

BHP BILLITON PLC  
Form 6-K  
September 17, 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

September 16, 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

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FORM 8.1

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)	See attached Schedule
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 attached Schedule

## 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	See attached Schedule (Part A)	N/A
(2) Derivatives (other than options)	N/A	N/A
(3) Options and agreements to purchase/sell	N/A	N/A
Total	See attached Schedule (Part A)	N/A

(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	See attached Schedule (Part B)	N/A
(2) Derivatives (other than options)	N/A	N/A
	N/A	N/A

(3) Options and agreements to purchase/sell		
Total	See attached Schedule (Part B)	N/A

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

Class of relevant security:	Details
See attached Schedule (Part C)	

**3. DEALINGS** (Note 4)

## (a) Purchases and sales

Purchase/sale	Number of securities	Price per unit (Note 5)
See attached Schedule (Part D)		

## (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)
See attached Schedule (Part E)			

## (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)
See attached Schedule						

(Part F)						
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## (ii) Exercising

Product name, e.g. call option	Number of securities	Exercise price per unit (Note 5)
See attached Schedule (Part G)		

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

Nature of transaction (Note 8)	Details	Price per unit (if applicable) (Note 5)
See attached Schedule (Part H)		

**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	16 September 2008
Contact name	Ines Watson
Telephone number	+44 20 7802 4176
Name of offeree/offerer 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
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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)

SCHEDULE  
Form 8.1 Aggregated Dealings Disclosure

Part A - Interests and short positions (following dealing) in the class of relevant security dealt in

Name	Holding of relevant securities (excl. relevant securities under option)		Holding of relevant securities under option		Holding of derivatives other than options		Total	
	Long Number	%	Short Number	%	Long Number	%	Short Number	%
Alan Goh	4,012						4,012	
	Ordinary shares in BHP Billiton Limited						Ordinary shares in BHP Billiton Limited	
	(0.00012%)						(0.00012%)	
Philip David Clark	50,329						50,329	
	Ordinary shares in BHP Billiton Limited						Ordinary shares in BHP Billiton Limited	
	(0.00150%)						(0.00150%)	
Kirsten Gray	28,008						28,008	
	Ordinary shares in BHP Billiton Limited						Ordinary shares in BHP Billiton Limited	
	(0.00083%)						(0.00083%)	

Part B - Interests and short positions in relevant securities of the company, other than the class dealt in

Name			Total

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	Holding of relevant securities (excl. relevant securities under option)		Holding of relevant securities under option		Holding of derivatives other than options			
	Long Number %	Short Number %	Long Number %	Short Number %	Long Number %	Short Number %	Long Number %	Short Number %
N/A								

Part C - Rights to subscribe

Name	Details
Philip David Clark	<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>3,231 Deferred Shares awarded under the Group Incentive Scheme 2007</p> <p>15,000 Performance Shares awarded under the Long Term Incentive Plan 2004</p> <p>15,000 Performance Shares awarded under the Long Term Incentive Plan 2005</p> <p>15,000 Performance Shares awarded under the Long Term Incentive Plan 2006</p> <p>15,000 Performance Shares awarded under the Long Term Incentive Plan 2007</p>
Kirsten Gray	500 shares under loan held under the Employee Share Plan 1997

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16,521 priced options (AUD 15.39) held under the Group Incentive Scheme 2004
8,140 priced options (AUD 21.91) held under the Group Incentive Scheme 2005
4,196 priced options (AUD 26.28) held under the Group Incentive Scheme 2006
2,406 Performance Shares awarded under the Group Incentive Scheme 2003
1,086 Deferred Shares awarded under the Group Incentive Scheme 2007
3,000 Performance Shares awarded under the Long Term Incentive Plan 2004
3,600 Performance Shares awarded under the Long Term Incentive Plan 2005
7,500 Performance Shares awarded under the Long Term Incentive Plan 2006
7,500 Performance Shares awarded under the Long Term Incentive Plan 2007

Part D - Purchases and Sales

Name	Date of dealing	Purchase/Sale	Number of relevant securities	Price per unit
N/A				

Part E - Derivative Transactions

Name	Date of dealing	Product name (e.g. contract for difference)	long/short	Number of relevant securities	Price per relevant security
N/A					

Part F - Writing, selling, purchasing or varying options

Name	Writing, selling, purchasing,	Number of securities to which the	Exercise price	Type, e.g. American, European	Expiry date	Option money

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	varying etc.	option relates		etc.		paid/ received per unit
N/A						

Part G - Exercising Options

Name	Date of exercise	Product name (e.g. option/award)	Number of relevant securities acquired	Exercise price per relevant security
N/A				

Part H - Other dealings

Name	Date of exercise	Number of securities to which the dealing relates	Nature of transaction	Details	Price per unit (if applicable)
Philip David Clark	26.08.08	4,145	Exercise	Deferred Shares awarded under the Group Incentive Scheme 2006	Nil
Kirsten Gray	20.08.08	11,450	Exercise	Deferred Shares awarded under the Group Incentive Scheme 2003	AUD 11.11

**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: 16 September 2008

By: Jane McAloon

Name: Jane McAloon Title: Group Company Secretary

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