

BHP BILLITON LTD
Form 6-K
January 06, 2006

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 25, 2005

BHP Billiton Limited

(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

25 November 2005

To:
Australian Stock Exchange
London Stock Exchange

cc:
New York Stock Exchange
Swiss Stock Exchange

JSE Securities Exchange SA
 Deutsche Bank
 UBS Zurich

For Announcement to the Market

I advise the following results of the business conducted at the meetings of shareholders of BHP Billiton Limited ("Limited") held on 25 November 2005 and BHP Billiton Plc ("Plc") held on 20 October 2005.

The final proxy position for each company (excluding the proxy votes carried from one meeting to the other meeting by the Special Voting Shares) is detailed in Appendix 1. As required by the Dual Listed Companies Structure, a poll was conducted on each of the proposed resolutions. Because of the nature of that Structure, the poll results for each company on Joint Electorate Actions are identical.

The poll results were:

| <u>Business</u> | <u>Votes For</u> | <u>Votes Against</u> | <u>Votes Abstained</u> | <u>Result</u> |
|---|----------------------|--------------------------|----------------------------|---------------|
| 1. Receipt of Financial Statements and Reports of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,273,727,682 | 3,534,936 | 122,947,379 | CARRIED |
| 2. Receipt of Financial Statements and Reports of BHP Billiton Limited (an ordinary resolution and Joint Electorate Action) | 3,273,968,412 | 3,463,036 | 122,799,610 | CARRIED |
| 3. Election of Mr C A S Cordeiro as a director of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,392,547,602 | 4,020,855 | 3,654,248 | CARRIED |
| 4. Election of Mr C A S Cordeiro as a director of BHP Billiton Limited (an ordinary resolution and Joint Electorate Action) | 3,393,068,711 | 4,065,357 | 3,095,793 | CARRIED |

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| | | | | |
|---|---------------|------------|------------|---------|
| 5. Election of The Hon. E G de Planque as a director of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,392,261,496 | 4,446,293 | 3,523,701 | CARRIED |
| 6. Election of The Hon. E G de Planque as a director of BHP Billiton Limited (an ordinary resolution and Joint Electorate Action) | 3,392,697,529 | 4,532,896 | 3,014,433 | CARRIED |
| 7. Re-election of Mr D A Crawford as a director of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,335,796,064 | 13,517,251 | 50,916,059 | CARRIED |
| 8. Re-election of Mr D A Crawford as a director of BHP Billiton Limited (an ordinary resolution and Joint Electorate Action) | 3,336,045,251 | 13,470,893 | 50,728,315 | CARRIED |
| 9. Re-election of Dr D A L Jenkins as a director of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,379,149,514 | 3,049,132 | 18,028,857 | CARRIED |
| 10. Re-election of Dr D A L Jenkins as a director of BHP Billiton Limited (an ordinary resolution and Joint Electorate Action) | 3,379,341,327 | 3,078,197 | 17,823,757 | CARRIED |
| 11. Re-election of Mr M Salamon as a Director of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,372,990,604 | 9,138,167 | 18,096,019 | CARRIED |
| 12. Re-election of Mr M Salamon as a Director of BHP Billiton Limited (an ordinary resolution and Joint Electorate Action) | 3,373,164,567 | 9,283,885 | 17,795,506 | CARRIED |

| | | | | |
|--|---------------|-------------|------------|---------|
| 13. Re-appointment of the auditors of BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,370,568,687 | 4,729,913 | 24,935,049 | CARRIED |
| 14. Renewal of the Directors' authority to allot shares in BHP Billiton Plc (an ordinary resolution and Joint Electorate Action) | 3,204,649,433 | 121,041,785 | 74,529,844 | CARRIED |
| 15. Renewal of the disapplication of pre-emption rights in BHP Billiton Plc (a special resolution and Joint Electorate Action) | 3,326,910,667 | 33,638,002 | 39,680,723 | CARRIED |
| 16. Approval of the re-purchase of shares in BHP Billiton Plc (a special resolution and Joint Electorate Action) | 3,370,455,653 | 7,461,959 | 22,171,233 | CARRIED |
| 17. Approval of the Remuneration Report (an ordinary resolution and Joint Electorate Action) | 3,228,061,171 | 79,415,734 | 92,734,763 | CARRIED |
| 18. Approval of the grant of awards to Mr C W Goodyear under the GIS and the LTIP (an ordinary resolution and Joint Electorate Action) | 3,217,937,711 | 94,623,363 | 84,738,422 | CARRIED |
| 19. Approval of the grant of awards to Mr M Salamon under the GIS and the LTIP (an ordinary resolution and Joint Electorate Action) | 3,217,472,882 | 95,094,190 | 84,760,690 | CARRIED |
| 20. Approval of amendments to the Articles of Association of BHP Billiton Plc (a special | 3,284,650,635 | 42,975,060 | 72,579,371 | CARRIED |

resolution and Joint
Electorate Action)

| | | | |
|---|---------------|------------|------------|
| 21. Approval of amendments to the Constitution of BHP Billiton Limited (a special resolution and Joint Electorate Action) | 3,353,185,692 | 11,162,809 | 35,875,099 |
|---|---------------|------------|------------|

CARRIED

K J Wood
Company Secretary

Appendix 1

BHP Billiton Limited & BHP Billiton Plc
Final Proxy Position

| | <u>Limited</u> | <u>Plc</u> |
|---|----------------|---------------|
| 1. Receipt of Financial Statements and Reports of BHP Billiton Plc | | |
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,623,307,240 | 1,651,435,716 |
| ⇒ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ◆ was to vote for the resolution | 1,556,277,044 | 1,643,255,478 |
| ◆ was to vote against the resolution | 1,328,513 | 2,206,422 |
| ◆ was to abstain on the resolution | 112,758,167 | 10,189,212 |
| ◆ may vote at the proxy's discretion | 65,701,683 | 5,973,816 |
| 2. Receipt of Financial Statements and Reports of BHP Billiton Limited | | |
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,623,453,096 | 1,651,434,473 |

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,556,738,249 | 1,643,136,352 |
| ◆ was to vote against the resolution | 1,255,116 | 2,207,919 |
| ◆ was to abstain on the resolution | 112,609,155 | 10,190,455 |
| ◆ may vote at the proxy's discretion | 65,459,731 | 6,090,202 |

3. Election of Mr C A S Cordeiro as a director of BHP Billiton Plc

⇒ Total number of proxy votes exercisable by all proxies validly appointed

| | | |
|--|---------------|---------------|
| | 1,732,715,521 | 1,661,315,831 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,663,692,160 | 1,654,080,505 |
| ◆ was to vote against the resolution | 2,879,405 | 1,137,232 |
| ◆ was to abstain on the resolution | 3,351,536 | 302,712 |
| ◆ may vote at the proxy's discretion | 66,143,956 | 6,098,094 |

4. Election of Mr C A S Cordeiro as a director of BHP Billiton Limited

| | | |
|--|---------------|---------------|
| | 1,733,260,076 | 1,661,322,019 |
|--|---------------|---------------|

⇒ Total number of proxy votes exercisable by all proxies validly appointed

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|----------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,664,211,831 | 1,654,063,918 |
| | 2,922,694 | 1,138,445 |

| | | |
|--------------------------------------|------------|-----------|
| ◆ was to vote against the resolution | | |
| | 2,792,884 | 302,909 |
| ◆ was to abstain on the resolution | | |
| | 66,125,551 | 6,119,656 |
| ◆ may vote at the proxy's discretion | | |

5. Election of The Hon. E G de Planque as a director of BHP Billiton Plc

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,732,845,277 | 1,661,323,007 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,663,312,721 | 1,654,073,848 |
| ◆ was to vote against the resolution | 3,303,472 | 1,148,612 |
| ◆ was to abstain on the resolution | 3,221,780 | 301,921 |
| ◆ may vote at the proxy's discretion | 66,229,084 | 6,100,547 |

6. Election of The Hon. E G de Planque as a director of BHP Billiton Limited

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,733,355,341 | 1,661,322,211 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the

proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,663,840,418 | 1,654,056,118 |
| ◆ was to vote against the resolution | 3,390,075 | 1,148,612 |
| ◆ was to abstain on the resolution | 2,711,716 | 302,717 |
| ◆ may vote at the proxy's discretion | 66,124,848 | 6,117,481 |

7. Re-election of Mr D A Crawford as a director of BHP Billiton Plc

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,733,361,289 | 1,613,414,637 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,657,644,153 | 1,603,344,137 |
| ◆ was to vote against the resolution | 9,538,808 | 3,978,681 |
| ◆ was to abstain on the resolution | 2,705,768 | 48,210,291 |
| ◆ may vote at the proxy's discretion | 66,178,328 | 6,091,819 |

8. Re-election of Mr D A Crawford as a director of BHP Billiton Limited

| | | |
|--|---------------|---------------|
| | 1,733,549,829 | 1,618,413,841 |
|--|---------------|---------------|

⇒ Total number of proxy votes exercisable
by all proxies validly appointed

⇒ Total number of proxy votes in respect of
which the appointments specified that the
proxy -

| | | |
|---|---------------|---------------|
| ◆ was to vote for the resolution | 1,657,966,352 | 1,603,325,231 |
| ◆ was to vote against the resolution | 9,493,663 | 3,977,468 |
| ◆ was to abstain on the resolution | 2,517,228 | 48,211,087 |
| ◆ may vote at the proxy's discretion | 66,089,814 | 6,111,142 |

9. Re-election of Dr D A L Jenkins as a director of
BHP Billiton Plc

⇒ Total number of proxy votes exercisable
by all proxies validly appointed

| | | |
|--|---------------|---------------|
| | 1,718,337,900 | 1,661,323,358 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of
which the appointments specified that the
proxy -

| | | |
|---|---------------|---------------|
| ◆ was to vote for the resolution | 1,650,204,695 | 1,654,108,519 |
| ◆ was to vote against the resolution | 1,903,061 | 1,146,310 |
| ◆ was to abstain on the resolution | 17,727,287 | 301,570 |
| ◆ may vote at the proxy's discretion | 66,230,144 | 6,068,529 |

10. Re-election of Dr D A L Jenkins as a director of BHP Billiton Limited

| | | |
|---|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,718,544,289 | 1,661,322,762 |
| ⇒ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ◆ was to vote for the resolution | 1,650,462,132 | 1,654,091,555 |
| ◆ was to vote against the resolution | 1,933,935 | 1,144,501 |
| ◆ was to abstain on the resolution | 17,521,591 | 302,166 |
| ◆ may vote at the proxy's discretion | 66,148,222 | 6,086,706 |

11. Re-election of Mr M Salamon as a Director of BHP Billiton Plc

| | | |
|---|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,718,265,510 | 1,661,325,873 |
| ⇒ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ◆ was to vote for the resolution | 1,646,116,715 | 1,651,988,169 |
| ◆ was to vote against the resolution | 5,868,664 | 3,265,812 |

| | | |
|--------------------------------------|------------|-----------|
| ◆ was to abstain on the resolution | 17,796,964 | 299,055 |
| ◆ may vote at the proxy's discretion | 66,280,131 | 6,071,892 |

12. Re-election of Mr M Salamon as a Director of BHP Billiton Limited

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,718,570,824 | 1,661,325,655 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,645,934,630 | 1,651,963,582 |
| ◆ was to vote against the resolution | 6,005,416 | 3,268,228 |
| ◆ was to abstain on the resolution | 17,496,233 | 299,273 |
| ◆ may vote at the proxy's discretion | 66,630,778 | 6,093,845 |

13. Reappointment of the auditors of BHP Billiton Plc

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,718,949,937 | 1,653,806,036 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|----------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,650,395,122 | 1,644,567,549 |
|----------------------------------|---------------|---------------|

| | | |
|--------------------------------------|------------|-----------|
| ◆ was to vote against the resolution | 1,557,084 | 3,170,735 |
| ◆ was to abstain on the resolution | 17,116,155 | 7,818,894 |
| ◆ may vote at the proxy's discretion | 66,997,731 | 6,067,750 |

14. Renewal of the Directors' authority to allot shares in BHP Billiton Plc

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,662,493,578 | 1,660,667,809 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,584,901,716 | 1,544,736,731 |
| ◆ was to vote against the resolution | 11,115,313 | 109,855,720 |
| ◆ was to abstain on the resolution | 73,572,729 | 957,115 |
| ◆ may vote at the proxy's discretion | 66,476,549 | 6,075,358 |

15. Renewal of the disapplication of pre-emption rights in BHP Billiton Plc

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,711,842,191 | 1,646,166,239 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,635,354,487 | 1,616,172,018 |
| ◆ was to vote against the resolution | 9,636,671 | 23,907,468 |
| ◆ was to abstain on the resolution | 24,222,034 | 15,458,689 |
| ◆ may vote at the proxy's discretion | 66,851,033 | 6,086,753 |

16. Approval of the re-purchase of shares in BHP Billiton Plc

⇒ Total number of proxy votes exercisable by all proxies validly appointed

| | | |
|--|---------------|---------------|
| | 1,714,073,461 | 1,661,326,846 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,642,118,039 | 1,652,972,158 |
| ◆ was to vote against the resolution | 5,176,864 | 2,270,323 |
| ◆ was to abstain on the resolution | 21,873,151 | 298,082 |
| ◆ may vote at the proxy's discretion | 66,778,558 | 6,084,365 |

17. Approval of the Remuneration Report

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,713,924,092 | 1,591,030,810 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,620,884,062 | 1,532,120,785 |
| ◆ was to vote against the resolution | 26,494,176 | 52,827,572 |
| ◆ was to abstain on the resolution | 22,141,096 | 70,593,667 |
| ◆ may vote at the proxy's discretion | 66,545,854 | 6,082,453 |

18. Approval of the grant of awards to Mr C W Goodyear under the GIS and the LTIP

| | | |
|--|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,712,784,840 | 1,597,924,389 |
|--|---------------|---------------|

⇒ Total number of proxy votes in respect of which the appointments specified that the proxy -

| | | |
|--------------------------------------|---------------|---------------|
| ◆ was to vote for the resolution | 1,621,889,470 | 1,523,566,103 |
| ◆ was to vote against the resolution | 26,221,963 | 68,246,124 |
| ◆ was to abstain on the resolution | 21,068,233 | 63,670,189 |
| ◆ may vote at the proxy's discretion | 64,673,407 | 6,112,162 |

19. Approval of the grant of awards to Mr M Salamon under the GIS and the LTIP

| | | |
|---|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,712,754,253 | 1,597,962,708 |
| ⇒ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ◆ was to vote for the resolution | 1,621,389,928 | 1,523,605,579 |
| ◆ was to vote against the resolution | 26,679,917 | 68,244,894 |
| ◆ was to abstain on the resolution | 21,098,820 | 63,661,870 |
| ◆ may vote at the proxy's discretion | 64,684,408 | 6,112,235 |

20. Approval of the amendments to the Articles of Association of BHP Billiton Plc

| | | |
|---|---------------|---------------|
| ⇒ Total number of proxy votes exercisable by all proxies validly appointed | 1,714,352,371 | 1,610,754,699 |
| ⇒ Total number of proxy votes in respect of which the appointments specified that the proxy - | | |
| ◆ was to vote for the resolution | 1,642,569,175 | 1,566,733,520 |
| ◆ was to vote against the resolution | 5,021,277 | 37,935,446 |
| | 21,709,142 | 50,870,229 |

◆ was to abstain on
the resolution

◆ may vote at the
proxy's discretion

66,761,919

6,085,733

21. Approval of the amendments to the Constitution
of BHP Billiton Limited

⇒ Total number of proxy votes exercisable
by all proxies validly appointed

1,714,636,161

1,647,178,960

⇒ Total number of proxy votes in respect of
which the appointments specified that the
proxy -

◆ was to vote for the resolution

1,643,523,722

1,634,430,595

◆ was to vote against the resolution

4,501,298

6,643,174

◆ was to abstain on the resolution

21,429,101

14,445,998

◆ may vote at the proxy's discretion

66,611,141

6,105,161

BHP Billiton Limited ABN 49 004 028 077

BHP Billiton Plc Registration number 3196209

Registered in Australia
Registered Office: Level 27, 180 Lonsdale Street Melbourne Victoria
3000
Telephone +61 1300 554 757 Facsimile +61 3 9609 3015

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 Limited

Date: 25 November 2005

By: Karen Wood

Name: Karen Wood

Title: Company Secretary