

BHP BILLITON PLC  
Form 6-K  
July 29, 2008

---

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

July 28, 2008

**BHP Billiton Plc**

\_\_\_\_\_  
(Translation of registrant's name into English)

\_\_\_\_\_  
Neathouse Place London SW1V 1BH United Kingdom

\_\_\_\_\_  
(Address of principal executive office)

\_\_\_\_\_  
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  No

\_\_\_\_\_  
If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES  
FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS  
(Rules 8.1(a) and (b)(i) of the City Code on Takeovers and Mergers)

## 1. KEY INFORMATION

Name of person dealing (Note 1)	Clinton Dines
Company dealt in	BHP Billiton Limited
Class of relevant security to which the dealings being disclosed relate (Note 2)	Ordinary shares
Date of dealing	See sections 3 (a) and 3 (d) below

## 2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

(a) Interests and short positions (following dealing) in the class of relevant security dealt in (Note 3)

	Long	Short
	Number (%)	Number (%)
(1) Relevant securities	32,346 Ordinary shares in BHP Billiton Limited	(0.00096%)
(2) Derivatives (other than options)	N/A	N/A
(3) Options and agreements to purchase/sell	N/A	N/A
Total	32,346 Ordinary shares in BHP Billiton Limited	(0.00096%)

(b) Interests and short positions in relevant securities of the company, other than the class dealt in (Note 3)

Class of relevant security:	Long	Short
	Number (%)	Number (%)
(1) Relevant securities	N/A	N/A
(2) Derivatives (other than options)	N/A	N/A
	N/A	N/A

(3) Options and agreements to purchase/sell		
Total	N/A	N/A

## (c) Rights to subscribe (Note 3)

Class of relevant security:	Details
Ordinary shares in BHP Billiton Limited	<p>1,000 shares under loan held under the Employee Share Plan 1990</p> <p>1,000 shares under loan held under the Employee Share Plan 1991</p> <p>1,000 shares under loan held under the Employee Share Plan 1992</p> <p>1,000 shares under loan held under the Employee Share Plan 1993</p> <p>1,000 shares under loan held under the Employee Share Plan 1994</p> <p>1,000 shares under loan held under the Employee Share Plan 1995</p> <p>500 shares under loan held under the Employee Share Plan 1997</p> <p>15,489 priced options (A\$14.30) awarded under the Employee Share Plan 1999</p> <p>36,140 priced options (A\$18.00) awarded under the Employee Share Plan 2000</p> <p>36,180 priced options (A\$8.29) awarded under the Employee Share Plan 2001</p> <p>3,899 Deferred Shares awarded under the Group Incentive Scheme 2004</p> <p>10,043 Deferred Shares awarded under the Group Incentive Scheme 2005</p> <p>6,710 Deferred Shares awarded under the Group Incentive Scheme 2006</p> <p>4,517 Deferred Shares awarded under the Group Incentive Scheme 2007</p> <p>3,880 Performance Shares awarded under the Group Incentive Scheme 2003</p> <p>3,899 Performance Shares awarded under the Group Incentive Scheme 2004</p> <p>20,000 Performance Shares awarded under the</p>

	Long Term Incentive Plan 2005 15,000 Performance Shares awarded under the Long Term Incentive Plan 2006 15,000 Performance Shares awarded under the Long Term Incentive Plan 2007
--	---

**3. DEALINGS** (Note 4)

## (a) Purchases and sales

Purchase/sale	Number of securities	Price per unit (Note 5)
Sale (following the exercises described in section 3 (d))	23,776 Ordinary shares	A\$45.44

## (b) Derivatives transactions (other than options)

Product name, e.g. CFD	Long/short (Note 6)	Number of securities (Note 7)	Price per unit (Note 5)
N/A			

## (c) Options transactions in respect of existing securities

## (i) Writing, selling, purchasing or varying

Product name, e.g. call option	Writing, selling, purchasing, varying etc.	Number of securities to which the option relates (Note 7)	Exercise price	Type, e.g. American, European etc.	Expiry date	Option money paid/received per unit (Note 5)
N/A						

## (ii) Exercising

Product name, e.g. call option	Number of securities	Exercise price per unit (Note 5)
N/A		

## (d) Other dealings (including new securities) (Note 4)

Nature of transaction (Note 8)	Details	Price per unit (if applicable) (Note 5)
Exercise on 24/06/08	12,122 Performance Shares awarded under the Group Incentive Scheme 2002	Nil
Exercise on 24/06/08	2,425 Deferred Shares awarded under the Group Incentive Scheme 2003	Nil
Exercise on 25/06/08	9,229 price options (A\$11.11) awarded under the 2003 Group Incentive Scheme	A\$11.11

**4. OTHER INFORMATION**

## Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.
None

Is a Supplemental Form 8 attached? (Note 9) NO

Date of disclosure	28 July 2008
Contact name	Ines Watson
Telephone number	+44 20 7802 4176
Name of offeree/offeree with which Associated	BHP Billiton Limited
Specify category and nature of Associate status (Note 10)	Category (3) - directors (together with their close relatives and related trusts) of subsidiaries of BHP Billiton Plc and BHP Billiton Ltd and fellow subsidiaries and their associated companies

Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

**BHP Billiton Limited ABN 49 004 028 077**

Registered in Australia

Registered Office: Level 27, 180 Lonsdale Street

Melbourne Victoria 3000

Telephone +61 1300 554 757 Facsimile +61 3 9609 3015

**BHP Billiton Plc Registration number 3196209**

Registered in England and Wales

Registered Office: Neathouse Place London SW1V 1BH

United Kingdom

Telephone +44 20 7802 4000 Facsimile +44 20 7802 4111

The BHP Billiton Group is headquartered in Australia

---







***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 Plc

Date: 28 July 2008

By: Jane McAloon

Name: Jane McAloon Title: Group Company Secretary

---