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## Company Secretariat

19 November 2015

To: Australian Securities Exchange  
London Stock Exchange

cc: New York Stock Exchange  
JSE Limited

### FOR ANNOUNCEMENT TO THE MARKET

Please find attached the results of the business conducted at the meetings of shareholders of BHP Billiton Limited held in Perth, Australia on 19 November 2015 and BHP Billiton Plc held in London, United Kingdom on 22 October 2015.

As required by the Dual Listed Companies Structure, a poll was conducted on each of the proposed resolutions. With the exception of resolutions 10, 11 and 12 which are Class Rights Actions 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. The additional information required in respect of BHP Billiton Plc by the United Kingdom's Companies Act 2006 is provided in Appendix 2.

A copy of the resolutions passed including those constituting special business (being resolutions 10 to 14) at the closure of the poll today has been submitted to the National Storage Mechanism and will shortly be available for inspection at: [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM).

**Rachel Agnew**  
Company Secretary

**The poll results for BHP Billiton Limited and BHP Billiton Plc in respect of resolutions 1 to 9 and 13 to 25 are as follows:**

|   | <u>Business</u>                                                                                                                               | <u>Votes<br/>For</u> | <u>Votes<br/>Against</u> | <u>Total Votes<br/>Cast</u> | <u>Votes<br/>Abstained</u> | <u>Result</u> |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------|----------------------|--------------------------|-----------------------------|----------------------------|---------------|
| 1 | To receive the 2015 Financial Statements and Reports for BHP Billiton (an ordinary resolution)                                                | 2,842,265,923        | 26,390,155               | 2,868,656,078               | 37,593,331                 | CARRIED       |
| 2 | To reappoint KPMG LLP as the auditor of BHP Billiton Plc (an ordinary resolution)                                                             | 2,861,984,117        | 30,110,666               | 2,892,094,783               | 14,153,391                 | CARRIED       |
| 3 | To authorise the Risk and Audit Committee to agree the remuneration of the auditor of BHP Billiton Plc (an ordinary resolution)               | 2,880,829,456        | 10,850,998               | 2,891,680,454               | 14,546,583                 | CARRIED       |
| 4 | To renew the general authority to issue shares in BHP Billiton Plc (an ordinary resolution)                                                   | 2,846,891,298        | 44,966,080               | 2,891,857,378               | 14,378,824                 | CARRIED       |
| 5 | To approve the authority to issue shares in BHP Billiton Plc for cash (a special resolution)                                                  | 2,840,889,227        | 50,715,368               | 2,891,604,595               | 14,625,955                 | CARRIED       |
| 6 | To approve the repurchase of shares in BHP Billiton Plc (a special resolution)                                                                | 2,871,526,617        | 16,967,549               | 2,888,494,166               | 17,754,506                 | CARRIED       |
| 7 | To approve the 2015 Remuneration Report other than the part containing the Directors' remuneration policy (a non-binding ordinary resolution) | 2,778,039,974        | 90,634,918               | 2,868,674,892               | 37,048,394                 | CARRIED       |
| 8 | To approve the 2015 Remuneration Report (a non-binding ordinary resolution)                                                                   | 2,775,681,606        | 92,642,736               | 2,868,324,342               | 37,358,354                 | CARRIED       |
| 9 | To approve grants to Andrew Mackenzie (an ordinary resolution)                                                                                | 2,760,529,365        | 122,661,052              | 2,883,190,417               | 23,036,494                 | CARRIED       |

|    | <u>Business</u>                                                                                                                    | <u>Votes<br/>For</u> | <u>Votes<br/>Against</u> | <u>Total Votes<br/>Cast</u> | <u>Votes<br/>Abstained</u> | <u>Result</u> |
|----|------------------------------------------------------------------------------------------------------------------------------------|----------------------|--------------------------|-----------------------------|----------------------------|---------------|
| 13 | To approve the amendments to the BHP Billiton Limited Constitution for Simultaneous General Meetings (a special resolution)        | 2,885,396,857        | 4,796,472                | 2,890,193,329               | 15,965,995                 | CARRIED       |
| 14 | To approve the amendments to the BHP Billiton Plc Articles of Association for Simultaneous General Meetings (a special resolution) | 2,886,219,954        | 3,908,429                | 2,890,128,383               | 16,074,839                 | CARRIED       |
| 15 | To elect Anita Frew as a Director of BHP Billiton (an ordinary resolution)                                                         | 2,884,685,378        | 6,489,583                | 2,891,174,961               | 15,079,899                 | CARRIED       |
| 16 | To re-elect Malcolm Brinded as a Director of BHP Billiton (an ordinary resolution)                                                 | 2,883,628,442        | 7,967,475                | 2,891,595,917               | 14,659,334                 | CARRIED       |
| 17 | To re-elect Malcolm Broomhead as a Director of BHP Billiton (an ordinary resolution)                                               | 2,882,956,244        | 8,752,138                | 2,891,708,382               | 14,573,682                 | CARRIED       |
| 18 | To re-elect Pat Davies as a Director of BHP Billiton (an ordinary resolution)                                                      | 2,885,570,992        | 6,046,290                | 2,891,617,282               | 14,644,344                 | CARRIED       |
| 19 | To re-elect Carolyn Hewson as a Director of BHP Billiton (an ordinary resolution)                                                  | 2,882,929,067        | 9,094,951                | 2,892,024,018               | 14,233,959                 | CARRIED       |
| 20 | To re-elect Andrew Mackenzie as a Director of BHP Billiton (an ordinary resolution)                                                | 2,885,175,676        | 6,815,760                | 2,891,991,436               | 14,275,373                 | CARRIED       |
| 21 | To re-elect Lindsay Maxsted as a Director of BHP Billiton (an ordinary resolution)                                                 | 2,859,845,260        | 31,917,307               | 2,891,762,567               | 14,494,136                 | CARRIED       |
| 22 | To re-elect Wayne Murdy as a Director of BHP Billiton (an ordinary resolution)                                                     | 2,883,025,631        | 8,468,161                | 2,891,493,792               | 14,767,715                 | CARRIED       |

|    | <u>Business</u>                                                                  | <u>Votes<br/>For</u> | <u>Votes<br/>Against</u> | <u>Total Votes<br/>Cast</u> | <u>Votes<br/>Abstained</u> | <u>Result</u> |
|----|----------------------------------------------------------------------------------|----------------------|--------------------------|-----------------------------|----------------------------|---------------|
| 23 | To re-elect John Schubert as a Director of BHP Billiton (an ordinary resolution) | 2,823,768,929        | 67,178,255               | 2,890,947,184               | 15,313,410                 | CARRIED       |
| 24 | To re-elect Shriti Vadera as a Director of BHP Billiton (an ordinary resolution) | 2,882,978,622        | 8,484,729                | 2,891,463,351               | 14,796,215                 | CARRIED       |
| 25 | To re-elect Jac Nasser as a Director of BHP Billiton (an ordinary resolution)    | 2,878,223,321        | 13,485,293               | 2,891,708,614               | 14,552,795                 | CARRIED       |

**The poll results for BHP Billiton Limited and BHP Billiton Plc in respect of resolutions 10 to 12, which were Class Rights Actions and were therefore required to be voted on and approved separately by BHP Billiton Limited and BHP Billiton Plc shareholders, are as follows:**

|    | <u>Business</u>                                                                                                             |                      | <u>Votes<br/>For</u> | <u>Votes<br/>Against</u> | <u>Total Votes<br/>Cast</u> | <u>Votes<br/>Abstained</u> | <u>Result</u> |
|----|-----------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|--------------------------|-----------------------------|----------------------------|---------------|
| 10 | To approve the amendments to the BHP Billiton Limited Constitution for the DLC Dividend Share (a special resolution)        | BHP Billiton Limited | 1,434,778,160        | 33,895,811               | 1,468,673,971               | 12,517,326                 | CARRIED       |
|    |                                                                                                                             | BHP Billiton Plc     | 1,420,179,787        | 445,163                  | 1,420,624,950               | 4,464,446                  | CARRIED       |
| 11 | To approve the amendments to the BHP Billiton Plc Articles of Association for the DLC Dividend Share (a special resolution) | BHP Billiton Limited | 1,434,329,196        | 34,178,664               | 1,468,507,860               | 12,678,388                 | CARRIED       |
|    |                                                                                                                             | BHP Billiton Plc     | 1,420,174,888        | 442,301                  | 1,420,617,189               | 4,472,207                  | CARRIED       |
| 12 | To approve the amendments to the DLC Structure Sharing Agreement for the DLC Dividend Share (a special resolution)          | BHP Billiton Limited | 1,434,129,055        | 34,389,367               | 1,468,518,422               | 12,672,688                 | CARRIED       |
|    |                                                                                                                             | BHP Billiton Plc     | 1,420,145,600        | 455,794                  | 1,420,601,394               | 4,487,602                  | CARRIED       |

## APPENDIX 1

### BHP Billiton Limited & BHP Billiton Plc - Final Proxy Position

|   |                                                                                                                                 | <u>Limited</u> | <u>Plc</u>    |
|---|---------------------------------------------------------------------------------------------------------------------------------|----------------|---------------|
| 1 | To receive the 2015 Financial Statements and Reports for BHP Billiton (an ordinary resolution)                                  |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                        | 1,446,903,833  | 1,409,071,690 |
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                     |                |               |
| ◆ | was to vote for the resolution                                                                                                  | 1,399,419,012  | 1,387,637,267 |
| ◆ | was to vote against the resolution                                                                                              | 5,072,571      | 21,237,434    |
| ◆ | was to abstain on the resolution                                                                                                | 32,602,452     | 4,972,147     |
| ◆ | may vote at the proxy's discretion                                                                                              | 42,412,250     | 196,989       |
| 2 | To reappoint KPMG LLP as the auditor of BHP Billiton Plc (an ordinary resolution)                                               |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                        | 1,469,799,866  | 1,409,629,186 |
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                     |                |               |
| ◆ | was to vote for the resolution                                                                                                  | 1,419,060,209  | 1,387,640,117 |
| ◆ | was to vote against the resolution                                                                                              | 8,302,645      | 21,789,643    |
| ◆ | was to abstain on the resolution                                                                                                | 9,705,280      | 4,414,555     |
| ◆ | may vote at the proxy's discretion                                                                                              | 42,437,012     | 199,426       |
| 3 | To authorise the Risk and Audit Committee to agree the remuneration of the auditor of BHP Billiton Plc (an ordinary resolution) |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                        | 1,469,413,073  | 1,409,610,025 |
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                     |                |               |
| ◆ | was to vote for the resolution                                                                                                  | 1,418,979,314  | 1,406,778,376 |
| ◆ | was to vote against the resolution                                                                                              | 7,972,607      | 2,631,473     |
| ◆ | was to abstain on the resolution                                                                                                | 10,077,935     | 4,433,717     |
| ◆ | may vote at the proxy's discretion                                                                                              | 42,461,152     | 200,176       |
| 4 | To renew the general authority to issue shares in BHP Billiton Plc (an ordinary resolution)                                     |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                        | 1,469,480,121  | 1,409,717,241 |

|   |                                                                                                                                               | <u>Limited</u> | <u>Plc</u>    |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------|----------------|---------------|
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                                   |                |               |
| ◆ | was to vote for the resolution                                                                                                                | 1,418,458,375  | 1,373,057,417 |
| ◆ | was to vote against the resolution                                                                                                            | 8,380,846      | 36,459,436    |
| ◆ | was to abstain on the resolution                                                                                                              | 10,024,245     | 4,326,502     |
| ◆ | may vote at the proxy's discretion                                                                                                            | 42,640,900     | 200,388       |
| 5 | To approve the authority to issue shares in BHP Billiton Plc for cash (a special resolution)                                                  |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                                      | 1,469,154,482  | 1,409,786,358 |
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                                   |                |               |
| ◆ | was to vote for the resolution                                                                                                                | 1,418,755,020  | 1,366,589,315 |
| ◆ | was to vote against the resolution                                                                                                            | 7,579,293      | 43,003,931    |
| ◆ | was to abstain on the resolution                                                                                                              | 10,343,568     | 4,257,385     |
| ◆ | may vote at the proxy's discretion                                                                                                            | 42,820,169     | 193,112       |
| 6 | To approve the repurchase of shares in BHP Billiton Plc (a special resolution)                                                                |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                                      | 1,466,215,527  | 1,409,765,126 |
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                                   |                |               |
| ◆ | was to vote for the resolution                                                                                                                | 1,419,613,758  | 1,396,492,171 |
| ◆ | was to vote against the resolution                                                                                                            | 3,856,849      | 13,074,502    |
| ◆ | was to abstain on the resolution                                                                                                              | 13,301,274     | 4,275,317     |
| ◆ | may vote at the proxy's discretion                                                                                                            | 42,744,920     | 198,453       |
| 7 | To approve the 2015 Remuneration Report other than the part containing the Directors' remuneration policy (a non-binding ordinary resolution) |                |               |
| ⇒ | Total number of proxy votes exercisable by all proxies validly appointed                                                                      | 1,459,971,994  | 1,396,740,517 |
| ⇒ | Total number of proxy votes in respect of which the appointments specified that the proxy -                                                   |                |               |
| ◆ | was to vote for the resolution                                                                                                                | 1,375,802,531  | 1,348,357,566 |
| ◆ | was to vote against the resolution                                                                                                            | 42,270,489     | 48,193,360    |
| ◆ | was to abstain on the resolution                                                                                                              | 19,515,342     | 17,420,969    |
| ◆ | may vote at the proxy's discretion                                                                                                            | 41,898,974     | 189,591       |

|    |                                                                                                                             | <u>Limited</u> | <u>Plc</u>    |
|----|-----------------------------------------------------------------------------------------------------------------------------|----------------|---------------|
| 8  | To approve the 2015 Remuneration Report (a non-binding ordinary resolution)                                                 |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                    | 1,459,657,831  | 1,396,702,156 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                 |                |               |
| ◆  | was to vote for the resolution                                                                                              | 1,369,456,891  | 1,352,453,913 |
| ◆  | was to vote against the resolution                                                                                          | 48,392,446     | 44,058,499    |
| ◆  | was to abstain on the resolution                                                                                            | 19,791,990     | 17,456,755    |
| ◆  | may vote at the proxy's discretion                                                                                          | 41,808,494     | 189,744       |
| 9  | To approve grants to Andrew Mackenzie (an ordinary resolution)                                                              |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                    | 1,465,856,118  | 1,404,675,312 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                 |                |               |
| ◆  | was to vote for the resolution                                                                                              | 1,365,227,568  | 1,353,186,745 |
| ◆  | was to vote against the resolution                                                                                          | 59,070,927     | 51,292,482    |
| ◆  | was to abstain on the resolution                                                                                            | 13,617,021     | 9,368,430     |
| ◆  | may vote at the proxy's discretion                                                                                          | 41,557,623     | 196,085       |
| 10 | To approve the amendments to the BHP Billiton Limited Constitution for the DLC Dividend Share (a special resolution)        |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                    | 1,467,050,928  | 1,409,579,297 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                 |                |               |
| ◆  | was to vote for the resolution                                                                                              | 1,392,762,748  | 1,408,932,681 |
| ◆  | was to vote against the resolution                                                                                          | 33,846,748     | 444,163       |
| ◆  | was to abstain on the resolution                                                                                            | 12,475,992     | 4,464,446     |
| ◆  | may vote at the proxy's discretion                                                                                          | 40,441,432     | 202,453       |
| 11 | To approve the amendments to the BHP Billiton Plc Articles of Association for the DLC Dividend Share (a special resolution) |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                    | 1,466,884,817  | 1,409,571,536 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                 |                |               |
| ◆  | was to vote for the resolution                                                                                              | 1,392,201,896  | 1,408,927,957 |

|    |                                                                                                                                    | <u>Limited</u> | <u>Plc</u>    |
|----|------------------------------------------------------------------------------------------------------------------------------------|----------------|---------------|
| ◆  | was to vote against the resolution                                                                                                 | 34,129,601     | 441,301       |
| ◆  | was to abstain on the resolution                                                                                                   | 12,637,054     | 4,472,207     |
| ◆  | may vote at the proxy's discretion                                                                                                 | 40,553,320     | 202,278       |
| 12 | To approve the amendments to the DLC Structure Sharing Agreement for the DLC Dividend Share (a special resolution)                 |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                           | 1,466,897,779  | 1,409,556,141 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                        |                |               |
| ◆  | was to vote for the resolution                                                                                                     | 1,392,096,184  | 1,408,898,718 |
| ◆  | was to vote against the resolution                                                                                                 | 34,340,846     | 454,794       |
| ◆  | was to abstain on the resolution                                                                                                   | 12,631,354     | 4,487,602     |
| ◆  | may vote at the proxy's discretion                                                                                                 | 40,460,749     | 202,629       |
| 13 | To approve the amendments to the BHP Billiton Limited Constitution for Simultaneous General Meetings (a special resolution)        |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                           | 1,467,807,959  | 1,409,693,885 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                        |                |               |
| ◆  | was to vote for the resolution                                                                                                     | 1,420,739,378  | 1,409,136,189 |
| ◆  | was to vote against the resolution                                                                                                 | 4,420,144      | 355,225       |
| ◆  | was to abstain on the resolution                                                                                                   | 11,598,792     | 4,349,858     |
| ◆  | may vote at the proxy's discretion                                                                                                 | 42,648,437     | 202,471       |
| 14 | To approve the amendments to the BHP Billiton Plc Articles of Association for Simultaneous General Meetings (a special resolution) |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                                                           | 1,467,723,052  | 1,409,717,614 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy -                                        |                |               |
| ◆  | was to vote for the resolution                                                                                                     | 1,421,103,903  | 1,409,177,757 |
| ◆  | was to vote against the resolution                                                                                                 | 3,547,522      | 338,904       |
| ◆  | was to abstain on the resolution                                                                                                   | 11,728,265     | 4,326,129     |
| ◆  | may vote at the proxy's discretion                                                                                                 | 43,071,627     | 200,953       |
| 15 | To elect Anita Frew as a Director of BHP Billiton (an ordinary resolution)                                                         |                |               |



|    |                                                                                             | <u>Limited</u> | <u>Plc</u>    |
|----|---------------------------------------------------------------------------------------------|----------------|---------------|
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,468,899,389  | 1,409,597,123 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,420,202,932  | 1,408,947,386 |
| ◆  | was to vote against the resolution                                                          | 6,007,033      | 455,455       |
| ◆  | was to abstain on the resolution                                                            | 10,621,721     | 4,446,620     |
| ◆  | may vote at the proxy's discretion                                                          | 42,689,424     | 194,282       |
| 16 | To re-elect Malcolm Brinded as a Director of BHP Billiton (an ordinary resolution)          |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,263,624  | 1,409,648,844 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,421,630,840  | 1,406,541,201 |
| ◆  | was to vote against the resolution                                                          | 4,878,420      | 2,906,260     |
| ◆  | was to abstain on the resolution                                                            | 10,257,877     | 4,394,899     |
| ◆  | may vote at the proxy's discretion                                                          | 42,754,364     | 201,383       |
| 17 | To re-elect Malcolm Broomhead as a Director of BHP Billiton (an ordinary resolution)        |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,356,057  | 1,409,649,494 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,420,730,900  | 1,406,842,913 |
| ◆  | was to vote against the resolution                                                          | 5,976,595      | 2,604,673     |
| ◆  | was to abstain on the resolution                                                            | 10,171,977     | 4,394,249     |
| ◆  | may vote at the proxy's discretion                                                          | 42,648,562     | 201,908       |
| 18 | To re-elect Pat Davies as a Director of BHP Billiton (an ordinary resolution)               |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,296,203  | 1,409,640,231 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,422,020,732  | 1,408,243,035 |
| ◆  | was to vote against the resolution                                                          | 4,667,405      | 1,195,113     |
| ◆  | was to abstain on the resolution                                                            | 10,233,798     | 4,403,512     |

|    |                                                                                             | <u>Limited</u> | <u>Plc</u>    |
|----|---------------------------------------------------------------------------------------------|----------------|---------------|
| ◆  | may vote at the proxy's discretion                                                          | 42,608,066     | 202,083       |
| 19 | To re-elect Carolyn Hewson as a Director of BHP Billiton (an ordinary resolution)           |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,689,276  | 1,409,654,694 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,420,510,885  | 1,407,160,279 |
| ◆  | was to vote against the resolution                                                          | 6,629,239      | 2,293,100     |
| ◆  | was to abstain on the resolution                                                            | 9,837,876      | 4,389,049     |
| ◆  | may vote at the proxy's discretion                                                          | 42,549,152     | 201,315       |
| 20 | To re-elect Andrew Mackenzie as a Director of BHP Billiton (an ordinary resolution)         |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,553,270  | 1,409,748,918 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,421,496,785  | 1,408,300,379 |
| ◆  | was to vote against the resolution                                                          | 5,386,888      | 1,252,811     |
| ◆  | was to abstain on the resolution                                                            | 9,974,894      | 4,294,825     |
| ◆  | may vote at the proxy's discretion                                                          | 42,669,597     | 195,728       |
| 21 | To re-elect Lindsay Maxsted as a Director of BHP Billiton (an ordinary resolution)          |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,442,312  | 1,409,648,797 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,405,259,627  | 1,399,074,678 |
| ◆  | was to vote against the resolution                                                          | 21,363,334     | 10,373,436    |
| ◆  | was to abstain on the resolution                                                            | 10,083,223     | 4,394,945     |
| ◆  | may vote at the proxy's discretion                                                          | 42,819,351     | 200,683       |
| 22 | To re-elect Wayne Murdy as a Director of BHP Billiton (an ordinary resolution)              |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,301,958  | 1,409,520,220 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,420,590,327  | 1,406,912,387 |

|    |                                                                                             | <u>Limited</u> | <u>Plc</u>    |
|----|---------------------------------------------------------------------------------------------|----------------|---------------|
| ◆  | was to vote against the resolution                                                          | 5,862,463      | 2,407,250     |
| ◆  | was to abstain on the resolution                                                            | 10,228,224     | 4,523,523     |
| ◆  | may vote at the proxy's discretion                                                          | 42,849,168     | 200,583       |
| 23 | To re-elect John Schubert as a Director of BHP Billiton (an ordinary resolution)            |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,228,360  | 1,409,041,576 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,409,977,035  | 1,358,281,466 |
| ◆  | was to vote against the resolution                                                          | 16,408,486     | 50,559,151    |
| ◆  | was to abstain on the resolution                                                            | 10,300,510     | 5,002,166     |
| ◆  | may vote at the proxy's discretion                                                          | 42,842,839     | 200,959       |
| 24 | To re-elect Shriti Vadera as a Director of BHP Billiton (an ordinary resolution)            |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,141,730  | 1,409,643,580 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,419,520,909  | 1,408,145,691 |
| ◆  | was to vote against the resolution                                                          | 7,010,258      | 1,308,511     |
| ◆  | was to abstain on the resolution                                                            | 10,385,111     | 4,400,163     |
| ◆  | may vote at the proxy's discretion                                                          | 42,610,563     | 189,378       |
| 25 | To re-elect Jac Nasser as a Director of BHP Billiton (an ordinary resolution)               |                |               |
| ⇒  | Total number of proxy votes exercisable by all proxies validly appointed                    | 1,469,376,956  | 1,409,645,400 |
| ⇒  | Total number of proxy votes in respect of which the appointments specified that the proxy - |                |               |
| ◆  | was to vote for the resolution                                                              | 1,419,322,469  | 1,403,548,311 |
| ◆  | was to vote against the resolution                                                          | 7,328,879      | 5,889,024     |
| ◆  | was to abstain on the resolution                                                            | 10,153,129     | 4,398,342     |
| ◆  | may vote at the proxy's discretion                                                          | 42,725,608     | 208,065       |

## APPENDIX 2

### Additional Information

For the purposes of section 341 of the United Kingdom's Companies Act 2006 and in respect of BHP Billiton Plc, the votes validly cast\* as a percentage of the company's total issued share capital (as at 6pm on 22 October 2015) are:

|    | <u>Item of Business</u>                                                                                     | <u>Votes cast</u><br><u>%*</u> |
|----|-------------------------------------------------------------------------------------------------------------|--------------------------------|
| 1  | To receive the 2015 Financial Statements and Reports for BHP Billiton                                       | 67.24%                         |
| 2  | To reappoint KPMG LLP as the auditor of BHP Billiton Plc                                                    | 67.26%                         |
| 3  | To authorise the Risk and Audit Committee to agree the remuneration of the auditor of BHP Billiton Plc      | 67.26%                         |
| 4  | To renew the general authority to issue shares in BHP Billiton Plc                                          | 67.27%                         |
| 5  | To approve the authority to issue shares in BHP Billiton Plc for cash                                       | 67.27%                         |
| 6  | To approve the repurchase of shares in BHP Billiton Plc                                                     | 67.26%                         |
| 7  | To approve the 2015 Remuneration Report other than the part containing the Directors' remuneration policy   | 66.65%                         |
| 8  | To approve the 2015 Remuneration Report                                                                     | 66.65%                         |
| 9  | To approve grants to Andrew Mackenzie                                                                       | 67.03%                         |
| 10 | To approve the amendments to the BHP Billiton Limited Constitution for the DLC Dividend Share               | 67.26%                         |
| 11 | To approve the amendments to the BHP Billiton Plc Articles of Association for the DLC Dividend Share        | 67.26%                         |
| 12 | To approve the amendments to the DLC Structure Sharing Agreement for the DLC Dividend Share                 | 67.26%                         |
| 13 | To approve the amendments to the BHP Billiton Limited Constitution for Simultaneous General Meetings        | 67.27%                         |
| 14 | To approve the amendments to the BHP Billiton Plc Articles of Association for Simultaneous General Meetings | 67.27%                         |
| 15 | To elect Anita Frew as a Director of BHP Billiton                                                           | 67.26%                         |

|    |                                                             |        |
|----|-------------------------------------------------------------|--------|
| 16 | To re-elect Malcolm Brinded as a Director of BHP Billiton   | 67.27% |
| 17 | To re-elect Malcolm Broomhead as a Director of BHP Billiton | 67.27% |
| 18 | To re-elect Pat Davies as a Director of BHP Billiton        | 67.27% |
| 19 | To re-elect Carolyn Hewson as a Director of BHP Billiton    | 67.27% |
| 20 | To re-elect Andrew Mackenzie as a Director of BHP Billiton  | 67.27% |
| 21 | To re-elect Lindsay Maxsted as a Director of BHP Billiton   | 67.27% |
| 22 | To re-elect Wayne Murdy as a Director of BHP Billiton       | 67.26% |
| 23 | To re-elect John Schubert as a Director of BHP Billiton     | 67.24% |
| 24 | To re-elect Shriti Vadera as a Director of BHP Billiton     | 67.27% |
| 25 | To re-elect Jac Nasser as a Director of BHP Billiton        | 67.27% |

\*This calculation does not include the votes cast at the BHP Billiton Limited Annual General Meeting which are added to the votes cast at the BHP Billiton Plc Annual General Meeting to give the final result in relation to each resolution. Final poll results for BHP Billiton Plc and BHP Billiton Limited can be found on pages 2 to 5 of this announcement.

**BHP Billiton Limited ABN 49 004 028 077**  
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**The BHP Billiton Group is headquartered in Australia**