

BHP BILLITON LTD  
Form 6-K  
November 29, 2007

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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

November 28, 2007

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**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

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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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28 November 2007

To: Australian Securities Exchange

London Stock Exchange

cc: New York Stock Exchange

Swiss Stock Exchange

JSE Limited

Deutsche Bank

UBS Zurich

For Announcement to the Market

Please find attached the results of the business conducted at the meetings of shareholders of BHP Billiton Limited ("Limited") held in Adelaide, Australia on **28 November 2007** and BHP Billiton Plc ("Plc") held in London, United Kingdom on **25 October 2007**.

As required by the Dual Listed Companies Structure, a poll was conducted on each of the proposed resolutions. Each resolution is a Joint Electorate Action. The poll results for BHP Billiton Limited and BHP Billiton Plc are attached.

The final proxy position for each company (excluding the proxy votes carried from one meeting to the other meeting by the Special Voting Shares) is detailed in Appendix 1.

Jane McAloon  
Group Company Secretary

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The poll results for BHP Billiton Limited and BHP Billiton Plc as follows:

	<u>Business</u>	<u>Votes</u> <u>For</u>	<u>Votes</u> <u>Against</u>	<u>Votes</u> <u>Abstained</u>	<u>Result</u>
1	To receive the Financial Statements & Reports for BHP Billiton Plc (an ordinary resolution)	2,886,951,738	8,862,579	5,392,057	CARRIED
2	To receive the Financial Statements & Reports for BHP Billiton Limited (an ordinary resolution)	2,888,436,602	7,797,288	5,029,083	CARRIED
3	To re-elect Mr D A Crawford as a Director of BHP Billiton Plc (an ordinary resolution)	2,844,356,727	11,267,783	45,639,950	CARRIED
4	To re-elect Mr D A Crawford as a Director of BHP Billiton Limited (an ordinary resolution)	2,844,725,449	11,119,591	45,424,260	CARRIED
5	To re-elect Mr D R Argus as a Director of BHP Billiton Plc (an ordinary resolution)	2,828,319,011	33,399,854	39,543,537	CARRIED
6	To re-elect Mr D R Argus as a Director of BHP Billiton Limited (an ordinary resolution)	2,821,693,040	33,415,670	46,167,224	CARRIED
7	To re-elect Mr C A S Cordeiro as a Director of BHP Billiton Plc (an ordinary resolution)	2,858,433,932	4,054,292	38,771,896	CARRIED
8	To re-elect Mr C A S Cordeiro as a Director of BHP Billiton Limited (an ordinary resolution)	2,858,459,202	4,156,429	38,653,329	CARRIED

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9	To re-elect The Hon E G de Planque as a Director of BHP Billiton Plc (an ordinary resolution)	2,857,824,982	4,242,548	39,192,362	CARRIED
10	To re-elect The Hon E G de Planque as a Director of BHP Billiton Limited (an ordinary resolution)	2,858,178,899	4,081,225	39,010,244	CARRIED
11	To re-elect Dr D A L Jenkins as a Director of BHP Billiton Plc (an ordinary resolution)	2,857,482,347	4,144,367	39,508,125	CARRIED
12	To re-elect Dr D A L Jenkins as a Director of BHP Billiton Limited (an ordinary resolution)	2,857,618,485	4,162,122	39,364,072	CARRIED
13	To reappoint KPMG Audit Plc as auditor of BHP Billiton Plc (an ordinary resolution)	2,888,640,760	7,048,031	5,462,259	CARRIED
14	To renew the general authority to allot shares in BHP Billiton Plc (an ordinary resolution)	2,733,622,810	160,014,973	7,496,294	CARRIED
15	To renew the disapplication of pre-emption rights in BHP Billiton Plc (an ordinary resolution)	2,732,873,386	147,245,039	21,051,581	CARRIED
16	To approve the repurchase of shares in BHP Billiton Plc (an ordinary resolution)	2,890,258,644	4,186,691	6,652,377	CARRIED
17	To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on each of the following dates (each one a special resolution):				

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17(i)	31 December 2007	2,880,188,362	2,389,768	18,588,597	CARRIED
17(ii)	15 February 2008	2,879,609,490	2,974,871	18,564,366	CARRIED
17(iii)	30 April 2008	2,880,149,524	2,417,743	18,581,460	CARRIED
17(iv)	31 May 2008	2,880,104,489	2,440,876	18,603,462	CARRIED
17(v)	15 June 2008	2,880,113,435	2,440,560	18,594,832	CARRIED
17(vi)	31 July 2008	2,880,147,727	2,412,952	8,706,100	CARRIED
17(vii)	15 September 2008	2,880,182,345	2,349,055	18,624,998	CARRIED
17(viii)	30 November 2008	2,880,116,900	2,390,785	18,649,013	CARRIED
18	To approve the 2007 Remuneration Report (a non-binding resolution)	2,713,102,354	149,286,177	28,668,039	CARRIED
19	To approve the grant of awards to Mr M J Kloppers under the GIS and the LTIP (an ordinary resolution)	2,826,358,823	55,062,227	8,432,142	CARRIED

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20	To approve the grant of awards to Mr C W Goodyear under the GIS (an ordinary resolution)	2,739,014,583	141,434,937	8,413,425	CARRIED
21	To approve the amendment to the Articles of Association of BHP Billiton Plc (a special resolution)	2,869,563,151	13,640,901	17,941,189	CARRIED
22	To approve the amendment to the Constitution of BHP Billiton Limited (a special resolution)	2,870,450,087	12,955,984	17,742,981	CARRIED

Appendix 1

BHP Billiton Limited & BHP Billiton Plc - Final Proxy Position

		<u>Limited</u>	<u>Plc</u>
1	To receive the Financial Statements & Reports for BHP Billiton Plc		
	-	1,450,430,313	1,453,599,680
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	● was to vote for the resolution	1,352,508,393	1,447,500,741
	● was to vote against the resolution	2,985,466	5,888,905
	● was to abstain on the resolution	5,022,835	369,222

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	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	94,936,454	210,034
2	To receive the Financial Statements & Reports for BHP Billiton Limited		
	-	1,450,791,476	1,453,597,250
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,354,014,265	1,447,482,995
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	1,929,640	5,879,440
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	4,657,431	371,652
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	94,847,571	234,815
3	To re-elect Mr D A Crawford as a Director of BHP Billiton Plc		
	-	1,450,927,688	1,412,854,452
	Total number of proxy votes exercisable by all proxies validly appointed		

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,350,990,714	1,406,244,228
● was to vote against the resolution	4,757,886	6,383,674
● was to abstain on the resolution	4,525,500	41,114,450
● may vote at the proxy's discretion	95,179,088	226,550

4 To re-elect Mr D A Crawford as a Director of BHP Billiton Limited

	1,451,146,488	1,412,851,342
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Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,351,192,411	1,406,215,096
● was to vote against the resolution	4,739,662	6,380,974
	4,306,700	41,117,560



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	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>		
		95,214,415	255,272
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>		
5	To re-elect Mr D R Argus as a Director of BHP Billiton Plc		
	-	1,450,221,021	1,419,657,532
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,347,291,118	1,393,823,534
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	7,815,263	25,608,948
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	5,232,167	34,311,370
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,114,640	225,050
6	To re-elect Mr D R Argus as a Director of BHP Billiton Limited		
	-	1,450,404,980	1,412,849,038
	Total number of proxy votes exercisable by all proxies validly appointed		

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

	1,347,572,228	1,386,988,255
● was to vote for the resolution		
	7,822,848	25,609,812
● was to vote against the resolution		
	5,047,360	41,119,864
● was to abstain on the resolution		
	95,009,904	250,971
● may vote at the proxy's discretion		

7 To re-elect Mr C A S Cordeiro as a Director of BHP Billiton Plc

1,450,838,922 1,419,811,232

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

	1,352,583,547	1,418,550,001
● was to vote for the resolution		
	2,738,304	1,031,150
● was to vote against the resolution		

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	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	4,614,226	34,157,670
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,517,071	230,081
8	<p>To re-elect Mr C A S Cordeiro as a Director of BHP Billiton Limited</p> <p style="text-align: center;">-</p> <p>Total number of proxy votes exercisable by all proxies validly appointed</p> <p style="text-align: center;">-</p> <p>Total number of proxy votes in respect of which the appointments specified that the proxy -</p>	1,450,959,789	1,419,808,932
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,352,915,672	1,418,523,253
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	2,715,980	1,029,877
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	4,493,359	34,159,970
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,328,137	255,802
9	<p>To re-elect The Hon E G de Planque as a Director of BHP Billiton Plc</p> <p style="text-align: center;">-</p> <p>Total number of proxy votes exercisable by all proxies validly</p>	1,450,495,111	1,419,734,577

appointed

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Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,351,835,983	1,418,458,897
● was to vote against the resolution	3,016,787	1,045,048
● was to abstain on the resolution	4,958,037	34,234,325
● may vote at the proxy's discretion	95,642,341	230,632

10 To re-elect The Hon E G de Planque as a Director of BHP Billiton Limited

1,450,679,529 1,419,732,277

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,352,401,774	1,418,432,813
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	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	2,984,937	1,043,675
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	4,773,619	34,236,625
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,292,818	255,789
11	To re-elect Dr D A L Jenkins as a Director of BHP Billiton Plc		
	-	1,450,178,388	1,419,735,537
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,351,627,193	1,418,395,049
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	3,010,000	1,111,607
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	5,274,760	34,233,365
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,541,195	228,881
12	To re-elect Dr D A L Jenkins as a Director of BHP Billiton		

Limited

1,450,324,741 1,419,733,237

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

1,351,855,995 1,418,357,801

- was to vote for the resolution

3,019,379 1,120,334

- was to vote against the resolution

5,128,407 34,235,665

- was to abstain on the resolution

95,449,367 255,102

- may vote at the proxy's discretion

13 To reappoint KPMG Audit Plc as auditor of BHP Billiton Plc

1,450,424,631 1,453,435,940

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,353,387,446	1,447,747,049
● was to vote against the resolution	1,641,427	5,467,438
● was to abstain on the resolution	5,028,517	433,742
● may vote at the proxy's discretion	95,395,758	221,453

14 To renew the general authority to allot shares in BHP Billiton Plc

1,448,295,169 1,453,527,025

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,336,437,637	1,309,388,307
● was to vote against the resolution	15,990,417	143,905,458

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	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	7,153,637	342,657
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,867,115	233,260
15	To renew the disapplication of pre-emption rights in BHP Billiton Plc		
	-	1,446,556,674	1,441,714,575
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,341,978,168	1,302,875,651
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	8,268,294	138,610,736
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	8,896,474	12,155,107
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	96,310,212	228,188
16	To approve the repurchase of shares in BHP Billiton Plc		
	-	1,449,136,264	1,453,526,682



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Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,347,529,927	1,452,888,383
● was to vote against the resolution	3,764,177	402,532
● was to abstain on the resolution	6,309,377	343,000
● may vote at the proxy's discretion	97,842,160	235,767

17 To approve the cancellation of shares in BHP Billiton Plc held by BHP Billiton Limited on each of the following dates:

17(i) 31 December 2007

-	1,445,567,356	1,445,164,746
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Total number of proxy votes exercisable by all proxies validly appointed

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Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,346,167,527	1,444,900,664
● was to vote against the resolution	2,285,481	23,791
● was to abstain on the resolution	9,883,661	8,704,936
● may vote at the proxy's discretion	97,114,348	240,291

17(ii) 15 February 2008

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,346,011,857	1,444,294,077
● was to vote against the resolution	2,265,073	629,264
● was to abstain on the resolution	9,858,366	8,706,000
	97,315,721	240,341

- may vote at the proxy's discretion

17(iii) 30 April 2008

-	1,445,574,593	1,445,164,646
-		
Total number of proxy votes exercisable by all proxies validly appointed		

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,345,944,032	1,444,899,127
● was to vote against the resolution	2,312,436	24,678
● was to abstain on the resolution	9,876,424	8,705,036
● may vote at the proxy's discretion	97,318,125	240,841

17(iv) 31 May 2008

-	1,445,552,591	1,445,164,646
-		
Total number of proxy votes exercisable by all proxies validly appointed		

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,345,927,217	1,444,845,516
● was to vote against the resolution	2,281,632	77,970
● was to abstain on the resolution	9,898,426	8,705,036
● may vote at the proxy's discretion	97,343,742	241,160

17(v) 15 June 2008

1,445,562,285 1,445,163,582

-

Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,345,887,336	1,444,898,562
● was to vote against the resolution	2,335,453	24,678
● was to abstain on the resolution	9,888,732	8,706,100

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	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	97,339,496	240,342
17 (vi)	31 July 2008		
	-	1,445,560,398	1,445,163,582
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,345,798,003	1,444,898,063
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	2,383,945	24,678
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	9,890,619	8,706,100
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	97,378,450	240,841
17(vii)	15 September 2008		
	-	1,445,532,651	1,445,163,050
	Total number of proxy votes exercisable by all proxies validly appointed		

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,345,820,988	1,444,898,235
● was to vote against the resolution	2,320,641	23,650
● was to abstain on the resolution	9,918,366	8,706,632
● may vote at the proxy's discretion	97,391,022	241,165

17(viii) 30 November 2008

	1,445,581,822	1,445,089,864
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Total number of proxy votes exercisable by all proxies validly appointed

-

Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,345,674,264	1,444,820,194
● was to vote against the resolution	2,362,310	24,146
● was to abstain on the resolution	9,869,195	8,779,818

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	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	97,545,248	245,524
18	To approve the 2007 Remuneration Report		
	-	1,445,296,919	1,425,202,706
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	<ul style="list-style-type: none"> <li>● was to vote for the resolution</li> </ul>	1,335,209,222	1,289,464,054
	<ul style="list-style-type: none"> <li>● was to vote against the resolution</li> </ul>	14,116,045	135,499,859
	<ul style="list-style-type: none"> <li>● was to abstain on the resolution</li> </ul>	10,154,128	28,666,975
	<ul style="list-style-type: none"> <li>● may vote at the proxy's discretion</li> </ul>	95,971,652	238,793
19	To approve of the grant of awards to Mr M J Kloppers under the GIS and the LTIP		
	-	1,445,099,124	1,445,437,459
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		

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	● was to vote for the resolution	1,307,942,047	1,432,067,481
	● was to vote against the resolution	42,345,949	13,123,331
	● was to abstain on the resolution	10,360,139	8,432,223
	● may vote at the proxy's discretion	94,811,128	246,647
20	To approve of the grant of awards to Mr C W Goodyear under the GIS		
	-	1,444,069,270	1,445,457,240
	Total number of proxy votes exercisable by all proxies validly appointed		
	-		
	Total number of proxy votes in respect of which the appointments specified that the proxy -		
	● was to vote for the resolution	1,231,881,249	1,421,059,577
	● was to vote against the resolution	117,611,423	24,154,063
	● was to abstain on the resolution	11,381,747	8,412,442
	● may vote at the proxy's discretion	94,576,598	243,600
21	To approve the amendment to the Articles of Association of BHP Billiton Plc		
	-	1,446,316,344	1,445,062,805
	Total number of proxy votes exercisable by all proxies validly		



appointed

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Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,342,694,729	1,438,402,745
● was to vote against the resolution	7,177,403	6,424,251
● was to abstain on the resolution	9,134,673	8,806,516
● may vote at the proxy's discretion	96,444,212	235,809

22 To approve the amendment to the Constitution of BHP Billiton Limited

1,446,541,527 1,445,035,830

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Total number of proxy votes exercisable by all proxies validly appointed

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Total number of proxy votes in respect of which the appointments specified that the proxy -

● was to vote for the resolution	1,343,540,085	1,438,348,211
● was to vote against the resolution	6,600,262	6,432,691
● was to abstain on the resolution	8,909,490	8,833,491
● may vote at the proxy's discretion	96,401,180	254,928

**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**

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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: 28 November 2007

By: Jane McAloon

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Name: Jane McAloon  
Title: Group Company Secretary