

BP PLC  
Form 6-K  
September 16, 2009

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 6-K**

**Report of Foreign Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

for the period ended 16 September 2009

**BP p.l.c.**

(Translation of registrant's name into English)

**1 ST JAMES'S SQUARE, LONDON, SW1Y 4PD, ENGLAND**  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual  
reports under cover Form 20-F or Form 40-F.

Form 20-F        Form 40-F  
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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      |X|  
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BP p.l.c.

Voting Rights and Capital - Transparency Directive Disclosure

London  
16 September 2009

Pursuant to Disclosure and Transparency Rule 5.5:-

- BP p.l.c. (the 'Company') announces that following the transfer of 1,304,449 ordinary shares to participants in its employee share schemes announced earlier today, the company holds 1,874,551,557 ordinary shares in treasury and has 18,748,334,933 ordinary shares in issue (excluding Treasury shares).
- The Company announces in accordance with DTR 5.5.1 that the percentage of voting rights attributable to those shares it holds in treasury following that transfer is 9.99%. These shares are not taken into consideration in relation to the payment of dividends and voting at shareholders' meetings.

**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.

BP p.l.c.  
(Registrant)

Dated: 16 September 2009

/s/ D. J. PEARL  
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D. J. PEARL  
Deputy Company Secretary