

BHP BILLITON PLC  
Form 6-K  
December 28, 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 29, 2007

**BHP Billiton Plc**

.....  
(Translation of registrant's name into English)

Neathouse Place London SW1V 1BH United Kingdom

.....  
(Address of principal executive office)

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

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:  Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES

FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS

(Rules 8.1(a) and (b)(i) of the Takeover Code)

1. KEY INFORMATION

|  |                                  |
|--|----------------------------------|
| Name of person dealing<br>(Note 1)   | Billiton ESOP Trustee Limited    |
| Company dealt in   | BHP Billiton Plc                 |
| (1) Class of relevant security to which the dealings being disclosed relate (Note 2) | Ordinary Shares of US\$0.50 each |
| (2) Date of dealing  | 27 November 2007                 |

2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

(a) Interests and short positions (following dealing) in the class of relevant security dealt in

(Note 3)

|   | Long           |       | Short  |     |
|---|----------------|-------|--------|-----|
|   | Number         | (%)   | Number | (%) |
| (1) Relevant securities                     | 400,713        | 0.02% |        |     |
| (2) Derivatives (other than options)        |                |       |        |     |
| (3) Options and agreements to purchase/sell |                |       |        |     |
| <b>Total</b>                                | <b>400,713</b> |       |        |     |

(b) Interests and short positions in relevant securities of the company, other than the class dealt in

(Note 3)

| Class of relevant security:                 | Long   |     | Short  |     |
|---|--------|-----|--------|-----|
|   | Number | (%) | Number | (%) |
| (1) Relevant securities                     |        |     |        |     |
| (2) Derivatives (other than options)        |        |     |        |     |
| (3) Options and agreements to purchase/sell |        |     |        |     |
| Total                                       |        |     |        |     |

(c) Rights to subscribe

(Note 3)

| Class of relevant security: | Details |
|-----------------------------|---------|
| (3)                         |         |

3. DEALINGS

(Note 4)

(a) Purchases and sales

| Purchase/sale | Number of securities | Price per unit<br>(Note 5) |
|---------------|----------------------|----------------------------|
| Sale          | <b>3288</b>          | <b>ZAR219.75</b>           |

(b) Derivatives transactions (other than options)

| Product name,<br>e.g. CFD | Long/short<br>(Note 6) | Number of securities<br>(Note 7) | Price per unit<br>(Note 5) |
|---------------------------|------------------------|----------------------------------|----------------------------|
|                           |                        |                                  |                            |

**(c) Options transactions in respect of existing securities**

## (i) Writing, selling, purchasing or varying

| Product name,<br>e.g. call option | Writing,<br>selling,<br>purchasing,<br>varying etc. | Number of<br>securities to<br>which the option<br>relates<br><br>(Note 7) | Exercise<br>price | Type, e.g.<br>American,<br>European<br>etc. | Expiry<br>date | Option money<br>paid/received<br>per unit<br><br>(Note 5) |
|-----------------------------------|---|---|-------------------|---|----------------|---|
|                                   |   |   |                   |   |                |   |

## (ii) Exercising

| Product name, e.g. call option | Number of securities | Exercise price per unit<br><br>(Note 5) |
|--------------------------------|----------------------|---|
|                                |                      |   |

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

(Note 4)

| Nature of transaction<br><br>(Note 8) | Details | Price per unit (if applicable)<br><br>(Note 5) |
|---------------------------------------|---------|--|
|                                       |         |  |

**4. OTHER INFORMATION**

Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this

form is referenced. If none, this should be stated.

None

Is a Supplemental Form 8 attached?

(Note 9) NO

|  |  |
|--|--|
| (4) Date of disclosure   | 29 November 2007   |
| (5) Contact name   | Gail McGrath   |
| (6) Telephone number   | +44 (0)20 7802 4108  |
| Name of offeree/offeror with which associated                      | BHP Billiton Plc   |
| Specify category and nature of associate status ( <b>Note 10</b> ) | Billiton ESOP Trustee Limited is the trustee of the BHP Billion Employee Share Ownership Trust (associate) |

Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at

[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

**BHP Billiton Limited ABN 49 004 028 077**

Registered in Australia

Registered Office: Level 27, 180 Lonsdale Street

Melbourne Victoria 3000

Telephone +61 1300 554 757 Facsimile +61 3 9609 3015

**BHP Billiton Plc Registration number 3196209**

Registered in England and Wales

Registered Office: Neathouse Place London SW1V 1BH

United Kingdom

Telephone +44 20 7802 4000 Facsimile +44 20 7802 4111

**The BHP Billiton Group is headquartered in Australia**





*SIGNATURES*

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BHP Billiton Plc

Date: 29 November 2007

By: Jane McAloon

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Name: Jane McAloon Title: Group Company Secretary



