |        |        |        |        |
|  | Antamina                     | 33.8% | 693    | 679    | 580    | 590    | 514    | 514    | 693    |
|  | Pinto Valley (d)             | 100%  | -      | -      | -      | -      | 94     | 94     | -      |
|  | Total                        |       | 693    | 679    | 580    | 590    | 608    | 608    | 693    |
| DIAMONDS AND SPECIALTY PRODUCTS            |                              |       |        |        |        |        |        |        |        |
| DIAMONDS                                   |                              |       |        |        |        |        |        |        |        |
| Production ('000 carats)                   |                              |       |        |        |        |        |        |        |        |
|  | Ekati™                       | 80%   | 1,022  | 843    | 620    | 864    | 773    | 773    | 1,022  |
| STAINLESS STEEL MATERIALS                  |                              |       |        |        |        |        |        |        |        |
| NICKEL                                     |                              |       |        |        |        |        |        |        |        |

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|                                   |                            |       |        |        |        |        |        |        |        |
|-----------------------------------|----------------------------|-------|--------|--------|--------|--------|--------|--------|--------|
| Production ('000 tonnes)          |                            |       |        |        |        |        |        |        |        |
|                                   | CMSA                       | 99.9% | 12.5   | 11.4   | 7.8    | 10.1   | 10.7   | 10.7   | 12.5   |
|                                   | Yabulu                     | 100%  | 5.5    | 6.0    | 6.2    | 10.3   | 9.1    | 9.1    | 5.5    |
|                                   | Nickel West                | 100%  | 20.6   | 26.3   | 29.0   | 22.1   | 7.0    | 7.0    | 20.6   |
|                                   | Total                      |       | 38.6   | 43.7   | 43.0   | 42.6   | 26.8   | 26.8   | 38.6   |
|                                   | Refer footnotes on page 4. |       |        |        |        |        |        |        |        |
| IRON ORE                          |                            |       |        |        |        |        |        |        |        |
| Production ('000 tonnes) (e)      |                            |       |        |        |        |        |        |        |        |
|                                   | Mt Newman Joint Venture    | 85%   | 7,904  | 8,147  | 7,265  | 7,013  | 7,210  | 7,210  | 7,904  |
|                                   | Goldsworthy Joint Venture  | 85%   | 134    | 170    | 386    | 251    | 232    | 232    | 134    |
|                                   | Area C Joint Venture       | 85%   | 4,916  | 6,474  | 7,114  | 8,626  | 9,209  | 9,209  | 4,916  |
|                                   | Yandi Joint Venture        | 85%   | 9,823  | 9,770  | 10,061 | 10,622 | 8,961  | 8,961  | 9,823  |
|                                   | Jimblebar                  | 85%   | 1,157  | 1,248  | 1,660  | 1,054  | 1,461  | 1,461  | 1,157  |
|                                   | Samarco                    | 50%   | 2,067  | 2,107  | 1,933  | 2,357  | 2,751  | 2,751  | 2,067  |
|                                   | Total                      |       | 26,001 | 27,916 | 28,419 | 29,924 | 29,824 | 29,824 | 26,001 |
| MANGANESE                         |                            |       |        |        |        |        |        |        |        |
| MANGANESE ORES                    |                            |       |        |        |        |        |        |        |        |
| Saleable production ('000 tonnes) |                            |       |        |        |        |        |        |        |        |
|                                   | South Africa (f)           | 60%   | 572    | 709    | 877    | 882    | 929    | 929    | 572    |
|                                   | Australia (f)              | 60%   | 873    | 904    | 789    | 969    | 901    | 901    | 873    |
|                                   | Total                      |       | 1,445  | 1,613  | 1,666  | 1,851  | 1,830  | 1,830  | 1,445  |
| MANGANESE ALLOYS                  |                            |       |        |        |        |        |        |        |        |
| Saleable production ('000 tonnes) |                            |       |        |        |        |        |        |        |        |
|                                   | South Africa (f) (g)       | 60%   | 123    | 141    | 125    | 124    | 133    | 133    | 123    |
|                                   | Australia (f)              | 60%   | 61     | 68     | 67     | 66     | 70     | 70     | 61     |
|                                   | Total                      |       | 184    | 209    | 192    | 190    | 203    | 203    | 184    |
| METALLURGICAL COAL                |                            |       |        |        |        |        |        |        |        |
| Production ('000 tonnes) (h)      |                            |       |        |        |        |        |        |        |        |
|                                   | BMA                        | 50%   | 5,917  | 6,138  | 4,232  | 6,508  | 6,384  | 6,384  | 5,917  |
|                                   | BHP Mitsui Coal (i)        | 80%   | 1,454  | 1,526  | 847    | 1,306  | 1,633  | 1,633  | 1,454  |
|                                   | Illawarra                  | 100%  | 2,201  | 1,979  | 1,767  | 1,318  | 1,193  | 1,193  | 2,201  |
|                                   | Total                      |       | 9,572  | 9,643  | 6,846  | 9,132  | 9,210  | 9,210  | 9,572  |
| ENERGY COAL                       |                            |       |        |        |        |        |        |        |        |
| Production ('000 tonnes)          |                            |       |        |        |        |        |        |        |        |
|                                   | South Africa               | 100%  | 11,706 | 11,277 | 11,129 | 10,960 | 9,009  | 9,009  | 11,706 |



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|   |                               |   |               |       |       |       |       |               |       |
|---|-------------------------------|---|---------------|-------|-------|-------|-------|---------------|-------|
|   | Bass Strait                   |   | 39.77         | 28.41 | 22.44 | 33.31 | 37.08 | 37.08         | 39.77 |
|   | North West Shelf (a)          |   | 27.17         | 28.13 | 26.43 | 26.76 | 27.01 | 27.01         | 27.17 |
|   | Atlantis (b)                  |   | -             | 0.12  | 1.54  | 2.07  | 1.25  | 1.25          | -     |
|   | Shenzi (b)                    |   | -             | 0.01  | 0.06  | 0.07  | 0.04  | 0.04          | -     |
|   | Liverpool Bay & Bruce / Keith |   | 8.87          | 12.70 | 12.32 | 11.32 | 7.51  | 7.51          | 8.87  |
|   | Other (c)                     |   | 19.87         | 21.84 | 22.97 | 21.83 | 22.39 | 22.39         | 19.87 |
|   | Total                         |   | 95.68         | 91.21 | 85.76 | 95.37 | 95.28 | 95.28         | 95.68 |
| NGL ('000 barrels)  |                               |   |               |       |       |       |       |               |       |
|   | Bass Strait                   |   | 2,327         | 1,801 | 1,571 | 2,056 | 2,149 | 2,149         | 2,327 |
|   | North West Shelf (a)          |   | 438           | 417   | 300   | 343   | 364   | 364           | 438   |
|   | Liverpool Bay & Bruce / Keith |   | 48            | 153   | 109   | 116   | 41    | 41            | 48    |
|   | ROD / Ohanet                  |   | 282           | 314   | 221   | 228   | 186   | 186           | 282   |
|   | Total                         |   | 3,095         | 2,685 | 2,201 | 2,743 | 2,740 | 2,740         | 3,095 |
| TOTAL PETROLEUM PRODUCTS  |                               |   |               |       |       |       |       |               |       |
| (million barrels of oil equivalent) (d)                                 |                               |   |               |       |       |       |       |               |       |
|   | (a)                           | North West Shelf LNG Train 5 was commissioned during the September 2008 quarter.  |               |       |       |       |       |               |       |
|   | (b)                           | The Atlantis and Genghis Khan operations were commissioned during the December 2007 quarter. Genghis Khan is reported in Shenzi.  |               |       |       |       |       |               |       |
|   | (c)                           | Other includes Neptune, Stybarrow, Griffin, Minerva, Angostura, Mad Dog, West Cameron 76, Mustang, Genesis, Starlifter, and Pakistan. The Stybarrow operation was commissioned during the December 2007 quarter and the Neptune operation was commissioned during the September 2008 quarter. |               |       |       |       |       |               |       |
|   | (d)                           | Total barrels of oil equivalent (boe) conversions are based on 6000scf of natural gas equals 1 boe.   |               |       |       |       |       |               |       |
| PRODUCTION AND SHIPMENT REPORT  |                               |   |               |       |       |       |       |               |       |
|   |                               |   | QUARTER ENDED |       |       |       |       | QUARTER ENDED |       |
|   |                               |   | SEPT          | DEC   | MAR   | JUNE  | SEPT  | SEPT          | SEPT  |
|   |                               |   | 2007          | 2007  | 2008  | 2008  | 2008  | 2008          | 2007  |
| ALUMINIUM   |                               |   |               |       |       |       |       |               |       |
| BHP Billiton attributable production and sales unless otherwise stated. |                               |   |               |       |       |       |       |               |       |
| ('000 tonnes)   |                               |   |               |       |       |       |       |               |       |
| ALUMINA   |                               |   |               |       |       |       |       |               |       |

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|           |                        |   |       |       |       |       |       |       |       |
|-----------|------------------------|---|-------|-------|-------|-------|-------|-------|-------|
|           | Production             |   |       |       |       |       |       |       |       |
|           | Worsley, Australia     |   | 784   | 771   | 712   | 768   | 733   | 733   | 784   |
|           | Paranam, Suriname      |   | 244   | 252   | 247   | 240   | 241   | 241   | 244   |
|           | Alumar, Brazil         |   | 125   | 134   | 136   | 141   | 124   | 124   | 125   |
|           | Total                  |   | 1,153 | 1,157 | 1,095 | 1,149 | 1,098 | 1,098 | 1,153 |
|           |                        |   |       |       |       |       |       |       |       |
|           | Sales                  |   |       |       |       |       |       |       |       |
|           | Worsley, Australia     |   | 792   | 803   | 683   | 703   | 781   | 781   | 792   |
|           | Paranam, Suriname      |   | 244   | 265   | 246   | 261   | 216   | 216   | 244   |
|           | Alumar, Brazil         |   | 131   | 128   | 135   | 137   | 128   | 128   | 131   |
|           | Total (a)              |   | 1,167 | 1,196 | 1,064 | 1,101 | 1,126 | 1,126 | 1,167 |
|           |                        |   |       |       |       |       |       |       |       |
| ALUMINIUM |                        |   |       |       |       |       |       |       |       |
|           | Production             |   |       |       |       |       |       |       |       |
|           | Hillside, South Africa |   | 178   | 180   | 167   | 170   | 175   | 175   | 178   |
|           | Bayside, South Africa  |   | 48    | 47    | 44    | 29    | 25    | 25    | 48    |
|           | Alumar, Brazil         |   | 44    | 44    | 45    | 45    | 45    | 45    | 44    |
|           | Mozal, Mozambique      |   | 67    | 67    | 62    | 61    | 64    | 64    | 67    |
|           | Total                  |   | 337   | 338   | 318   | 305   | 309   | 309   | 337   |
|           |                        |   |       |       |       |       |       |       |       |
|           | Sales                  |   |       |       |       |       |       |       |       |
|           | Hillside, South Africa |   | 165   | 180   | 159   | 183   | 160   | 160   | 165   |
|           | Bayside, South Africa  |   | 50    | 50    | 48    | 29    | 24    | 24    | 50    |
|           | Alumar, Brazil         |   | 43    | 48    | 43    | 47    | 37    | 37    | 43    |
|           | Mozal, Mozambique      |   | 56    | 72    | 57    | 73    | 36    | 36    | 56    |
|           | Total                  |   | 314   | 350   | 307   | 332   | 257   | 257   | 314   |
|           | Tolling Agreement (a)  |   | 33    | 33    | 30    | 34    | 31    | 31    | 33    |
|           |                        |   | 347   | 383   | 337   | 366   | 288   | 288   | 347   |
|           |                        |   |       |       |       |       |       |       |       |
|           | (a)                    | Equity Alumina is converted into Aluminium under a third party tolling agreement. These tonnages are allocated to equity sales. |       |       |       |       |       |       |       |

| PRODUCTION AND SHIPMENT REPORT |  |               |      |      |      |      |               |      |  |
|--------------------------------|--|---------------|------|------|------|------|---------------|------|--|
|                                |  | QUARTER ENDED |      |      |      |      | QUARTER ENDED |      |  |
|                                |  | SEPT          | DEC  | MAR  | JUNE | SEPT | SEPT          | SEPT |  |
|                                |  | 2007          | 2007 | 2008 | 2008 | 2008 | 2008          | 2007 |  |
| BASE METALS                    |  |               |      |      |      |      |               |      |  |

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| BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated. |                            |               |        |        |         |         |        |        |        |
|---|----------------------------|---------------|--------|--------|---------|---------|--------|--------|--------|
| <u>Escondida, Chile</u>   |                            |               |        |        |         |         |        |        |        |
|   | Material mined (100%)      | ('000 tonnes) | 82,995 | 88,319 | 102,566 | 103,253 | 99,375 | 99,375 | 82,995 |
|   | Sulphide ore milled (100%) | ('000 tonnes) | 22,406 | 21,777 | 22,029  | 24,491  | 20,416 | 20,416 | 22,406 |
|   | Average copper grade       | (%)           | 1.63%  | 1.72%  | 1.56%   | 1.55%   | 1.32%  | 1.32%  | 1.63%  |
|   | Production ex Mill (100%)  | ('000 tonnes) | 305.2  | 316.8  | 285.0   | 312.7   | 208.6  | 208.6  | 305.2  |
| Production  |                            |               |        |        |         |         |        |        |        |
|   | Payable copper             | ('000 tonnes) | 167.0  | 177.3  | 157.0   | 178.2   | 116.8  | 116.8  | 167.0  |
|   | Payable gold concentrate   | (fine ounces) | 23,194 | 21,376 | 17,660  | 17,501  | 14,391 | 14,391 | 23,194 |
|   | Copper cathode (EW)        | ('000 tonnes) | 30.9   | 30.3   | 30.1    | 40.3    | 35.6   | 35.6   | 30.9   |
|   | Payable silver concentrate | ('000 ounces) | 1,116  | 877    | 790     | 821     | 668    | 668    | 1,116  |
| Sales   |                            |               |        |        |         |         |        |        |        |
|   | Payable copper             | ('000 tonnes) | 162.9  | 173.0  | 160.6   | 178.4   | 118.2  | 118.2  | 162.9  |
|   | Payable gold concentrate   | (fine ounces) | 22,957 | 21,158 | 18,190  | 17,477  | 14,521 | 14,521 | 22,957 |
|   | Copper cathode (EW)        | ('000 tonnes) | 31.7   | 23.8   | 32.3    | 41.6    | 31.2   | 31.2   | 31.7   |
|   | Payable silver concentrate | ('000 ounces) | 1,089  | 864    | 813     | 820     | 666    | 666    | 1,089  |
| <u>Cerro Colorado, Chile</u>  |                            |               |        |        |         |         |        |        |        |
|   | Material mined             | ('000 tonnes) | 17,095 | 17,798 | 16,769  | 17,107  | 16,526 | 16,526 | 17,095 |
|   | Ore milled                 | ('000 tonnes) | 4,278  | 4,410  | 4,437   | 4,599   | 4,594  | 4,594  | 4,278  |
|   | Average copper grade       | (%)           | 0.84%  | 1.03%  | 0.80%   | 0.85%   | 0.86%  | 0.86%  | 0.84%  |
| Production  |                            |               |        |        |         |         |        |        |        |
|   | Copper cathode (EW)        |               | 23.1   | 27.3   | 28.7    | 27.3    | 21.8   | 21.8   | 23.1   |



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|                            |   |               |        |        |        |        |        |        |        |
|----------------------------|---|---------------|--------|--------|--------|--------|--------|--------|--------|
|                            |   | ('000 tonnes) |        |        |        |        |        |        |        |
|                            | Sales   |               |        |        |        |        |        |        |        |
|                            | Copper cathode (EW)   | ('000 tonnes) | 23.5   | 24.5   | 28.5   | 29.8   | 23.7   | 23.7   | 23.5   |
| <u>Spence, Chile (a)</u>   |   |               |        |        |        |        |        |        |        |
|                            | Material mined  | ('000 tonnes) | 16,983 | 19,758 | 20,335 | 20,065 | 18,738 | 18,738 | 16,983 |
|                            | Ore milled  | ('000 tonnes) | 4,132  | 4,333  | 3,918  | 4,255  | 4,490  | 4,490  | 4,132  |
|                            | Average copper grade  | (%)           | 1.56%  | 1.61%  | 1.48%  | 1.85%  | 2.18%  | 2.18%  | 1.56%  |
| <u>Production</u>          |   |               |        |        |        |        |        |        |        |
|                            | Copper cathode (EW)   | ('000 tonnes) | 23.9   | 34.2   | 41.6   | 43.0   | 35.7   | 35.7   | 23.9   |
| <u>Sales</u>               |   |               |        |        |        |        |        |        |        |
|                            | Copper cathode (EW)   | ('000 tonnes) | 29.5   | 24.0   | 39.9   | 51.3   | 34.6   | 34.6   | 29.5   |
| (a)                        | Spence operations were commissioned during the December 2006 quarter. |               |        |        |        |        |        |        |        |
| <u>Antamina, Peru</u>      |   |               |        |        |        |        |        |        |        |
|                            | Material mined (100%)   | ('000 tonnes) | 31,145 | 31,289 | 29,095 | 29,336 | 30,026 | 30,026 | 31,145 |
|                            | Sulphide ore milled (100%)  | ('000 tonnes) | 8,344  | 6,955  | 6,518  | 7,729  | 8,133  | 8,133  | 8,344  |
| <u>Average head grades</u> |   |               |        |        |        |        |        |        |        |
|                            | - Copper  | (%)           | 1.15%  | 1.47%  | 1.21%  | 1.38%  | 1.15%  | 1.15%  | 1.15%  |
|                            | - Zinc  | (%)           | 1.17%  | 0.69%  | 1.55%  | 1.46%  | 1.54%  | 1.54%  | 1.17%  |
| <u>Production</u>          |   |               |        |        |        |        |        |        |        |
|                            | Payable copper  | ('000 tonnes) | 27.5   | 29.3   | 24.1   | 30.8   | 28.4   | 28     | 28     |
|                            | Payable zinc  | (tonnes)      | 22,756 | 12,320 | 22,235 | 26,210 | 27,312 | 27,312 | 22,756 |
|                            | Payable silver  | ('000 ounces) | 1,056  | 652    | 803    | 994    | 932    | 932    | 1,056  |
|                            | Payable lead  | (tonnes)      | 448    | 175    | 380    | 575    | 484    | 484    | 448    |
|                            | Payable molybdenum  | (tonnes)      | 693    | 679    | 580    | 590    | 514    | 514    | 693    |

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|                               |                       |               |        |        |        |        |        |        |        |
|-------------------------------|-----------------------|---------------|--------|--------|--------|--------|--------|--------|--------|
|                               | Sales                 |               |        |        |        |        |        |        |        |
|                               | Payable copper        | ('000 tonnes) | 28.5   | 32.6   | 20.4   | 33.5   | 26.7   | 27     | 29     |
|                               | Payable zinc          | (tonnes)      | 25,306 | 12,458 | 16,630 | 29,385 | 26,402 | 26,402 | 25,306 |
|                               | Payable silver        | ('000 ounces) | 917    | 719    | 512    | 940    | 719    | 719    | 917    |
|                               | Payable lead          | (tonnes)      | 334    | 140    | 261    | 461    | 387    | 387    | 334    |
|                               | Payable molybdenum    | (tonnes)      | 662    | 605    | 531    | 837    | 482    | 482    | 662    |
| <b>Cannington, Australia</b>  |                       |               |        |        |        |        |        |        |        |
|                               | Material mined        | ('000 tonnes) | 824    | 808    | 698    | 821    | 724    | 724    | 824    |
|                               | Ore milled            | ('000 tonnes) | 661    | 755    | 726    | 658    | 824    | 824    | 661    |
|                               | Average head grades   |               |        |        |        |        |        |        |        |
|                               | - Silver              | (g/t)         | 478    | 489    | 472    | 397    | 384    | 384    | 478    |
|                               | - Lead                | (%)           | 10.4%  | 10.7%  | 10.7%  | 9.2%   | 8.3%   | 8.3%   | 10.40% |
|                               | - Zinc                | (%)           | 3.5%   | 3.3%   | 3.2%   | 3.8%   | 3.0%   | 3.0%   | 3.50%  |
| <b>Production</b>             |                       |               |        |        |        |        |        |        |        |
|                               | Payable silver        | ('000 ounces) | 8,759  | 10,124 | 9,421  | 7,181  | 8,391  | 8,391  | 8,759  |
|                               | Payable lead          | (tonnes)      | 61,073 | 70,369 | 67,505 | 52,601 | 57,768 | 57,768 | 61,073 |
|                               | Payable zinc          | (tonnes)      | 14,503 | 15,487 | 13,735 | 17,244 | 14,449 | 14,449 | 14,503 |
| <b>Sales</b>                  |                       |               |        |        |        |        |        |        |        |
|                               | Payable silver        | ('000 ounces) | 6,725  | 11,266 | 7,727  | 8,918  | 9,507  | 9,507  | 6,725  |
|                               | Payable lead          | (tonnes)      | 46,148 | 78,325 | 53,167 | 62,997 | 64,980 | 64,980 | 46,148 |
|                               | Payable zinc          | (tonnes)      | 9,257  | 19,577 | 9,629  | 17,710 | 16,949 | 16,949 | 9,257  |
| <b>Olympic Dam, Australia</b> |                       |               |        |        |        |        |        |        |        |
|                               | Material mined (a)    | ('000 tonnes) | 2,424  | 2,520  | 2,333  | 2,397  | 2,628  | 2,628  | 2,424  |
|                               | Ore milled            | ('000 tonnes) | 2,239  | 2,552  | 2,225  | 2,570  | 2,518  | 2,518  | 2,239  |
|                               | Average copper grade  | (%)           | 1.83%  | 1.86%  | 1.86%  | 2.06%  | 2.08%  | 2.08%  | 1.83%  |
|                               | Average uranium grade | kg/t          | 0.57   | 0.63   | 0.59   | 0.58   | 0.56   | 0.56   | 0.57   |

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|  |                           |   |        |        |        |        |        |        |        |
|--|---------------------------|---|--------|--------|--------|--------|--------|--------|--------|
|  | Production                |   |        |        |        |        |        |        |        |
|  | Copper cathode (ER)       | ('000 tonnes)   | 30.6   | 40.2   | 32.9   | 53.2   | 51.9   | 51.9   | 30.6   |
|  | Copper cathode (EW)       | ('000 tonnes)   | 3.0    | 2.6    | 3.1    | 4.4    | 2.9    | 2.9    | 3.0    |
|  | Uranium oxide concentrate | (tonnes)  | 933    | 1,191  | 993    | 1,027  | 1,110  | 1,110  | 933    |
|  | Refined gold              | (fine ounces)   | 17,119 | 24,338 | 18,555 | 20,505 | 27,360 | 27,360 | 17,119 |
|  | Refined silver            | ('000 ounces)   | 193    | 239    | 169    | 179    | 244    | 244    | 193    |
|  |                           |   |        |        |        |        |        |        |        |
|  | Sales                     |   |        |        |        |        |        |        |        |
|  | Copper cathode (ER)       | ('000 tonnes)   | 30.7   | 41.0   | 31.9   | 52.0   | 49.5   | 49.5   | 30.7   |
|  | Copper cathode (EW)       | ('000 tonnes)   | 3.1    | 2.5    | 2.3    | 4.3    | 3.3    | 3.3    | 3.1    |
|  | Uranium oxide concentrate | (tonnes)  | 562    | 346    | 1,182  | 1,610  | 868    | 868    | 562    |
|  | Refined gold              | (fine ounces)   | 20,118 | 21,760 | 19,767 | 19,556 | 26,121 | 26,121 | 20,118 |
|  | Refined silver            | ('000 ounces)   | 192    | 237    | 173    | 185    | 232    | 232    | 192    |
|  |                           |   |        |        |        |        |        |        |        |
|  | (a)                       | Material mined refers to run of mine ore mined and hoisted. |        |        |        |        |        |        |        |
|  |                           |   |        |        |        |        |        |        |        |
|  | <u>Pinto Valley, USA</u>  |   |        |        |        |        |        |        |        |
|  | Production                |   |        |        |        |        |        |        |        |
|  | Copper concentrate (a)    | ('000 tonnes)   | -      | 5.2    | 9.6    | 12.0   | 14.2   | 14.2   | -      |
|  | Copper cathode (EW)       | ('000 tonnes)   | 1.8    | 1.7    | 1.8    | 1.6    | 1.6    | 1.6    | 1.8    |
|  | Payable silver (a)        | ('000 ounces)   | -      | 13.3   | 38.4   | 61.7   | 65.2   | 65.2   | -      |
|  | Payable gold (a)          | ('000 ounces)   | -      | -      | 1.3    | 0.4    | -      | -      | -      |
|  | Payable molybdenum        | (tonnes)  |        |        |        |        | 93.7   | 93.7   | -      |
|  |                           |   |        |        |        |        |        |        |        |
|  | Sales                     |   |        |        |        |        |        |        |        |
|  | Copper concentrate        | ('000 tonnes)   | -      | 2.6    | 7.9    | 12.4   | 14.0   | 14.0   | -      |
|  | Copper cathode (EW)       | ('000 tonnes)   | 0.9    | 0.9    | 4.0    | 1.4    | 1.6    | 1.6    | 0.9    |



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|   |                                    |  |               |      |      |      |      |               |      |  |
|---|------------------------------------|--|---------------|------|------|------|------|---------------|------|--|
|   | Sales                              |  | 6.9           | 13.2 | 13.6 | 8.2  | 10.7 | 10.7          | 6.9  |  |
| <u>Yabulu, Australia (a)</u>  |                                    |  |               |      |      |      |      |               |      |  |
|   | Production                         |  |               |      |      |      |      |               |      |  |
|   | Nickel metal                       |  | 5.5           | 6.0  | 6.2  | 10.3 | 9.1  | 9.1           | 5.5  |  |
|   | Cobalt                             |  | 0.5           | 0.4  | 0.3  | 0.5  | 0.4  | 0.4           | 0.5  |  |
|   | Sales                              |  |               |      |      |      |      |               |      |  |
|   | Nickel metal                       |  | 5.3           | 6.3  | 6.5  | 9.7  | 7.2  | 7.2           | 5.3  |  |
|   | Cobalt                             |  | 0.4           | 0.5  | 0.4  | 0.5  | 0.4  | 0.4           | 0.4  |  |
| (a) Yabulu Extension was commissioned during the March 2008 quarter.    |                                    |  |               |      |      |      |      |               |      |  |
| <u>Nickel West, Australia</u>   |                                    |  |               |      |      |      |      |               |      |  |
|   | Production                         |  |               |      |      |      |      |               |      |  |
|   | Nickel contained in concentrate    |  | -             | 1.2  | 1.3  | 2.8  | 6.4  | 6.4           | -    |  |
|   | Nickel contained in finished matte |  | 3.9           | 8.5  | 10.3 | 4.9  | 0.6  | 0.6           | 3.9  |  |
|   | Nickel metal                       |  | 16.7          | 16.6 | 17.4 | 14.5 | -    | -             | 16.7 |  |
|   | Nickel production                  |  | 20.6          | 26.3 | 29.0 | 22.1 | 7.0  | 7.0           | 20.6 |  |
|   | Sales                              |  |               |      |      |      |      |               |      |  |
|   | Nickel contained in concentrate    |  | -             | 0.9  | 0.6  | 3.8  | 6.1  | 6.1           | -    |  |
|   | Nickel contained in finished matte |  | 6.2           | 9.5  | 9.4  | 7.2  | -    | -             | 6.2  |  |
|   | Nickel metal                       |  | 14.7          | 14.4 | 15.7 | 20.7 | 4.7  | 4.7           | 14.7 |  |
|   | Nickel sales                       |  | 20.9          | 24.8 | 25.7 | 31.7 | 10.8 | 10.8          | 20.9 |  |
| <b>PRODUCTION AND SHIPMENT REPORT</b>                                   |                                    |  |               |      |      |      |      |               |      |  |
|   |                                    |  | QUARTER ENDED |      |      |      |      | QUARTER ENDED |      |  |
|   |                                    |  | SEPT          | DEC  | MAR  | JUNE | SEPT | SEPT          | SEPT |  |
|   |                                    |  | 2007          | 2007 | 2008 | 2008 | 2008 | 2008          | 2007 |  |
| <b>IRON ORE</b>   |                                    |  |               |      |      |      |      |               |      |  |
| BHP Billiton attributable production and sales unless otherwise stated. |                                    |  |               |      |      |      |      |               |      |  |
| ('000 tonnes)   |                                    |  |               |      |      |      |      |               |      |  |
| <b>IRON ORE (a)</b>   |                                    |  |               |      |      |      |      |               |      |  |
| <u>Pilbara, Australia</u>   |                                    |  |               |      |      |      |      |               |      |  |

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|   |                            |   |               |        |        |        |        |               |        |
|---|----------------------------|---|---------------|--------|--------|--------|--------|---------------|--------|
|   | Production                 |   |               |        |        |        |        |               |        |
|   | Mt Newman Joint Venture    |   | 7,904         | 8,147  | 7,265  | 7,013  | 7,210  | 7,210         | 7,904  |
|   | Goldsworthy Joint Venture  |   | 134           | 170    | 386    | 251    | 232    | 232           | 134    |
|   | Area C Joint Venture       |   | 4,916         | 6,474  | 7,114  | 8,626  | 9,209  | 9,209         | 4,916  |
|   | Yandi Joint Venture        |   | 9,823         | 9,770  | 10,061 | 10,622 | 8,961  | 8,961         | 9,823  |
|   | Jimblebar                  |   | 1,157         | 1,248  | 1,660  | 1,054  | 1,461  | 1,461         | 1,157  |
|   | Total (BHP Billiton share) |   | 23,934        | 25,809 | 26,486 | 27,567 | 27,073 | 27,073        | 23,934 |
|   | Total production (100%)    |   | 28,159        | 30,363 | 31,160 | 32,432 | 31,851 | 31,851        | 28,159 |
|   | Shipments                  |   |               |        |        |        |        |               |        |
|   | Lump                       |   | 6,076         | 7,179  | 7,603  | 8,282  | 9,172  | 9,172         | 6,076  |
|   | Fines                      |   | 17,979        | 18,847 | 19,714 | 19,881 | 19,013 | 19,013        | 17,979 |
|   | Total (BHP Billiton share) |   | 24,055        | 26,026 | 27,317 | 28,164 | 28,185 | 28,185        | 24,055 |
|   | Total sales (100%)         |   | 28,300        | 30,619 | 32,138 | 33,134 | 33,159 | 33,159        | 28,300 |
|   | (a)                        | Iron ore production and shipments are reported on a wet tonnes basis. |               |        |        |        |        |               |        |
| <u>Samarco, Brazil</u>  |                            |   |               |        |        |        |        |               |        |
|   | Production                 |   | 2,067         | 2,107  | 1,933  | 2,357  | 2,751  | 2,751         | 2,067  |
|   | Shipments                  |   | 1,850         | 2,316  | 1,589  | 2,234  | 2,836  | 2,836         | 1,850  |
| <b>PRODUCTION AND SHIPMENT REPORT</b>                                   |                            |   |               |        |        |        |        |               |        |
|   |                            |   | QUARTER ENDED |        |        |        |        | QUARTER ENDED |        |
|   |                            |   | SEPT          | DEC    | MAR    | JUNE   | SEPT   | SEPT          | SEPT   |
|   |                            |   | 2007          | 2007   | 2008   | 2008   | 2008   | 2008          | 2007   |
| <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)    |   | 572           | 709    | 877    | 882    | 929    | 929           | 572    |

|   |                                |  |       |               |       |       |       |               |       |
|---|--------------------------------|--|-------|---------------|-------|-------|-------|---------------|-------|
| <u>Australia</u>  |                                |  |       |               |       |       |       |               |       |
|   | Saleable production (a)        |  | 873   | 904           | 789   | 969   | 901   | 901           | 873   |
|   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
| MANGANESE ALLOY   |                                |  |       |               |       |       |       |               |       |
| <u>South Africa</u>   |                                |  |       |               |       |       |       |               |       |
|   | Saleable production (a)<br>(b) |  | 123   | 141           | 125   | 124   | 133   | 133           | 123   |
|   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
| <u>Australia</u>  |                                |  |       |               |       |       |       |               |       |
|   | Saleable production (a)        |  | 61    | 68            | 67    | 66    | 70    | 70            | 61    |
|   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
|   | (a)                            | Shown on 100% basis.BHP Billiton interest in saleable production is 60%. |       |               |       |       |       |               |       |
|   | (b)                            | Production includes Medium Carbon Ferro Manganese.                       |       |               |       |       |       |               |       |
| PRODUCTION AND SHIPMENT REPORT  |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       | QUARTER ENDED |       |       |       | QUARTER ENDED |       |
|   |                                |  | SEPT  | DEC           | MAR   | JUNE  | SEPT  | SEPT          | SEPT  |
|   |                                |  | 2007  | 2007          | 2008  | 2008  | 2008  | 2008          | 2007  |
| METALLURGICAL COAL  |                                |  |       |               |       |       |       |               |       |
| BHP Billiton attributable production and sales unless otherwise stated. |                                |  |       |               |       |       |       |               |       |
| ('000 tonnes)   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
| METALLURGICAL COAL (a)  |                                |  |       |               |       |       |       |               |       |
| <u>Queensland, Australia</u>  |                                |  |       |               |       |       |       |               |       |
|   | Production                     |  |       |               |       |       |       |               |       |
|   | <u>BMA</u>                     |  |       |               |       |       |       |               |       |
|   | Blackwater                     |  | 1,407 | 1,370         | 1,345 | 1,510 | 1,457 | 1,457         | 1,407 |
|   | Goonyella                      |  | 1,677 | 1,505         | 1,117 | 1,737 | 1,699 | 1,699         | 1,677 |
|   | Peak Downs                     |  | 881   | 1,243         | 849   | 1,121 | 914   | 914           | 881   |
|   | Saraji                         |  | 777   | 890           | 376   | 853   | 1,104 | 1,104         | 777   |
|   | Norwich Park                   |  | 502   | 576           | 306   | 642   | 439   | 439           | 502   |
|   | Gregory Joint Venture          |  | 673   | 554           | 239   | 644   | 771   | 771           | 673   |
|   | BMA total                      |  | 5,917 | 6,138         | 4,232 | 6,508 | 6,384 | 6,384         | 5,917 |
|   |                                |  |       |               |       |       |       |               |       |
|   |                                |  |       |               |       |       |       |               |       |
|   | <u>BHP Mitsui Coal (b)</u>     |  |       |               |       |       |       |               |       |
|   | South Walker Creek             |  | 939   | 868           | 438   | 617   | 1,049 | 1,049         | 939   |

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|   |   |  |               |        |        |        |       |               |        |
|---|---|--|---------------|--------|--------|--------|-------|---------------|--------|
|   | Poitrel   |  | 515           | 658    | 409    | 688    | 584   | 584           | 515    |
|   | BHP Mitsui Coal total   |  | 1,454         | 1,526  | 847    | 1,306  | 1,633 | 1,633         | 1,454  |
|   | <u>Queensland total</u>   |  | 7,371         | 7,664  | 5,079  | 7,814  | 8,017 | 8,017         | 7,371  |
|   | Shipments   |  |               |        |        |        |       |               |        |
|   | Coking coal   |  | 5,479         | 5,875  | 3,790  | 5,275  | 5,923 | 5,923         | 5,479  |
|   | Weak coking coal  |  | 1,668         | 1,966  | 1,726  | 1,442  | 1,961 | 1,961         | 1,668  |
|   | Thermal coal  |  | 516           | 328    | 497    | 491    | 462   | 462           | 516    |
|   | Total   |  | 7,663         | 8,169  | 6,013  | 7,207  | 8,346 | 8,346         | 7,663  |
| (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%.   |  |               |        |        |        |       |               |        |
| <u>Illawarra, Australia</u>   |   |  |               |        |        |        |       |               |        |
|   | Production  |  | 2,201         | 1,979  | 1,767  | 1,318  | 1,193 | 1,193         | 2,201  |
|   | Shipments   |  |               |        |        |        |       |               |        |
|   | Coking coal   |  | 1,906         | 1,851  | 1,549  | 1,097  | 895   | 895           | 1,906  |
|   | Thermal coal  |  | 199           | 290    | 194    | 157    | 160   | 160           | 199    |
|   | Total   |  | 2,105         | 2,141  | 1,743  | 1,254  | 1,055 | 1,055         | 2,105  |
| <b>PRODUCTION AND SHIPMENT REPORT</b>                                   |   |  |               |        |        |        |       |               |        |
|   |   |  | QUARTER ENDED |        |        |        |       | QUARTER ENDED |        |
|   |   |  | SEPT          | DEC    | MAR    | JUNE   | SEPT  | SEPT          | SEPT   |
|   |   |  | 2007          | 2007   | 2008   | 2008   | 2008  | 2008          | 2007   |
| <b>ENERGY COAL</b>  |   |  |               |        |        |        |       |               |        |
| BHP Billiton attributable production and sales unless otherwise stated. |   |  |               |        |        |        |       |               |        |
| ('000 tonnes)   |   |  |               |        |        |        |       |               |        |
| <u>South Africa (a)</u>   |   |  |               |        |        |        |       |               |        |
|   | Production  |  | 11,706        | 11,277 | 11,129 | 10,960 | 9,009 | 9,009         | 11,706 |
|   | Sales   |  |               |        |        |        |       |               |        |
|   | Export  |  | 4,207         | 4,269  | 3,119  | 3,989  | 2,329 | 2,329         | 4,207  |
|   | Local utility   |  | 7,063         | 7,351  | 7,430  | 7,381  | 7,066 | 7,066         | 7,063  |
|   | Inland  |  | 388           | 209    | 190    | 487    | 376   | 376           | 388    |
|   | Total   |  | 11,658        | 11,829 | 10,739 | 11,857 | 9,771 | 9,771         | 11,658 |



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|                                 |                       |   |       |       |       |       |       |       |       |
|---------------------------------|-----------------------|---|-------|-------|-------|-------|-------|-------|-------|
|                                 | (a)                   | Comparative periods include production from the South African Optimum operations, which was sold effective from 1 July 2007 |       |       |       |       |       |       |       |
| <u>New Mexico, USA</u>          |                       |   |       |       |       |       |       |       |       |
|                                 | Production            |   |       |       |       |       |       |       |       |
|                                 | Navajo Coal           |   | 1,548 | 1,899 | 1,800 | 2,286 | 2,064 | 2,064 | 1,548 |
|                                 | San Juan Coal         |   | 963   | 1,772 | 836   | 2,548 | 1,941 | 1,941 | 963   |
|                                 | Total                 |   | 2,511 | 3,671 | 2,636 | 4,834 | 4,005 | 4,005 | 2,511 |
|                                 | Sales - local utility |   | 3,693 | 3,254 | 2,573 | 3,207 | 3,660 | 3,660 | 3,693 |
| <u>Hunter Valley, Australia</u> |                       |   |       |       |       |       |       |       |       |
|                                 | Production            |   | 2,918 | 2,959 | 2,965 | 2,934 | 2,975 | 2,975 | 2,918 |
|                                 | Sales                 |   |       |       |       |       |       |       |       |
|                                 | Export                |   | 1,423 | 1,892 | 1,842 | 2,549 | 1,849 | 1,849 | 1,423 |
|                                 | Inland                |   | 1,179 | 985   | 791   | 512   | 946   | 946   | 1,179 |
|                                 | Total                 |   | 2,602 | 2,877 | 2,633 | 3,061 | 2,795 | 2,795 | 2,602 |
| <u>Cerrejon Coal, Colombia</u>  |                       |   |       |       |       |       |       |       |       |
|                                 | Production            |   | 2,488 | 2,702 | 2,553 | 2,625 | 2,807 | 2,807 | 2,488 |
|                                 | Sales - export        |   | 2,761 | 2,334 | 2,534 | 2,547 | 2,593 | 2,593 | 2,761 |

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**

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## 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: 22 October 2008

By: Jane McAloon

\_\_\_\_\_  
Name: Jane McAloon  
Title: Group Company Secretary