

BHP BILLITON LTD
Form 6-K
September 24, 2008

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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
September 24, 2008**

**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)

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

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SIGNATURES

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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: 24 September 2008

By: Jane McAloon
Name: Jane McAloon
Title: Group Company Secretary

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Sustainability Summary Report 2008

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The resources industry has a significant socio-economic impact. At national, regional and local levels, we share responsibility with host governments, local suppliers, contractors and employees for ensuring that wealth generated from natural resources helps to drive sustainable economic development and poverty reduction. Our aim is to help provide a safe, ethical, transparent and fair framework for employment, production and sharing of the economic benefits that flow from our presence. About BHP Billiton BHP Billiton is the world's largest diversified resources company. We employ some 41,000 people in more than 100 operations in 25 countries. We have significant businesses producing oil and gas, alumina and aluminium, copper, energy coal, iron ore, nickel, manganese and metallurgical coal, as well as uranium, gold, zinc, lead and silver. Our organisation is designed around Customer Sector Groups (CSGs), which are focused on customers, rather than operations. The CSGs are Petroleum, Aluminium, Base Metals, Diamonds and Specialty Products, Stainless Steel Materials, Iron Ore, Manganese, Metallurgical Coal and Energy Coal. This document is a summary of our Full Sustainability Report, which can be accessed at www.bhpbilliton.com BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 1

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Along with host governments, business partners and employees, we work towards helping our key stakeholders draw value from our activities and ensure we contribute to the long-term sustainability of the communities where we operate. Over the past year, a number of emerging economies experienced strong growth. By supplying the building blocks for that growth, our industry has contributed to higher living standards and greater opportunities for millions of people. Despite enjoying the benefits of growth, operating a global company responsibly in an increasingly complex world presents us with a range of challenges. The rapid growth of the industry has tightened labour markets and our future depends heavily on our capacity to continue to attract great people. The Company's participation in the climate change debate is evolving, as we follow developments in the economics, public policy and the carbon footprint of our business. Serious health problems, such as malaria and HIV/AIDS, remain in some of our host countries and we are working together with others to find the most effective way to help address them. We aim to develop resources for the future while respecting human rights and leaving a positive legacy. Finally, and most importantly, we feel deeply and personally any loss of life in our workplaces and the impact this has on families, friends and colleagues. 2 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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We continue to play an important role in social development through employment and training opportunities, infrastructure provision, local business development and payment of taxes and royalties in our host countries. For many years, we have made safety our number one priority. Despite our efforts, eleven of our colleagues lost their lives while working for us during FY2008, five of them in a helicopter crash in Angola. Every fatality touches all of us and I am personally committed to eliminating hazards and ensuring that all our people go home safely at the end of each day. Production and financial results can never come before safety. Nor do we take the health and well-being of our people for granted. Current health priorities include reduction of a range of workplace exposures, promotion of consistent use of personal protective equipment, fatigue management and maintenance or improvement of the general health and fitness of our people. Our new five-year targets which we report on for the first time this year reflect our intent to further reduce the energy and greenhouse gas intensity of our business. We are working with others to find technological solutions to manage our emissions and to address the impact of our products in relation to climate change. We continue to play an important role in social development through employment and training opportunities, infrastructure provision, local business development and payment of taxes and royalties in our host countries. Our commitment continues to invest one per cent of BHP Billiton's pre-tax profits, on a three-year rolling average, in community-based projects. During FY2008, our contribution increased \$37.6 million from the previous year to \$141.0 million with major resources channelled to improving access to quality education and helping to tackle major health issues, such as malaria and HIV/AIDS. Through our Matched Giving Program, a proportion of the Company's social investment was directed to organisations for which our employees are passionate. During FY2008, the Company contributed \$4.8 million to these organisations by matching employee donations, fundraising and personal volunteering. This is a significant increase from the previous year. Recognising and supporting our employees' community activities is one way to continue to attract and retain skilled people, despite tight employment conditions across the resources sector. Our standing as an employer of choice comes from the broad geographic and career opportunities we offer, along with our desire to assist people on their personal development journey and our commitment as a responsible employer. I want to recognise the ongoing efforts and commitment of our employees and contractors and thank them for their contribution to the successes BHP Billiton recorded during the year. Our Company can make a real contribution to sustainable development and poverty reduction in the world and we need to work hard to realise this potential. We truly are charged with resourcing the future in a responsible way. This document is a summary of our Full Sustainability Report, which we have prepared in accordance with the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines. We also continue to support the UN Global Compact and we have included updates against the principles in our Full Report. You can access our Full Sustainability Report through our website at www.bhpbilliton.com/sustainabledevelopment

Marius Kloppers Chief Executive Officer Pilbara | Western Australia BHP Billiton encourages new standards for Indigenous development opportunities In September 2007, Ngarda Civil & Mining Pty Ltd won, on commercial terms, a five-year A\$300 million-plus contract to manage and operate BHP Billiton's Yarrie iron ore mine in Western Australia. Ngarda is equally owned by Indigenous-based organisations and Leighton Contractors, and is dedicated to providing Indigenous people with opportunities to develop their skills and abilities, and gain experience and employment. Ngarda began operating the Yarrie mine in April 2008.

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Sustainability at BHP Billiton CHALLENGES Our sustainability challenges have the potential to impact materially on our business and its ongoing success. In 2003, we undertook a major assessment of sustainability risks associated with our business. The assessment led us to identify five key sustainability challenges – challenges that remain relevant today. The challenges are: **ENVIRONMENTAL** Our environmental challenges are: **CLIMATE CHANGE** Climate change is a global challenge that requires action from all sectors of society. We are committed to reducing our greenhouse gas emissions and to transitioning to a low-carbon economy. **WATER** Water is a critical resource for our operations and for the communities in which we operate. We are committed to ensuring that we have access to sufficient water resources and to protecting the water quality of the ecosystems in which we operate. **AIR QUALITY** Air quality is a key environmental challenge. We are committed to reducing our air emissions and to protecting the health of the communities in which we operate. **BIODIVERSITY** Biodiversity is a key environmental challenge. We are committed to protecting the biodiversity of the ecosystems in which we operate. **SOIL AND LAND** Soil and land are key environmental challenges. We are committed to protecting the soil and land resources in which we operate. **WASTE** Waste is a key environmental challenge. We are committed to reducing our waste and to recycling as much as possible. **STAKEHOLDERS** We engage with our stakeholders in many ways, from one-on-one meetings and multi-stakeholder forums to cross-sector partnerships and industry initiatives. Most engagement is at a local level, where we address specific issues and solutions. We also seek feedback on our sustainability strategy by engaging employees and contractors, investors, opinion leaders, governments, non-government organisations, academia and regulators. Meetings with our Forum on Corporate Responsibility continue to provide valuable advice and challenge our views on broad sustainable development issues. Our participation with several external voluntary initiatives, including the UN Global Compact and the Global Reporting Initiative, helps us to further understand stakeholder views. Our Sustainability Value Add BUSINESS CASE FOR SUSTAINABLE DEVELOPMENT Our bottom-line depends on access to resources and on our licence to operate. Maximising our bottom-line also means recognising the value protection and value add achieved by enhancing non-financial or sustainability dimensions. Such sustainability dimensions include aspiring to Zero Harm to people, host communities and the environment; effective governance and risk management processes; being socially responsible and contributing to sustainable community development; and to ensuring the broader economic contributions of our operations are injected into the regions where we operate. BEYOND THE BUSINESS CASE SOCIETAL BENEFITS Beyond our business case are many societal benefits that flow from integrating sustainability into our business. Benefits include contributing to improved standards of living and self-sustaining communities; enhancing economic contributions, resource conservation and biodiversity; and improving stakeholder trust. 4 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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Health, Safety, Environment and Community Targets Scorecard On 1 July 2007, we introduced new five-year Health, Safety, Environment and Community targets. The scorecard, below, outlines our performance for the financial year from 1 July 2007 to 30 June 2008 – the first year of our new program. All targets are based on an FY2007 baseline year, except those relating to Energy and Greenhouse Gas, which are based on an FY2006 baseline year. Overall performance against target: Target exceeded Target achieved (___95%) Target not achieved On track Behind schedule Target Performance Target Date Zero Harm Result FY2008 Zero fatalities 11 fatalities at our controlled activities Ongoing Zero significant environmental incidents and zero significant No Level 3 environmental or community incidents Ongoing community incidents (i.e. rated 3 or above on the BHP Billiton were reported Consequence Severity Table) Management Systems All operating sites to achieve and maintain conformance against 50 reporting assets (77 per cent) scored above 4.0 30 June 2008 BHP Billiton HSEC Management Standards Issue 3 (score greater than 4.0 out of 5.0) by June 2008 A Group average conformance of 4.0 out of 5 against BHP Billiton An average conformance of 4.1 out of 5.0 has Ongoing HSEC Management Standards Issue 3 been achieved All operating sites to obtain and maintain ISO 14001 certification 95 per cent of sites requiring ISO 14001 are certified Ongoing Health All operating sites to finalise baseline health exposure ___30 June 2008 assessments on occupational exposure hazards for: of sites have completed assessments ___T\UbeaX_VbagT\`aTagf_TaW_ab\X_UI_#haX_%##+ ___TaW_c[lf\VT__XkcbfheXf_UI_#haX_%# ___C[lf\VT__\$# 30 June 2010 completed assessments 15 per cent reduction in potential employee exposures 4 per cent increase in potential employee exposures 30 June 2012 over the occupational exposure limit by 30 June 2012 over the OEL (excluding noise) since FY2007 30 per cent reduction in incidence of occupational disease 26 per cent reduction in incidence of occupational 30 June 2012 by 30 June 2012 disease since FY2007 Safety 50 per cent reduction in Total Recordable Injury Frequency Rate The TRIFR for 2008 was 5.9, an improvement 30 June 2012 at sites by 30 June 2012 of 20 per cent on the TRIFR recorded in FY2007 Environment Aggregate Group target of 6 per cent reduction in greenhouse 5 per cent increase in greenhouse gas emissions 30 June 2012 gas emissions per unit of production by 30 June 2012(1) per unit of production in FY2008 Aggregate Group target of 13 per cent reduction in 1 per cent increase in carbon-based energy use 30 June 2012 carbon-based energy use per unit of production by 30 June 2012 per unit of production in FY2008 Aggregate Group target of a 10 per cent improvement in 7 per cent improvement in the ratio of water 30 June 2012 the ratio of water recycled/reused to high-quality consumed recycled/reused to high-quality consumed by 30 June 2012 since FY2007 Aggregate Group target of 10 per cent reduction in the land The land available for rehabilitation index 30 June 2012 available for rehabilitation by 30 June 2012 has remained unchanged since FY2007 Community Aggregate Group target of 1 per cent of pre-tax profits Expenditure totalled US\$141.0 million, equivalent Ongoing to be invested in community programs, including in-kind support to 1 per cent of pre-tax profits based on the average and administration, calculated on the average of the previous of the previous three years pre-tax profit publicly three years pre-tax profit reported in each of those years(3) All operating sites and development projects to undertake 84 per cent (54 of 64) of operating sites and 30 June 2008 a human r ights self-assessment and implement a risk-based development projects completed human rights human rights management plan(2) by 30 June 2008 self-assessments. 21 of these sites developed human rights management plans; 2 sites that identified human rights-related issues had not completed a management plan All operating sites and development projects to have a formal 95 per cent (61 of 64) of operating sites and 30 June 2008 community engagement program in place by 30 June 2008 development projects have community engagement programs in place Notes: (1) This was partly due to the switching of fuels used by third party electricity generators that serve our operations in Chile. (2) Excludes sites having no human rights-related issues identified in the human rights self-assessment. (3) Includes BHP Billiton component of our voluntary contributions to community programs at joint venture operations, but does not include payments to communities that form part of mandatory licensing agreements. BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 5

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Governance We are committed to the highest standards of corporate governance, including processes to implement our commitment to sustainable development. SUSTAINABILITY SYSTEMS AND DOCUMENTS At BHP Billiton, our conviction is that our business goals can be best attained through honesty, fairness and integrity in everything that we do. In addition, therefore, to the corporate governance processes that manage the broader affairs of the Company, we have a number of systems and supporting documents to implement our commitment to sustainable development. The Sustainability Committee of the Board continues to oversee the Group's sustainability strategy, policy, initiatives and activities. Management holds primary responsibility for our Health, Safety, Environment and Community performance and for driving our commitment to Zero Harm. Our Code of Business Conduct: Working with Integrity applies to every member of our workforce, regardless of job or location, and provides a behavioural framework for decision-making. It is based on the values contained in our Charter and highlights that we care as much about how results are obtained as we do about delivering good results. Our Health, Safety, Environment and Community (HSEC) Management Standards (Issue 3) provide the basis for developing and applying management systems at all levels of our Company and are a driver of our contribution to sustainable development. The Standards highlight four key components of sustainable development: _____;XT_____and host communities _____FTYXgl_____»_cebi\W\az_T_jbe^c without being injured preventing pollution and enhancing biodiversity protection _____6b``ha\gl_____»_XaZTZ\az_jg[_X`c and with those affected by our operations, including host communities; and understanding, promoting and upholding fundamental human rights within our sphere of influence. During 2008, we are reviewing our Standards in accordance with the Company's revised operating model. AUDIT AND SELF-ASSESSMENT Our assets are benchmarked through a triennial peer review process against our HSEC Management Standards. These Standards are supported by key procedures, which are regularly reviewed to ensure our assets operate under a leading practice framework. During FY2008, seven HSEC audits were conducted. As in previous years, operating sites not audited during the year were required to undertake self-assessments against the Standards. The results from the 68 self-assessments have been combined with the audit results to show an overall conformance of 4.1 out of 5 against the HSEC Management Standards, meeting our target of achieving greater than 4 out of 5 by 30 June 2008. Since the program commenced in September 2001, 145 site audits have been conducted, involving 414 BHP Billiton people and 36 external auditors. The breadth of the program has been invaluable in accelerating the rate of improvement in all aspects of our HSEC management through the identification of improvement opportunities and communication of leading practices. CLOSURE Comprehensive closure planning integrated into the business contributes to our vision of sustainable development and Zero Harm. Each of our controlled assets is responsible for developing closure plans that comply with legislative requirements, limit adverse environmental impacts, and consider stakeholders' needs and aspirations, particularly with respect to end land use. The BHP Billiton Closure Standard was rolled out to all our controlled assets two years ago. Our sites report against this standard, documenting the current status of closure plans, in annual closure summary reports. In the interest of continual improvement, during the reporting period, we conducted a review of the Closure Standard. Representatives of the multi-functional teams involved in preparing our closure plans and estimating associated closure _____costs determined there was an opportunity to better integrate closure planning through our Life of Asset planning process. _____TVX_j[XeX_cXbc_X_VTa_jbe^_ Life of Asset planning is a disciplined procedure that occurs annually across the Company. Incorporating the Closure Standard requirements with Life of Asset planning procedures will assist closure planning considerations being incorporated in the Life of Asset plan. _____bIXXf_TaW_VbageTVgbe^_ A detailed protocol for auditing compliance with Closure Standard requirements was developed during the reporting period and trialled at our Queensland Coal group. The audit protocol will be implemented by our Group Audit Services function, further integrating closure planning as a way we do business. BHP Billiton is responsible for a number of legacy sites that are in various stages of decommissioning, rehabilitation or post-closure care and maintenance. These sites are managed by our Customer Sector Groups, where closure is treated as a project. Closure plans provide the

basis for estimating the financial costs of closure. Information on our 2008 closure provisions can be found in the Financial Statements section of the 2008 BHP Billiton Annual Report. 6 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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Business Conduct Helpline Enquiries Business Conduct Helpline Enquiries by Category FY2008 by Region FY2008 Other 21% Australia and Asia 60% Equality in Employment 14% South America 15% Conflict of Interest 12% North America 13% Gifts and Hospitality 10% Africa 8% Harassment 9% Europe 3% Information Management 8% Other 1% Business Travel 6% Bribery 6% Maintaining Supplier Relationships 5% Community Relations 5% Accuracy of Records and Reports 4% BUSINESS CONDUCT In July 2008, the Code of Business Conduct was approved to replace the Guide to Business Conduct. While the substance of the new document has not significantly changed, it provides clearer communication and will be supported in FY2009 by training and communication, as well as assurance processes. In FY2008, we received 133 enquiries to the Business Conduct Helpline and a further 32 through the Fraud Hotline operated by Group Audit Services. The most common issues raised with the Helpline related to equality in employment, conflict of interest and gifts and hospitality. Fraud, theft and conflict of interest were the main issues raised with the Fraud Hotline. In FY2009, the Business Conduct Helpline and the Fraud Hotline will be combined, to be known as the Business Conduct Advisory Service. Our Charter Outlining our purpose, plans, values and measures of success Our Charter outlines the actions, values and measures by which we judge our success in creating long-term value through discovering, developing and converting natural resources. Earning the trust of our employees, contractors, customers, suppliers, communities and shareholders is a vital aspect of our success. Our values embrace safety and the environment, integrity, high performance, win-win relationships, the courage to lead change and respect for each other.

Link to Our Charter at www.bhpbilliton.com/aboutus/charter BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 7

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Technology introduced at our Escondida mine in Chile is helping address safety issues associated with operating bulldozers in stockpiles. Remote bulldozer operation enhances operator safety Bulldozer operators working on ore stockpiles within the mining industry are exposed to major safety challenges, including poor visibility, unstable ground and material falling from conveyors. During 2006, the global mining industry experienced several fatal accidents involving bulldozers operating on stockpiles. Having itself experienced several incidents involving bulldozers on stockpiles, our Escondida mine (in which BHP Billiton holds a 57.5 per cent interest) sought to address the safety risks associated with this activity. Analysis showed that the only sure way of addressing such risk was to remove the bulldozer operators from their cabs and have them operate their machines from a safe, remote location. After extensive testing, in early 2007 the mine began installing state-of-the-art technology, which had been adapted from other mining processes and that would allow its bulldozers to be operated remotely. Find out more on www.bhpbilliton.com/casestudies 8 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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People The foundation of our business is our people – both employees and contractors. Our success relies on identifying, recruiting, training, developing and retaining a talented, diverse, mobile and motivated workforce. At BHP Billiton, we aspire to be the world’s best natural resources company and it is our people who will make the difference. We are committed to open, honest and productive relationships with our employees. We aim to be consistent, fair and transparent in our Human Resources practices, as well as meeting our commitment to the UN Universal Declaration of Human Rights and relevant legislative requirements. **THE BHP BILLITON WAY** To deliver on our aspiration, we need to act in a consistent manner according to our shared set of Charter values, with clear strategic intent and according to a defined operating model. Together, with strong leadership, these elements constitute our way of doing things, The BHP Billiton Way. Our operating model is designed to clearly define our respective accountabilities. Specifically, it articulates the relationship between, and responsibilities of, the Group functions, minerals exploration, our Customer Sector Groups and marketing. **LEADERSHIP AND CULTURE** Strong leadership is a cornerstone of any organisational success, and our Leadership Model outlines what it takes to be a BHP Billiton leader. It is designed with a mix of the core attributes and behaviours and leadership styles that we look to our leaders to demonstrate, identify and develop in others. The leadership model is tied directly to our Human Resources and HSEC strategies and standards. **HUMAN RESOURCES STRATEGY** Our Human Resources Strategy connects our values and culture (defined in our Charter) and our business requirements to the way we manage our people. Objectives for each major component of our people management are contained within our Human Resources Management Standards, along with the metrics we use to guide and assess our performance. As contractors form a significant portion of our workforce, we work closely with our contracting companies to ensure that their approach to human resource management is consistent with our values and approach. **TRAINING AND DEVELOPMENT** We are committed to working with all our people to help them reach their full potential, achieve job satisfaction and maximise their contribution to the Company. During the year, we consolidated our approach to talent management by improving our identification and understanding of our talent, and strengthening the talent pipeline through leadership programs, individual development, mentoring and coaching. In FY2008, the average hours spent training per annum per employee was 49 for full-time and 24 for part-time employees. Reflecting the criticality of leadership development and training to our success, during the year, more than 500 people participated in our intensive global or Customer Sector Group leadership development programs and 515 graduates attended our Foundations for Graduates Program. **EMPLOYEE PROFILE** In FY2008, we employed some 41,000 people, as well as engaging some 61,000 contractors. Our turnover rate increased from 12 per cent in FY2007 to 14 per cent in FY2008, reflecting buoyant market conditions within the global resources sector. **EMPLOYEE RELATIONS** Wherever we operate, we aim to comply with the relevant legislative employment framework. We recognise the right of freedom of association by our employees. We have a number of locations where we have a mix of collective and individually regulated employment arrangements, but this does not affect the rights of those employees to choose to belong to trade unions. Prospective employees are made aware of employment arrangements prior to joining the Company. Our policy is to consult with employees on major organisational changes and ensure processes are in place at all locations to address any issues. In FY2008, around 47 per cent of our global workforce was covered by collective agreement. **E mployees by Region FY2008 Contractors by Region FY2008** Australia and Asia 37% Australia and Asia 41% South Africa 27% South America 28% South America 22% Europe, Africa and North America (incl Canada) 7% Middle East 25% Rest of world 6% North America 6% Europe (incl UK) 1% **Employee Share Plan** Shareplus, introduced in 2007, recognises the contribution of our people to our Company and provides an opportunity for them to share our future growth and success by building a personal financial stake in the Company. The plan offers employees the opportunity to purchase BHP Billiton shares, up to a specified limit, and receive a grant of shares from BHP Billiton equal to the number they have purchased at the end of three years. The offer is available to all BHP Billiton employees regardless of their role or location. The only requirement is that the person remains

employed by BHP Billiton over the three-year period. In countries where it is not possible or practicable to operate Shareplus, we have implemented a cash plan with the same terms. By April 2008, some 40 per cent of eligible employees had elected to join. BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 9

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Safety The overriding importance we place on the safety of our employees, contractors and host communities is reflected in our Zero Harm goal and our belief that an injury-free workplace is possible.

SAFETY PERFORMANCE We experienced eleven fatalities in seven separate incidents during the year to 30 June 2008. In expressing our deepest sympathy to the families, friends and work colleagues of those who died, we remain determined to do all in our power to eliminate fatalities from our operations. As part of our strategy to ensure that safety remains at the forefront of the mind of every employee and contractor, we held our inaugural Safety Week during January 2008. Reinforcing that good safety starts with good leadership, a feature of the week was that all executive management personally led a three-hour discussion with their supervisors and managers.

Kalgoorlie | Western Australia Applying technology to make handling molten metal safer and more efficient Our Kalgoorlie Nickel Smelter in Western Australia produces granulated nickel matte. We move pots containing some 10 tonnes of molten metal using gantry cranes to tilting stations where nickel matte is poured through jets of water to produce granulated nickel matte. While being craned, the metal begins to cool and a crust forms across its surface. During pouring, parts of the crust can break away, interrupting the metal flow and, potentially, leading to a steam explosion that could result in severe injury and damage to the plant. Traditionally, our personnel used long paddles to control the crust during pouring and to prevent an explosion. The task required operators to wear layers of protective clothing and to work in an extreme environment. By applying technology from the automotive industry to enable our personnel to control the crust from a remote position, we have removed them from an extreme environment and potential danger from steam explosions. While low injury frequency rates do not mean low fatality rates, we are pleased to report that, during FY2008, we improved our injury performance rate. Our Total Recordable Injury Frequency Rate decreased by 20 per cent, from 7.4 for FY2007 to 5.9. Our target is a 50 per cent reduction between 1 July 2007 and 30 June 2012. We believe achieving this level of improvement will deliver a world-class level of performance. Our injury severity also reduced by some 20 per cent in FY2008 when compared to FY2007.

FATAL RISK CONTROL PROTOCOLS BHP Billiton's Fatal Risk Control Protocols (FRCPs) establish minimum performance expectations for managing potential fatal risks associated with activities commonly conducted at our operations. They address light vehicles, mobile equipment above and below ground, managing hazardous and molten materials, underground ground control, safeguarding and isolating equipment, lifting and working at heights. All sites are required to conduct self-assessments against the FRCPs requirements and to implement improvement plans.

SIGNIFICANT INCIDENT AND NEAR MISS REPORTING We continue to encourage reporting of near miss and significant incidents, as our ability to learn from these events and apply corrective interventions before the same underlying causes manifest as more serious incidents is a key to supporting our efforts to eliminate injuries and fatalities. Our analysis of these events assists us to generate Company-wide alerts that identify trends in common causes for similar incidents, signal where all preventive barriers were breached, and includes what is to be learnt, with links to further information. Analysis of significant incidents against our FRCPs categories indicates that the key areas for improvement remain surface mobile equipment, isolation and working at heights.

LIGHT VEHICLE SAFETY To assist in addressing safety risks associated with light vehicles, we will require that all light vehicles are fitted with in vehicle monitoring systems (IVMS). IVMS transmits data on vehicle usage, speed and driver behaviour to a central location for analysis and feedback to both management and drivers. This is expected to take approximately two years to implement.

CATASTROPHIC RISK MANAGEMENT Catastrophic risk management seeks to identify, assess and manage potential risks that could result in multiple fatalities and/or property, infrastructure or fixed-plant damage that could cause significant disruption to, or stop, our operations, and which could threaten our licence to operate. During FY2008, four sites tested a revised method for catastrophic management that, once finalised and improved, will be incorporated into our Company-wide documentation and drive a consistent approach to managing catastrophic risk.

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Health Our goal is a work environment where our employees and contractors can work free from the risk of occupational illness, through shared responsibility between management and employees, contractors and their families. **HEALTHY PEOPLE** The health of our people is central to our business success. If we are to succeed in our journey towards Zero Harm, we need to understand the potential for health risks and establish suitable mitigation measures. **REDUCING OCCUPATIONAL EXPOSURE** Our public target for each operating site to close out its baseline occupational hygiene exposure survey for airborne contaminants and noise concluded 30 June 2008. This target was not met, with 75 per cent of sites, representing 88 per cent of employees, completing their survey. This was an important milestone as it allows each respective site to develop a comprehensive understanding of which workers are exposed to airborne contaminants, such as dust, fume, mist, gas and vapour, and to noise at a level in excess of Company occupational exposure limits. Such exposures currently necessitate the strict use of personal protective equipment to avoid adverse health effects. Programs to eliminate exposure at the source are based on the results of the baseline survey. Examples of such programs include those designed to address diesel exhaust fumes in underground operations and acid mist in some of our metal processing plants. Our target is for a 15 per cent reduction by 2012 for potential employee exposures over the occupational exposure limit. **Percentage of Employees in Potential Exposures* FY2008** During FY2008, 48 per cent of our workforce across the Company was potentially exposed to noise, if not for the use of personal protective equipment, a reduction of one per cent on FY2007 results. Other exposures remained at 17 per cent, as reported in the previous reporting period. There were 207 new cases of occupational illness reported Company-wide in FY2008. This represents a 26 per cent reduction in the rate of illnesses per 10,000 employees against our target of a 30 per cent reduction in the incidence of occupational illness by June 2012. **FIT FOR WORK** Our safety performance can be impacted by both work-related and general health issues. A particular area of attention during FY2008 was the complex issue of fatigue management. One of our initiatives in this area is outlined in the story below. **COMMUNITY HEALTH** Malaria and HIV/AIDS remain a significant health issue for many of our operations, including those in southern Mozambique, northern Brazil, Pakistan, and areas where we have development activities such as Guinea and Angola. We continue to work to find the most effective ways to help address the issue, including offering voluntary HIV/AIDS testing and counselling and continuing to support the mosquito spraying program in southern Africa. We are also using our African experience to assist the Asia-Pacific Coalition on HIV/AIDS as they develop programs in Papua New Guinea, Laos, Thailand and Cambodia. **Newman | Western Australia** Cutting-edge technology to warn of approaching drowsiness Drowsiness or fatigue contributes to a large number of our significant incidents. In response, the Australian-developed Optalert technology that uses infrared technology to continuously monitor the wearer's eyelid and eye movement is being introduced at our Iron Ore Mt Whaleback mine, Western Australia. When impending drowsiness is detected the system delivers an audio alert. While not the solution to drowsiness or fatigue, Optalert provides another level of protection for our drivers. **BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008** 11

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Illawarra Region | Australia Our challenge is to meet the growing global demand for mineral resources while addressing the challenges of climate change, achieving sustainable supply and environmental protection. World's first power plant fuelled by coal mine ventilation air Excavating coal releases methane, which is explosive in significant concentrations. Ventilation air is used in underground coal mines to dilute the methane to safe levels, leading to large volumes of air with low methane content being released to the atmosphere. At BHP Billiton Illawarra Coal's West Cliff Mine, in New South Wales, Australia, ventilation air containing dilute methane is being used to generate electricity commercially. A world-first development by BHP Billiton and its technology provider MEGTEC Systems, the A\$30 million plant generates some six megawatts of electricity per hour while reducing greenhouse gas emissions. Methane has 21 times the global warming effect of carbon dioxide. This plant will reduce BHP Billiton's greenhouse gas emissions by 250,000 tonnes of carbon dioxide equivalent per year. The potential for this technology was recognised by the United States Environment Protection Agency with an award in May 2008. Find out more on www.bhpbilliton.com/casestudies 12 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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Environment In line with our aspirational Zero Harm goal we run programs to improve our performance, set specific targets, such as for energy use and air emissions, and track our progress against our targets.

CLIMATE CHANGE AND ENERGY We believe that the risks of climate change associated with increasing greenhouse gas concentrations in the atmosphere need to be addressed through accelerated action. Behavioural change, innovation and technological progress are necessary to achieve stabilisation in a manner consistent with meeting natural resource and energy needs. We are working within our businesses and with governments, industry and other stakeholders to address this global challenge and find lasting solutions that are consistent with our goal of Zero Harm. Our five-year targets include a six per cent reduction in greenhouse gas emissions per unit of production and a 13 per cent reduction in carbon-based energy use per unit of production, both by 30 June 2012. In FY2008, our carbon-based energy intensity increased by one per cent. The Australian Government passed the Energy Efficiency Opportunities (EEO) Act in 2006 to improve the identification and evaluation of energy efficiency opportunities by large energy users. The results of this program will be available publicly on the BHP Billiton website in December 2008. It is expected that applying what we have learned from the Australian EEO program will contribute to our strategy for meeting our energy intensity target on a global basis. In FY2008, we experienced a five per cent increase in the greenhouse gas emissions intensity index for BHP Billiton's global sites. This was due, in large part, to the switching of fuels used by third party electricity generators that serve our operations in Chile. Our strategy to achieve our greenhouse intensity targets includes improving our energy efficiency and investigating cost effective alternative energy sources. Our Energy Marketing Group is building knowledge in global carbon markets through trading in the Kyoto Protocol's Clean Development Mechanism (CDM) credits to support our operations and customers in Europe. This experience will help prepare us for other national or regional carbon trading schemes. We are using our technical capacity and experience to assist governments and other stakeholders in the design of effective and equitable climate change policies. In 2007, we participated in the public comment process on the National Greenhouse and Energy Reporting regulations and the National Emissions Trading Scheme in Australia. We are contributing to the development of low carbon alternative energy sources through partnerships such as Australia's COAL21, Cooperative Research Centre for Greenhouse Gas Technologies and the Cooperative Research Centre for Coal in Sustainable Development. These projects cover technologies such as coal gasification, oxyfuel, and carbon capture and sequestration.

Greenhouse Gas Energy Intensity Intensity Index FY2008(1)(2) Index FY2008(1)(3) 1.2 1.2 The intensity indices have been developed as a Company-wide performance indicator for GHG and Energy measures. The index concept allows performance from different business groups or sites, all of which may have different operating conditions and product mixes, to be added together to form an overall indicator per unit of production. The base year for the intensity indices is FY2006 and has a value of 1 for that year (1 = 100%). Below 1 indicates better than baseline. (1) Baseline (FY2006) = 1; below 1 indicates better than baseline. (2) FY2008-2012 Target = 6% reduction below FY2006 base year. (3) FY2008-2012 Target = 13% reduction below FY2006 base year.

Energy Use by Type Total Energy Use by Customer FY2008
 Petajoules (PJ) Sector Group FY2008 Electricity 40% Petroleum 5% Distillate 21% Aluminium 45%
 Coal and Coke 20% Base Metals 11% Natural Gas 14% Diamonds and Fuel and Process Oil 3%
 Specialty Products 1% Other 2% Stainless Steel Materials 15% Iron Ore 4% Manganese 9%
 Metallurgical Coal 6% Energy Coal 4%

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Environment BIODIVERSITY AND LAND We own, manage or lease in excess of 5.7 million hectares of land (excluding data from exploration and development projects), of which approximately two per cent is used for mining, processing plants and infrastructure. Focusing on prioritising our rehabilitation efforts, we have a five-year target of a 10 per cent reduction in the land available for rehabilitation by 30 June 2012, which we measure as a ratio of land rehabilitated compared to land disturbed. In FY2008, the ratio of 0.28 remained unchanged due to the increased development of our copper operations in Chile, coal operations in Australia and Nickel operations in Australia and Chile. As a resources company operating in diverse locations, our activities have the potential for significant impact on biodiversity. This year, in consultation with stakeholders, including our Forum on Corporate Responsibility, we have revised and formalised our biodiversity position which can be found in this year's Full Sustainability Report.

Louisiana | United States of America Reducing waste and providing sustainable employment opportunities As part of the ongoing pursuit of Zero Harm, BHP Billiton Petroleum drilling teams identified recycling as a way to reduce waste from the rigs that went to licensed contractors for disposal in landfill. After our people implemented the segregation system, we contracted Access Real Choices (ARC), a non-profit organisation dedicated to the welfare of individuals with learning and development disabilities in New Iberia, Louisiana, US. This organisation separates and repackages the waste for resale to local recycling plants. Between June 2006 and December 2007, more than 68 tonnes of material was diverted from landfills and recycled. The initiative has reduced our disposal costs, raised revenue for ARC, and provided employment for 40 people within ARC.

WATER We use water in mining, smelting, refining and petroleum processes. To better understand our management of water globally, we collect data on water used in our process in the following three categories: high-quality or fresh water such as water of a quality suitable for drinking, low-quality water such as water sourced from a waste water treatment plant, and recycled or reused water. We have set a target to improve our use of recycled water relative to our use of high-quality water from the environment. Our aggregate target is to see a 10 per cent improvement by 2012 in the ratio of water recycled to high-quality water consumed. With an improvement of seven per cent, we made good progress towards achieving our target. We are currently working to understand where our best opportunities lie for meeting this important target.

WASTE Our mining operations produce large quantities of mineral waste such as waste rock, tailings and slag. Generally, this mineral waste is managed on-site in disposal facilities designed and operated to well-established engineering standards. Mineral wastes are categorised as hazardous or non-hazardous, and we produced a total of 215 million tonnes of mineral waste during the reporting period. Non-mineral waste is also categorised as either hazardous or non-hazardous (general) waste. Hazardous non-mineral waste includes oil, materials contaminated with hydrocarbons, chemical waste and spent pot linings. These hazardous wastes are recycled or disposed of in approved facilities. We have generally decreased our hazardous waste in recent years; however, this reporting period we produced 192,000 tonnes of hazardous non-mineral waste, approximately seven per cent more than in FY2007. General waste includes domestic waste, tyres, paper, cardboard, and building and construction material. Our operations generated 304,000 tonnes of general waste and 45 per cent of this was recycled, reused or composted.

ENVIRONMENTAL INCIDENTS No actual significant environmental incidents were reported in FY2008, as defined by our Consequence Severity Matrix; there were, however, 40 incidents that had the potential to cause significant environmental harm. The incidents were related to events including uncontrolled discharges from tailings and sediment control dams due to high rainfall events, hydrocarbon and chemical spills via broken pipelines, tank failures or transport incidents and breaches of internal land clearing procedures. Due to controls that were in place and mitigation actions taken, none of these incidents were classified as having caused significant environmental harm. Investigations were conducted to ensure the factors that contributed to each incident were identified so that additional controls could be implemented to prevent a recurrence.

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Kalimantan province | Indonesia Managing our impact in Indonesia BHP Billiton's wholly-owned Maruwai Coal Project is seeking to develop a high-quality coking coal resource in an area that is world-renowned for its biodiversity. Our strategy is to minimise our operational footprint and to support broad-based conservation outside our area of interest. We engaged with several international conservation Non-Government Organisations (NGOs) to contribute to our biodiversity strategy, including in developing goals, identifying challenges and priorities. Comprehensive, practical actions to minimise our impact on the forest include redesigning our exploration program to eliminate unnecessary clearing by having a single exploration camp rather than satellite camps and using helicopters to transport people and equipment rather than constructing roads. We also have a comprehensive program for rehabilitating and revegetating all our abandoned drill sites. Total Mineral Processing Waste General Waste Disposal Disposed FY2004 to FY2008 Methods FY2008 Recycled Water Index FY2008 Land Available for High-Quality Water from the Rehabilitation Index Environment/Recycled Waste FY2008(1)(4) (1) Baseline (FY2007) = 1; below 1 indicates worse than base year (1 = 100%). (2) FY2007-2012 Target = 10% improvement from FY2007 base year. (3) Aggregate Group Target of a 10% improvement in the ratio of water recycled/reused to fresh water consumed by 30 June 2012. (4) FY2008-2012 Target = 10% improvement from FY2007 base year. Water Use by Recycled Water Use FY2008 Classification FY2008 Megalitres (ML) High-Quality Water 43% Aluminium 3% Recycled Water 44% Base Metals 21% Low-Quality Water 13% Diamonds and Specialty Products 3% Stainless Steel Materials 39% Iron Ore 3% Manganese 11% Metallurgical Coal 12% Energy Coal 8% BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 15

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Relationships and partnerships are at the core of our business. We can do very little on our own. Our ability to work collaboratively and transparently with others is critical to our long-term success. Assisting local communities In September 2006, BHP Billiton and Mitsubishi Corporation signed an agreement with the Royal Government of Cambodia that allows for bauxite exploration and evaluation of the potential for an alumina refinery in Cambodia. Consultation with host communities, government, and non-government organisations identified four areas where BHP Billiton could assist local communities. These included supporting specialist teams to remove explosive remnants of war and educate communities about the associated risks; strengthening local healthcare service access for impoverished communities; and supporting non-government organisations that provide education and training in healthcare, sustainable agriculture and natural resource management. To date we have supported the removal and destruction of more than 437 explosive hazards and are supporting a selection of local health and education projects. Find out more on www.bhpbilliton.com/casestudies 16 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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Social Responsibility Our licence to operate depends on our ability to operate all aspects of our business responsibly, including our ability to work effectively with our host communities.

COMMUNITY ENGAGEMENT Regular, open and honest dialogue is the key to building strong relationships. Our community relations professionals are charged with developing and nurturing relationships with people impacted by, and interested in, our operations so we can understand their concerns, hopes and aspirations. While our businesses tailor their community relations programs to suit the local context, our Health, Safety, Environment and Community Management Standards provide direction as to the critical activities that must be implemented by all our operations. For example, our sites are required to have community relations plans in place and to regularly review the effectiveness of communication, consultation and participation processes in collaboration with stakeholders. In FY2008, we introduced a target for all operating sites and development projects to implement formal community engagement programs. We met the target, with 95 per cent (61 of 64 sites) of our sites compliant. We also require all our sites to have community complaint registers that record and track the management of community concerns. During the reporting period, our sites received 536 complaints, similar to 543 received in FY2007. Similar to the previous reporting year, the most common type of community complaint was noise-related.

COMMUNITY DEVELOPMENT TRAINING The goal of our community relations programs is to bring long-term benefits to people in our host communities. Traditionally, we have focused on service delivery mechanisms, such as providing educational facilities or health services. While the provision of essential services remains an important strategy to improve people's livelihoods, realise human potential and promote the quality of life of families, we are increasingly looking to supplement these programs with participatory projects, where we work alongside people to assist them in their own development process. We are building the capacity of our practitioners to ensure full community engagement in service delivery and to assist community participation and control of empowering development projects. In 2005, we entered into a relationship with Oxfam Australia to deliver community development training programs. The practice-based training course covers community dialogue, participatory structures and people-centred community development processes. In FY2008, we ran 10 courses in Chile, Peru, South Africa and Colombia. Other resource companies are now expressing an interest in this dialogue methodology training.

Community Contributions by Geographic Region

FY2008 Program Category	FY2008
South America	46%
Community Development	53%
Australia/Asia	39%
Education	17%
Africa	12%
Health	9%
North America	2%
Other	7%
Europe (incl UK)	1%
Arts/Culture	6%
Environment	4%
Sport/Recreation	4%

Ancash provinces | Peru Antamina Mining Fund

In December 2006, the Peruvian Government and the mining industry established a five-year general contribution program to support social programs in the country's poorest areas. Our 33.75 per cent owned Antamina Mine was the first to sign an agreement with the government, under which companies contribute three per cent of their pre-tax profits. With an initial contribution of \$64.3 million, we established the Antamina Mining Fund, which accounts for 40 per cent of the mining industry contribution for the program's first year. During its first 10 months of operation, to December 2007, the Fund approved 178 projects worth a total of \$42.7 million in four fields: health and nutrition, education, developing productive skills and strengthening institutions.

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Social Responsibility FORUM ON CORPORATE RESPONSIBILITY The Forum on Corporate Responsibility comprises our most senior management and leadership from international non-government organisations (NGOs). The Forum provides NGOs with an opportunity to influence the Company's approach to key sustainable development issues. The open and frank discussion provides participants with an insight into the complexity of dilemmas and challenges facing the Company and an understanding of the importance placed on our values and standards when making business decisions; it also enables our executives to appreciate issues from a different viewpoint. The Forum is scheduled to meet twice each year and is chaired by our Chief Executive Officer. In FY2008, the Forum provided feedback on our development of position statements for climate change, biodiversity and business conduct.

COMMUNITY INVESTMENT We continue to invest one per cent of our pre-tax profits (based on the average of the previous three years' pre-tax profit publicly reported in each of those years) in community programs to ensure our host communities share in our success. During FY2008, this voluntary investment totalled \$141.0 million, comprising cash, in-kind support and administration costs. We take care to support community investment projects that will contribute to long-term sustainable development and not create dependency. We have also continued to map our community investment spend against the UN Millennium Development Goals (MDGs), recognising that the intent of the MDGs aligns with our sustainability principles. In FY2008, our sites reported spending \$40.7 million on programs to help achieve the MDGs, which is about one-third of the Company's total community investment. Of this amount, the goals that received most focus were MDG 1: Eradicate extreme poverty and hunger (29 per cent of the total) and MDG 2: Achieve universal primary education (21 per cent of the total).

ENSURING TRANSPARENCY Projects are selected according to publicly available guidelines that clearly describe the Company's priority areas and the decision-making process. Sites are encouraged to include community members in the consultation when making decisions about social programs the Company will support. We aim to implement projects in a transparent, ethical manner and to work effectively with our community partners. In FY2008, we introduced a set of mandatory requirements for community investment to strengthen governance in this area. In addition, annually, our Group Audit Services audits the financial and management controls related to community investment programs at a selection of our operations.

INVOLVING OUR EMPLOYEES One of the most significant ways we support the efforts of our employees engaged in community activities is through our global Matched Giving Program. This program aims to strengthen local communities by supporting and encouraging employees who volunteer, fundraise or donate to not-for-profit organisations. During FY2008, the Company matched contributions totalling \$4.8 million, which was distributed to over 1,150 not-for-profit organisations. This is a significant increase from \$2.4 million in FY2007 and included matching for some 115,000 hours of volunteering by employees in their own personal time.

PEOPLE'S RIGHTS Today, companies face heightened public scrutiny; and, increasingly, corporate obligations are being shaped by stakeholders expectations. At the same time, laws and regulations are changing to reflect and follow societal values.

As the world's largest diversified resources company, we have potential exposure to human rights-related issues, exposure that may present us with challenges. Nevertheless, upholding people's fundamental rights in our day-to-day business is paramount. In FY2008, we introduced a target for all our operating sites and development projects to undertake a human rights self-assessment and, if needed, to implement a risk-based human rights management plan. Eighty-four per cent of our sites reported that they have completed their self-assessment and 21 of these sites have developed human rights management plans in response to the assessment. Two sites that identified moderate exposure to human rights issues did not complete a management plan by the close of the reporting year; however, these plans are in progress. No significant human rights-related issues were identified in this reporting period. There were two reported voluntary resettlements both in South Africa involving five families.

INDIGENOUS RECONCILIATION We recognise and respect the importance of Indigenous peoples' culture, heritage and traditional rights. We have operations on the traditional lands of Indigenous peoples, making it our responsibility and obligation to ensure we respect their rights. Our aim is to build respectful long-term

relationships with Indigenous peoples. BHP Billiton is Reconciliation Australia's founding National Leader in Reconciliation and we are proud to be one of the first companies in Australia to complete a Reconciliation Action Plan (RAP). Our 2007 RAP outlines our vision to help Indigenous people participate in fully, and enjoy equally, the benefits provided to all Australians. It outlines our approach to reconciliation, detailed actions, timelines and performance indicators around key areas of education, training and employment, Indigenous business opportunities and capacity building. We aim to review our performance against the 2007 RAP and develop a plan for the coming year. 18 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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Employee Matched Giving Employee Matched Giving by Category FY2008 by Activity FY2008
 Community Services 35% Cash Donations 44% Sport 15% Fundraising 35% Health 14% Volunteering
 21% Welfare 13% Formal Education 11% Overseas Aid 8% Arts and Culture 2% Environment 2%

KwaZulu-Natal province | South Africa Trees for Life In Zululand, South Africa, where BHP Billiton's Hillside and Bayside aluminium smelters operate, rural communities are often characterised by their poor education, health and social infrastructure. BHP Billiton and Wildlands Conservation Trust's Indigenous Trees for Life initiative aims to address disillusionment and despondency by creating a framework for young unskilled community members to participate as Treepreneurs. The Treepreneurs are trained in indigenous tree propagation techniques, provided with propagation starter packs, mentored through the propagation process and provided with a market for the trees that they propagate. Participants generate much needed cash while improving their basic communication and numeracy skills and, possibly most importantly, nurturing self-confidence and hope. Tree planting activities occur in the afternoon, after school. Stewardship It is our aim that our products do not cause harm to people or the environment during production, consumption, disposal or while being recycled. We share this responsibility with all involved in our products' life cycle. STEWARDSHIP PROGRAMS While we control extraction, and in some instances processing, of our products, we are also concerned that life cycle aspects we don't control, such as transport, some processing, manufacturing, use and disposal, are undertaken safely and responsibly. In bringing together stakeholders in the life cycle of our products, we can determine concerns and responsibilities and work cooperatively so that our products do not cause harm at any point in their life cycle. During FY2008, we continued our involvement in several industry initiatives, where we work with other resources companies, industry and commodity associations and governments to develop standards and verification systems to ensure compliance by the mining sector with environmental, human rights and social standards. Our customers represent the next stage in the life cycle of our commodities; and, through workshops with our marketing personnel, we are working collaboratively with them to reduce the impact of minerals production on the community and the environment. We are also continuing to support the use by our customers of the GreenLead self-assessment tools. Initiated by our Cannington silver, lead and zinc operations (Australia), the GreenLead program is a product stewardship program based on the sound management of materials and products in the lead life cycle. An example of our work with customers is our program to introduce stewardship concepts to a range of Chinese organisations, including state agencies, national commodity associations, lead smelters and battery exporters. In March 2008, the inaugural meeting of the GreenLead China Working Group occurred and, as a result, Yangzhou Apollo Battery (China's largest battery exporter) has become the first Chinese lead facility to complete the GreenLead assessment tools that are currently being trialled globally. We remain a member of the World Nuclear Association and chair their Uranium Stewardship Working Group. In Australia, we chair the Board of the Australian Uranium Association and its Uranium Stewardship Working Group. Our uranium product is only sold to countries approved and monitored under bilateral agreements with the Australian Government and that are signatories to the international Nuclear Non-Proliferation Treaty. All transport of our uranium product during FY2008 was conducted safely. BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 19

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Offices Ref Country Location 1 Angola Saurimo ? 2 Angola Luanda ? 3 Australia Adelaide ?? 4 Australia Brisbane ? 5 Australia Melbourne ?????? (Global Headquarters) 6 Australia Newcastle ?? 7 Australia Perth ??? 8 Belgium Antwerp ? 9 Brazil Rio de Janeiro LLS 10 Burundi Bujumbura ? 11 Canada Vancouver ? 12 Chile Santiago ?????? 13 China Beijing ??? 14 China Lanzhou ? 15 China Shanghai ? 16 Colombia Bogota ? 17 DRC Kinshasa and Lubumbashi ? 18 Gabon Libreville and Franceville S 19 Guinea Conakry ? 20 India New Delhi L 21 Indonesia Jakarta ? 22 Japan Tokyo ? 23 Kazakhstan Almaty ? 24 Korea Seoul ? 25 Liberia Monrovia ? 26 Mongolia Ulaanbaatar ? 27 Netherlands The Hague L 28 New Caledonia Noumea ? 29 Philippines Manila ? 30 Russia Moscow ?? 31 Singapore Singapore ??? 32 South Africa Johannesburg ?????? 33 South Africa Richards Bay L 34 Switzerland Baar ? 35 UK London ? 36 UK Sheffield ? 37 US Houston ?????? 38 US Pittsburgh ? ?Corporate Centres ???Marketing Offices ???Minerals Exploration Offices BHP Billiton locations

Petroleum Ref Country Site/Asset Description Ownership 39 Algeria Ohanet Wet gas development 45% 40 Algeria ROD Onshore oil development, comprising 45% development and production of six oil fields 41 Australia Bass Strait Production of oil, condensate, 50% LPG, natural gas and ethane 42 Australia Minerva Operator of gas field development 90% in the Otway Basin 43 Australia North West One of Australia's largest resource 8.33-16.67% Shelf projects, producing liquids, LNG and domestic gas 44 Australia Offshore Operator of Griffin and Stybarrow 45-71.43% Western oil and gas development, and Australia operator of Pyrenees project, currently under development 45 Pakistan Zamzama Operator of onshore 38.5% gas development 46 Trinidad Angostura Operator of oil and gas field 45% and Tobago 47 UK Bruce/Keith Oil and gas production 16-31.83% in the UK North Sea 48 UK Liverpool Bay Operator of oil and gas 46.1% developments in the Irish Sea 49 US Gulf of Mexico Interests in several producing assets, 4.95-100% including Atlantis, Neptune and Shenzi/ Genghis Khan developments, and a significant exploration acreage position 20 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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Aluminium Ref Country Site/Asset Description Ownership Integrated alumina refinery/ 50 Australia Worsley 86% bauxite mine 51 Brazil Alumina Alumina refinery and 36-40% aluminium smelter 52 Brazil MRN Bauxite mine 14.8% 53 Guinea Guinea Alumina Integrated alumina refinery/bauxite 33.3% mine (currently in definition stage) 54 Mozambique Mozal Aluminium smelter 47.1% 55 South Africa Hillside/Bayside Two aluminium smelters 100% 56 Suriname Paranam Alumina refinery and bauxite mines 45% Base Metals Ref Country Site/Asset Description Ownership 57 Australia Cannington Silver, lead and zinc mine 100% in northwest Queensland 58 Australia Olympic Dam Underground copper/uranium 100% mine in South Australia 59 Chile Cerro Colorado Open-cut mine producing 100% copper cathode 60 Chile Escondida Copper mines, located 57.5% in northern Chile 61 Chile Spence Open-cut mine producing 100% copper cathode 62 Peru Antamina Copper and zinc mine 33.75% 63 US Pinto Valley Copper mine 100% Diamonds and Specialty Products Ref Country Site/Asset Description Ownership 64 Canada EKATI Diamond mine 80% in Northwest Territories 65 Canada Potash Greenfield potash project 100% near Saskatoon, Saskatchewan 66 South Africa Richards Bay Integrated titanium smelter/mineral 50% Minerals sands mine Stainless Steel Materials Ref Country Site/Asset Description Ownership 67 Australia Nickel West Nickel assets including Mt Keith and 100% Leinster operations, Kalgoorlie nickel smelter and concentrator, Kwinana nickel refinery, Kambalda nickel concentrator, and Ravensthorpe nickel mine and processing facility 68 Australia Yabulu Refinery Laterite nickel and cobalt processing 100% plants northwest of Townsville 69 Colombia Cerro Matoso Integrated ferronickel mining and 99.94% smelting complex in northern Colombia Iron Ore Ref Country Site/Asset Description Ownership 70 Australia Western Australia Integrated mine, rail and port 85-100% Iron Ore operations in the Pilbara 71 Brazil Samarco Integrated mine, pipeline and port 50% operations producing iron ore pellets Manganese Ref Country Site/Asset Description Ownership 72 Australia GEMCO Producer of manganese ore 60% in the Northern Territory 73 Australia TEMCO Producer of manganese alloys 60% in Tasmania 74 South Africa Samancor Integrated producer of manganese 60% Manganese ore (Hotazel Manganese Mines), alloy (Metalloys) and manganese metal (Manganese Metal Company) Metallurgical Coal Ref Country Site/Asset Description Ownership 75 Australia Illawarra Coal Three underground coal mines 100% supplying metallurgical coal primarily to steel industry 76 Australia Queensland Production of metallurgical coal 50-80% Coal for steel industry, including new loading terminal at Hay Point 77 Indonesia Maruwai Deposit in central and east Kalimantan 100% (currently in development) with first production expected mid-2009 Energy Coal Ref Country Site/Asset Description Ownership 78 Australia Hunter Valley Mt Arthur Coal open-cut mine 100% Energy Coal 79 Colombia Cerrejón Export coal mine in 33.3% La Guajira province 80 South Africa Energy Coal Three energy coal mines 84-100% South Africa 81 US New Mexico Mine-mouth operations 100% Coal BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 21

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Customer Sector Customer Sector Customer Sector Customer Sector Customer Sector Energy
 Construction Industry Household Appliances Personal Use Petroleum Oil and Natural Gas Oil and
 Natural Gas Oil and Natural Gas Oil and Natural Gas Fuel, heating, electricity
 Carpets, paints, plastics Electricity generation, Plastic components, Electricity, fuel for vehicles,
 generation transport, furnace fuel packaging, plastic fuel for cooking and homewares heating, clothing
 fabric, plastic toys, pens Aluminium Aluminium High-tension Aluminium Door and Aluminium
 Propellers, Aluminium Components Aluminium Beverage cans, power lines, wires window frames, wall
 body sheet (for ships, for TV sets, radios, bottle tops, foil wrap, and cables cladding, roofing, aeroplanes,
 vehicles), refrigerators and foil semi-rigid containers, awnings gearboxes, motor parts, airconditioners
 kettles and saucepans, cutlery, wires, cables, packaging tennis racquets, softball bats, indoor and outdoor
 furniture, bicycles, vehicles Base Metals Copper Wire and cables, Copper Electrical wiring, Copper
 Wires and cables, Copper Electrical Copper Ornaments, electrical wiring in buildings, plumbing pipes
 and electrical wiring in buildings appliances, telephone telephones, cooking utensils, electrical generators
 tanks, roofing, light fixtures, and vehicles, robotics, cables, microwave home heating systems, and motors
 treated timbers airconditioning and equipment, radio decorative applications, coins Lead Lead-acid
 storage Gold Gold leaf for refrigeration units, and TV sets Gold Jewellery, watches, batteries (car
 batteries), decoration scientific instruments Gold Electronic technology currency, dentistry, remote area
 power storage Lead Roofing, plumbing, Gold Electronics for Lead Electronic and decoration for
 dinnerware Uranium* Electricity soundproofing, stained computers, industrial electrical appliances and
 ornaments generation, silver batteries, glass windows equipment, aerospace such as radios and TV sets
 Lead Computers, leadlight solar cells Silver Solder, double pane technology, tinted-glass (soldered
 connections) windows, glass in TV Zinc Zinc carbon batteries thermal windows windows Zinc Door
 handles and computer screens Zinc Roofing, fences, Lead Lead foil, radiation and other household for
 radiation protection doors, handles, paints, shields, toxic waste storage components, brass fittings Silver
 Jewellery, watches, plumbing, nuts and bolts containers, dyes, solder watch batteries, band-aids, Silver
 Photographic paper dinnerware and ornaments, and film, medicines, super mirrors, cutlery, currency,
 conductors medallions, water purification Uranium* Electricity Uranium* Electricity generation Zinc
 Medications, zinc cream, Zinc Galvanising and TV sets, computer parts, toys corrosion protection, car
 bodies, carburettors, tyres Diamonds and Specialty Products Diamonds Diamond grit Diamonds Polishing
 Diamonds Knife Diamonds Jewellery and powder impregnated compounds for fine optical sharpeners ,
 engravers Titanium Cosmetics rock drilling bits, masonry surfaces, jewel bearings, Titanium Paper
 products, and sunscreens, fabric, drilling, machine tool tips wire drawing dies computer and TV screens
 clothing, jewellery, and cutting discs Titanium Titanium metal heart pacemakers, hip Titanium Pigment
 for aerospace equipment, replacements, food colouring for paints, fabric, engines, abrasives, plastics,
 paper ceramics, robotics Stainless Steel Materials Nickel Electricity generation Nickel Street furniture,
 Nickel Computer hard Nickel Colour TV tubes, Nickel Kitchen utensils, coins, turbines, batteries
 building cladding, disks, surgical implements kitchen sinks, white goods mobile telephones, bathroom
 Cobalt Rechargeable stainless steel and implants, jet engines, Cobalt Videotape coatings, and kitchen
 fittings and lithium batteries for Cobalt Tyre adhesives, food and beverage heating elements on fixtures,
 jewellery mo bile telephones magnets, carbide equipment, pharmaceutical electric stoves and laptop
 computers, cutting tools equipment, vehicles, jet engine turbines metal hardening Cobalt Paints, enamels,
 glazes Iron Ore Iron Ore Steelmaking, Iron Ore Steelmaking, Iron Ore Refrigerators, Iron Ore Food cans,
 buildings, bridges, transport equipment, motor washing machines, ovens vehicles, tools, cutlery, tools,
 cranes vehicles, farm machinery jewellery, watches Manganese Manganese Dry cell Manganese
 Steelmaking Manganese Steel alloys, Manganese electronics Manganese Glass, ceramics, batteries
 welding rods (e.g. TV circuit boards) dry cell batteries Metallurgical Coal Coking Coal Steelmaking
 Energy Coal Thermal Coal Electricity Thermal Coal Electricity Thermal Coal Electricity, generation,
 heating generation, heating, cement fuel for cooking and heating * Safeguards are in place to ensure that
 uranium produced by our Olympic Dam operation is used only for power generation in countries that

have bilateral safeguard agreements with the Australian Government. 22 BHP BILLITON
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Sustainability Performance Data Summary HEALTHY PEOPLE For a summary of the aims and performance of this area in FY2008, please see page 11. SAFE WORKPLACES For a summary of the aims and performance of this area in FY2008, please see page 10. ENVIRONMENTAL COMMITMENT For a summary of the aims and performance of this area in FY2008 and intensity-based data, please see pages 12-15. Health FY2004 FY2005 FY2006 FY2007 FY2008 New cases of occupational illnesses Number 197 152 124 264 207 Employees in potential exposures greater than the: Occupational exposure limit % 23 28 18 17 17 Noise exposure limit % 55 53 47 51 48 Safety FY2004 FY2005 FY2006 FY2007 FY2008 Number of fatalities at our controlled operations 17 3 3 8 11 Total Recordable Injury Frequency Rate 11.1 8.6 8.8 7.4 5.9 Environment(1) FY2004 FY2005 FY2006 FY2007 FY2008 Land Use Land newly disturbed hectares 5,620 4,940 4,930 5,120 5,740 Land rehabilitated 2,060 1,850 2,410 3,340 1,590 Land to be rehabilitated(2) 156,040 127,970 121,200 106,410 112,780 Water High-quality water consumption megalitres 153,000 153,200 160,230 162,080 162,490 Low-quality water consumption NA NA 33,800 25,600 48,320 Recycled water consumption 172,700 166,760 168,660 161,130 171,130 Waste(3) General waste disposed to landfill tonnes 124,990 154,830 158,970 132,520 168,570 Hazardous waste disposed to landfill 59,100 68,100 43,850 55,490 63,650 Energy and Emissions Energy used petajoules 328 311 306 303 305 Greenhouse gases 000 tonnes (CO₂-equivalent) 51,140 52,270 51,820 52,000 53,800 Oxides of sulphur tonnes 48,240 50,540 93,390 76,820 75,990 Oxides of nitrogen tonnes 54,600 57,130 165,350 63,790 70,210 Fluoride tonnes 900 950 1,360 1,090 990 Accidental discharge of hydrocarbons 117,500 132,035 17,286 20,163 126,763 Social Responsibility and Socio-Economic contributions FY2004 FY2005 FY2006 FY2007 FY2008 Total value add(4)US\$ million 14,085 15,927 10,931 15,679 17,154 Community contributions(5) US\$ million 46.5 57.4 81.3 103.4 141.0 Percentage of Company pre-tax profit % 1.6 1.6 1.4 1.1 1.0 Community complaints 511 509 603 543 536 Employees and contractors participating in human rights training NA 12,679 15,570 20,886 23,876 Note: The use of italics indicates that the figure has been adjusted since it was originally reported. (1) Figures restated to facilitate year-to-year comparison of performance without BHP Steel, which was demerged in July 2002. (2) Assumes immediate closure of all operations. (3) Excludes recycled materials and mining related materials, such as waste rock, tailings, coal reject and slag. Hazardous waste includes waste oil. (4) The definition of value add is provided by the 2006 Global Reporting Initiative Guidelines. (5) % pre-tax profits calculated on a three-year rolling average. BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008 23

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Sustainability Performance Data Summary OUR PEOPLE For a summary of the aims and performance of this area in FY2008, please see page 9. People FY2004 FY2005 FY2006 FY2007 FY2008 Full time employees Number 35,070 34,201 40,002 39,947 41,732 Contractors Number 38,000 50,000 66,000 59,000 61,000 Full time female employees % 9 12 13 14 17 Employees by Age Group FY2008 Gender FY2008 Under 30 years 16% Male 83% 30-39 years 31% Female 17% 40-49 years 31% Over 50 years 22% Turnover by Age Group FY2008 Gender FY2008 Under 30 years 23% Male 70% 30-39 years 35% Female 30% 40-49 years 25% Over 50 years 17% Financial FY2004(6) FY2005(6) FY2006(6)(7) FY2007(6)(7) FY2008(6)(7) Revenue US\$ million 24,943 31,150 39,099 47,473 59,473 Underlying earnings before interest and tax(8) US\$ million 5,488 9,921 15,277 20,067 24,282 (6) Information for the years 2008 to 2005 is stated under IFRS. 2004 is prepared in accordance with UKGAAP and has not been restated. (7) On 1 July 2007, the Group adopted the policy of recognising its proportionate interest in the assets, liabilities, revenues and expenses of jointly controlled entities within each applicable line item of the financial statements. All such interests were previously recognised using the equity method. Comparative figures for the years 2007 and 2006 have been restated. (8) Underlying EBIT is earnings before net finance costs and taxation and any exceptional items. Contact us Sustainable Development BHP Billiton BHP Billiton Centre Lonsdale Street Melbourne Victoria 3000 Australia Phone +61 1300 554 757 Fax +61 3 9609 3015 Email hsec@bhpbilliton.com Website www.bhpbilliton.com Cert no. SCS-COC-00858 Printed on 250gsm PhoenixMotion Xenon FSC and 130gsm Monza Satin Recycled FSC. PhoeniXmotion is an FSC mixed source certified paper, which ensures that all virgin pulp is derived from well managed forests. It contains a mix of elemental and totally chlorine free bleached pulp and has the Nordic Swan environmental label. Monza Satin is produced with 55% recycled fibre (25% post consumer 30% pre consumer) and 45% FSC Certified Pulp, which ensures all virgin pulp is derived from well managed forests and manufactured at a ISO14001 certified Mill. 24 BHP BILLITON SUSTAINABILITY SUMMARY REPORT 2008

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What others say about BHP Billiton Awards Business in the Community Awards (UK) Awarded a Big Tick in the Impact on Society category and short listed for Company of the Year in 2008 ACCA Australia and New Zealand Awarded Best Report for our 2007 Sustainability Report Sustainability Ratings Dow Jones Sustainability Indexes A member of the global index since 2002 FTSE4Good Index Series Included in the international ethical index FTSE4Good since 2003 The Australian SAM Sustainability Index Mining sector leader, fourth year in a row JSE SRI Index Included in the South African index since 2004 Business in the Community Platinum-band Company Corporate Responsibility Index Member of the CRI Leaders Network Storebrand Best in class status for leading environmental and social performance in the metals and mining industry 2007 A+ GRI Application Level Our 2008 Full Sustainability Report has been written in accordance with the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines. The report has been checked by GRI and meets the requirements for the A+ GRI Application Level We support We support a range of voluntary initiatives, including: International Council on Mining and Metals United Nations Global Compact Global Reporting Initiative (we are an Organisational Stakeholder) World Business Council for Sustainable Development Carbon Disclosure Project

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