

BHP BILLITON LTD  
Form 6-K  
November 18, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN ISSUER**  
**PURSUANT TO RULE 13a-16 OR 15b-16 OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

November 18, 2011

**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)

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**180 LONSDALE STREET, MELBOURNE,**

**VICTORIA**

**3000 AUSTRALIA**

**(Address of principal executive offices)**

**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

This report on Form 6-K shall be deemed to be incorporated by reference into the registration statement on Form F-3 of BHP Billiton Finance (USA) Limited, BHP Billiton Limited and BHP Billiton Plc filed on October 8, 2009, File No. 333-162380, as amended through the date hereof, and to be a part thereof from the date on which this report is furnished, to the extent not superseded by documents or reports subsequently filed or furnished.

**EXHIBITS**

- 99.1 Underwriting Agreement
- 99.2 Form of certificate setting forth terms of 1.125% Senior Notes due 2014
- 99.3 Form of certificate setting forth terms of 1.875% Senior Notes due 2016
- 99.4 Form of certificate setting forth terms of 3.250% Senior Notes due 2021

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have 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 18, 2011

By: /s/ Willem Murray

Name: Willem Murray

Title: Group Treasurer