

BHP BILLITON LTD
Form 6-K
November 17, 2016

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 17, 2016

BHP BILLITON LIMITED
(ABN 49 004 028 077)
(Exact name of Registrant as specified in its charter)

BHP BILLITON PLC
(REG. NO. 3196209)
(Exact name of Registrant as specified in its charter)

VICTORIA, AUSTRALIA
(Jurisdiction of incorporation or organisation)

ENGLAND AND WALES
(Jurisdiction of incorporation or organisation)

171 COLLINS STREET, MELBOURNE,

NEATHOUSE PLACE, LONDON,

VICTORIA 3000 AUSTRALIA
(Address of principal executive offices)

UNITED KINGDOM
(Address of principal executive offices)

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):

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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)(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

BHP Billiton Limited
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Group Governance

17 November 2016

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 Brisbane, Australia on 17 November 2016 and BHP Billiton Plc held in London, United Kingdom on 20 October 2016.

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. 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 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.

Rachel Agnew

Company Secretary

BHP Billiton Limited ABN 49 004 028 077
Registered in Australia
Registered Office: 171 Collins Street, Melbourne Victoria
3000

BHP Billiton Plc Registration number 3196209
Registered in England and Wales
Registered Office: Neathouse Place, London
SW1V 1LH United Kingdom

The BHP Billiton Group is headquartered in Australia

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

| | Business | Votes For | Votes Against | Total Votes Cast | Votes Abstained | Result |
|----|--|---------------|---------------|------------------|-----------------|---------|
| 1 | To receive the 2016 Financial Statements and Reports for BHP Billiton (an ordinary resolution) | 2,947,815,753 | 26,002,077 | 2,973,817,830 | 35,582,995 | CARRIED |
| 2 | To reappoint KPMG LLP as the auditor of BHP Billiton Plc (an ordinary resolution) | 2,974,814,310 | 26,624,445 | 3,001,438,755 | 7,942,553 | CARRIED |
| 3 | To authorise the Risk and Audit Committee to agree the remuneration of the auditor of BHP Billiton Plc (an ordinary resolution) | 2,992,984,235 | 7,587,310 | 3,000,571,545 | 8,819,570 | CARRIED |
| 4 | To renew the general authority to issue shares in BHP Billiton Plc (an ordinary resolution) | 2,956,281,034 | 44,149,292 | 3,000,430,326 | 8,974,331 | CARRIED |
| 5 | To approve the authority to issue shares in BHP Billiton Plc for cash (a special resolution) | 2,946,333,659 | 53,971,014 | 3,000,304,673 | 9,097,950 | CARRIED |
| 6 | To approve the repurchase of shares in BHP Billiton Plc (a special resolution) | 2,966,477,843 | 21,546,536 | 2,988,024,379 | 21,371,103 | CARRIED |
| 7 | To approve the 2016 Remuneration Report other than the part containing the Directors remuneration policy (a non-binding ordinary resolution) | 2,961,724,687 | 32,843,292 | 2,994,567,979 | 14,415,364 | CARRIED |
| 8 | To approve the 2016 Remuneration Report (a non-binding ordinary resolution) | 2,918,363,462 | 78,162,550 | 2,996,526,012 | 12,391,694 | CARRIED |
| 9 | To approve the grant to the Executive Director (an ordinary resolution) | 2,902,422,882 | 93,150,408 | 2,995,573,290 | 13,803,863 | CARRIED |
| 10 | To elect Ken MacKenzie as a Director of BHP Billiton (an ordinary resolution) | 2,991,537,163 | 8,601,211 | 3,000,138,374 | 9,274,206 | CARRIED |

| | Business | Votes For | Votes Against | Total Votes Cast | Votes Abstained | Result |
|----|--|---------------|---------------|------------------|-----------------|---------|
| 11 | To re-elect Malcolm Brinded as a Director of BHP Billiton (an ordinary resolution) | 2,806,562,176 | 191,755,701 | 2,998,317,877 | 11,095,281 | CARRIED |
| 12 | To re-elect Malcolm Broomhead as a Director of BHP Billiton (an ordinary resolution) | 2,750,465,258 | 240,530,249 | 2,990,995,507 | 19,412,610 | CARRIED |
| 13 | To re-elect Pat Davies as a Director of BHP Billiton (an ordinary resolution) | 2,807,065,728 | 192,978,297 | 3,000,044,025 | 9,362,231 | CARRIED |
| 14 | To re-elect Anita Frew as a Director of BHP Billiton (an ordinary resolution) | 2,981,637,439 | 18,777,568 | 3,000,415,007 | 8,995,337 | CARRIED |
| 15 | To re-elect Carolyn Hewson as a Director of BHP Billiton (an ordinary resolution) | 2,931,740,226 | 68,998,644 | 3,000,738,870 | 8,654,182 | CARRIED |
| 16 | To re-elect Andrew Mackenzie as a Director of BHP Billiton (an ordinary resolution) | 2,983,209,011 | 17,280,111 | 3,000,489,122 | 8,920,286 | CARRIED |
| 17 | To re-elect Lindsay Maxsted as a Director of BHP Billiton (an ordinary resolution) | 2,902,304,956 | 89,869,906 | 2,992,174,862 | 17,206,211 | CARRIED |
| 18 | To re-elect Wayne Murdy as a Director of BHP Billiton (an ordinary resolution) | 2,936,335,821 | 63,928,810 | 3,000,264,631 | 9,115,045 | CARRIED |
| 19 | To re-elect Shriti Vadera as a Director of BHP Billiton (an ordinary resolution) | 2,925,180,891 | 75,094,793 | 3,000,275,684 | 9,133,480 | CARRIED |
| 20 | To re-elect Jac Nasser as a Director of BHP Billiton (an ordinary resolution) | 2,887,924,683 | 112,662,969 | 3,000,587,652 | 8,814,670 | CARRIED |

APPENDIX 1

BHP Billiton Limited & BHP Billiton Plc - Final Proxy Position

| | Limited | Plc |
|---|---------------|---------------|
| 1 To receive the 2016 Financial Statements and Reports for BHP Billiton (an ordinary resolution) | | |
| ∅ Total number of proxy votes exercisable by all proxies validly appointed | 1,544,018,585 | 1,423,094,745 |
| ∅ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,497,507,196 | 1,407,838,380 |
| ı was to vote against the resolution | 10,827,794 | 15,103,067 |
| ı was to abstain on the resolution | 31,899,403 | 3,667,236 |
| ı may vote at the proxy s discretion | 35,683,595 | 153,298 |
| 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 | 1,571,211,062 | 1,423,521,529 |
| ∅ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,527,407,492 | 1,404,863,112 |
| ı was to vote against the resolution | 8,050,852 | 18,504,591 |
| ı was to abstain on the resolution | 4,685,408 | 3,240,453 |
| ı may vote at the proxy s discretion | 35,752,718 | 153,826 |
| 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 | 1,570,432,707 | 1,423,455,091 |
| ∅ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,528,722,352 | 1,421,733,029 |
| ı was to vote against the resolution | 5,954,228 | 1,560,276 |
| ı was to abstain on the resolution | 5,477,689 | 3,306,391 |
| ı may vote at the proxy s discretion | 35,756,127 | 161,786 |

| | Limited | Plc |
|---|---------------|---------------|
| 4 To renew the general authority to issue shares in BHP Billiton Plc (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,285,097 | 1,423,469,738 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ¿ was to vote for the resolution | 1,525,324,546 | 1,389,113,261 |
| ¿ was to vote against the resolution | 9,576,795 | 34,195,548 |
| ¿ was to abstain on the resolution | 5,638,772 | 3,292,244 |
| ¿ may vote at the proxy's discretion | 35,383,756 | 160,929 |
| 5 To approve the authority to issue shares in BHP Billiton Plc for cash (a special resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,183,066 | 1,423,447,661 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ¿ was to vote for the resolution | 1,524,340,939 | 1,379,767,948 |
| ¿ was to vote against the resolution | 10,374,198 | 43,524,762 |
| ¿ was to abstain on the resolution | 5,738,770 | 3,314,320 |
| ¿ may vote at the proxy's discretion | 35,467,929 | 154,951 |
| 6 To approve the repurchase of shares in BHP Billiton Plc (a special resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,567,778,724 | 1,413,548,364 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ¿ was to vote for the resolution | 1,527,141,224 | 1,396,982,575 |
| ¿ was to vote against the resolution | 5,065,722 | 16,404,800 |
| ¿ was to abstain on the resolution | 8,135,971 | 13,213,617 |
| ¿ may vote at the proxy's discretion | 35,571,778 | 160,989 |
| 7 To approve the 2016 Remuneration Report other than the part containing the Directors' remuneration policy (a non-binding ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,568,209,291 | 1,420,413,285 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ¿ was to vote for the resolution | 1,514,312,437 | 1,406,634,932 |
| ¿ was to vote against the resolution | 19,038,712 | 13,624,570 |
| ¿ was to abstain on the resolution | 7,701,160 | 6,348,093 |
| ¿ may vote at the proxy's discretion | 34,858,142 | 153,783 |

| | Limited | Plc |
|---|---------------|---------------|
| 8 To approve the 2016 Remuneration Report (a non-binding ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,567,846,088 | 1,422,736,358 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,506,935,751 | 1,371,051,632 |
| ı was to vote against the resolution | 26,208,680 | 51,534,105 |
| ı was to abstain on the resolution | 8,006,465 | 4,025,623 |
| ı may vote at the proxy s discretion | 34,701,657 | 150,621 |
| 9 To approve the grant to the Executive Director (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,568,010,704 | 1,420,899,646 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,496,465,003 | 1,365,379,374 |
| ı was to vote against the resolution | 37,357,775 | 55,367,822 |
| ı was to abstain on the resolution | 7,895,298 | 5,861,149 |
| ı may vote at the proxy s discretion | 34,187,926 | 152,450 |
| 10 To elect Ken MacKenzie as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,331,572 | 1,423,119,365 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,528,875,333 | 1,420,106,729 |
| ı was to vote against the resolution | 5,730,311 | 2,858,259 |
| ı was to abstain on the resolution | 5,596,170 | 3,642,617 |
| ı may vote at the proxy s discretion | 35,725,928 | 154,377 |
| 11 To re-elect Malcolm Brinded as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,569,205,192 | 1,422,441,793 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,395,406,341 | 1,370,024,407 |
| ı was to vote against the resolution | 138,150,793 | 52,264,009 |
| ı was to abstain on the resolution | 6,723,128 | 4,320,189 |
| ı may vote at the proxy s discretion | 35,648,058 | 153,377 |

| | Limited | Plc |
|---|---------------|---------------|
| 12 To re-elect Malcolm Broomhead as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,571,487,247 | 1,412,838,034 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,350,235,359 | 1,359,721,908 |
| ı was to vote against the resolution | 185,551,969 | 52,960,589 |
| ı was to abstain on the resolution | 5,436,032 | 13,923,948 |
| ı may vote at the proxy s discretion | 35,699,919 | 155,537 |
| 13 To re-elect Pat Davies as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,547,432 | 1,422,827,401 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,395,171,781 | 1,370,714,614 |
| ı was to vote against the resolution | 139,691,187 | 51,958,510 |
| ı was to abstain on the resolution | 5,373,986 | 3,934,581 |
| ı may vote at the proxy s discretion | 35,684,464 | 154,277 |
| 14 To re-elect Anita Frew as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,615,012 | 1,423,132,303 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,522,281,096 | 1,416,908,448 |
| ı was to vote against the resolution | 12,657,264 | 6,071,128 |
| ı was to abstain on the resolution | 5,310,494 | 3,629,679 |
| ı may vote at the proxy s discretion | 35,676,652 | 152,727 |
| 15 To re-elect Carolyn Hewson as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,930,725 | 1,423,135,883 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,478,331,797 | 1,411,557,403 |
| ı was to vote against the resolution | 56,868,521 | 11,425,803 |
| ı was to abstain on the resolution | 4,977,489 | 3,626,099 |
| ı may vote at the proxy s discretion | 35,730,407 | 152,677 |

| | Limited | Plc |
|---|---------------|---------------|
| 16 To re-elect Andrew Mackenzie as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,678,769 | 1,423,136,026 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,524,052,124 | 1,416,916,224 |
| ı was to vote against the resolution | 10,971,577 | 6,064,525 |
| ı was to abstain on the resolution | 5,245,801 | 3,625,956 |
| ı may vote at the proxy s discretion | 35,655,068 | 155,277 |
| 17 To re-elect Lindsay Maxsted as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,568,236,955 | 1,417,302,173 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,462,045,270 | 1,398,364,347 |
| ı was to vote against the resolution | 70,389,076 | 18,784,367 |
| ı was to abstain on the resolution | 7,691,425 | 9,459,809 |
| ı may vote at the proxy s discretion | 35,802,609 | 153,459 |
| 18 To re-elect Wayne Murdy as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,494,701 | 1,423,133,368 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,477,567,616 | 1,416,899,552 |
| ı was to vote against the resolution | 57,164,061 | 6,067,469 |
| ı was to abstain on the resolution | 5,432,282 | 3,628,614 |
| ı may vote at the proxy s discretion | 35,763,024 | 166,347 |

| | Limited | Plc |
|---|---------------|---------------|
| 19 To re-elect Shriti Vadera as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,480,591 | 1,423,125,901 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,477,531,231 | 1,405,861,870 |
| ı was to vote against the resolution | 57,278,482 | 17,111,538 |
| ı was to abstain on the resolution | 5,443,735 | 3,636,081 |
| ı may vote at the proxy s discretion | 35,670,878 | 152,493 |
| 20 To re-elect Jac Nasser as a Director of BHP Billiton (an ordinary resolution) | | |
| ð Total number of proxy votes exercisable by all proxies validly appointed | 1,570,786,221 | 1,423,129,250 |
| ð Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ı was to vote for the resolution | 1,457,031,876 | 1,389,785,592 |
| ı was to vote against the resolution | 78,123,186 | 33,185,945 |
| ı was to abstain on the resolution | 5,131,264 | 3,632,731 |
| ı may vote at the proxy s discretion | 35,631,159 | 157,713 |

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 20 October 2016) are:

| | Item of Business | Votes cast %* |
|----|---|------------------|
| 1 | To receive the 2016 Financial Statements and Reports for BHP Billiton | 67.38% |
| 2 | To reappoint KPMG LLP as the auditor of BHP Billiton Plc | 67.40% |
| 3 | To authorise the Risk and Audit Committee to agree the remuneration of the auditor of BHP Billiton Plc | 67.40% |
| 4 | To renew the general authority to issue shares in BHP Billiton Plc | 67.40% |
| 5 | To approve the authority to issue shares in BHP Billiton Plc for cash | 67.40% |
| 6 | To approve the repurchase of shares in BHP Billiton Plc | 66.93% |
| 7 | To approve the 2016 Remuneration Report other than the part containing the Directors' remuneration policy | 67.25% |
| 8 | To approve the 2016 Remuneration Report | 67.36% |
| 9 | To approve the grant to the Executive Director | 67.28% |
| 10 | To elect Ken MacKenzie as a Director of BHP Billiton | 67.38% |
| 11 | To re-elect Malcolm Brinded as a Director of BHP Billiton | 67.35% |
| 12 | To re-elect Malcolm Broomhead as a Director of BHP Billiton | 66.89% |
| 13 | To re-elect Pat Davies as a Director of BHP Billiton | 67.37% |
| 14 | To re-elect Anita Frew as a Director of BHP Billiton | 67.38% |
| 15 | To re-elect Carolyn Hewson as a Director of BHP Billiton | 67.38% |
| 16 | To re-elect Andrew Mackenzie as a Director of BHP Billiton | 67.38% |
| 17 | To re-elect Lindsay Maxsted as a Director of BHP Billiton | 67.11% |
| 18 | To re-elect Wayne Murdy as a Director of BHP Billiton | 67.38% |

| | | |
|----|---|--------|
| 19 | To re-elect Shriti Vadera as a Director of BHP Billiton | 67.38% |
| 20 | To re-elect Jac Nasser as a Director of BHP Billiton | 67.38% |

*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 and 3 of this announcement.

BHP Billiton Limited ABN 49 004 028 077

Registered in Australia

Registered Office: 171 Collins Street, Melbourne Victoria
3000

BHP Billiton Plc Registration number 3196209

Registered in England and Wales

Registered Office: Neathouse Place London SW1V 1LH
United Kingdom

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 Limited and BHP Billiton Plc

Date: November 17, 2016

By: /s/ Rachel Agnew
Name: Rachel Agnew
Title: Company Secretary