

BHP BILLITON LTD
Form 6-K
March 09, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 6-K
REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934
March 8, 2016

BHP BILLITON LIMITED

(ABN 49 004 028 077)

(Exact name of Registrant as specified in its charter)

VICTORIA, AUSTRALIA

(Jurisdiction of incorporation or organisation)

171 COLLINS 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, 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

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

Company Secretariat

| | |
|---|-----------------------|
| BHP Billiton Limited | BHP Billiton Plc |
| 171 Collins Street | Neathouse Place |
| Melbourne Victoria 3000 Australia | London SW1V 1LH UK |
| GPO BOX 86 | Tel +44 20 7802 4000 |
| Melbourne Victoria 3001 Australia | Fax + 44 20 7802 4111 |
| Tel +61 1300 55 47 57 Fax +61 3 9609 3015 | bhpbilliton.com |
| bhpbilliton.com | |

8 March 2016

To: Australian Securities Exchange¹ cc: New York Stock Exchange
London Stock Exchange JSE Limited

Notification of Change of Interests of Directors and Connected Persons

(Australian Securities Exchange Listing Rules Appendix 3Y)

(Listing Rules & Disclosure and Transparency Rules of the UK Listing Authority)

| | | |
|-------------------------|----------------------|------------------|
| Name of entities | BHP Billiton Limited | BHP Billiton Plc |
| | ABN 49 004 028 077 | REG NO 3196209 |

As part of a dual listed company structure, the Group voluntarily notifies all stock exchanges on which either BHP Billiton Limited or BHP Billiton Plc have primary or secondary listings, all those interests of directors and persons discharging managerial responsibilities of both entities in the securities of both entities (and changes to those interests) which are required to be disclosed under the Australian Securities Exchange (ASX) Listing Rules, Listing Rules & Disclosure and Transparency Rules of the United Kingdom Listing Authority, the Australian Corporations Act, the United Kingdom Companies Acts and the Group's Securities Dealing document.

We (the entities) advise the following information under ASX Listing Rule 3.19A.2, the UK Listing Authority Disclosure and Transparency Rule 3.1.4 and as agent for the directors for the purposes of section 205G of the Australian Corporations Act and in accordance with the Group's Securities Dealing document.

¹ This release was made outside the hours of operation of the ASX market announcements office.

| | |
|---|---|
| Name of person discharging managerial responsibilities | Carolyn J Hewson |
| Date of last notice | 23 August 2013 |
| Date issuer informed of transaction | 7 March 2016 |
| Date and place of transaction | 7 March 2016 (Australian Securities Exchange) |
| Nature of transaction | On-market purchase of 5,000 BHP Billiton Limited shares |
| Part 1 Change of relevant interests in securities | |

Included in this Part are:

in the case of a trust, interests in the trust made available by the responsible entity of the trust;

details of the circumstance giving rise to the relevant interest;

details and estimated valuation if the consideration is non-cash; and

changes in the relevant interest of Connected Persons of the director.

| | |
|--|---|
| Director indirect interest | Indirect |
| Nature of indirect interest (including registered holder) | The registered holder is Zanlyn Pty Ltd as trustee for the Zanadu Investment Trust in which Carolyn Hewson has a beneficial interest. |
| Date of change | 7 March 2016 |
| No. of securities held prior to change | 10,500 (Indirect) |
| | 3,500 (Direct) |
| Class | Ordinary shares in BHP Billiton Limited |
| Number acquired | 5,000 |
| Number disposed | |
| Value/Consideration | \$18.57 per share |
| No. of securities held after change | 15,500 (Indirect) |
| | 3,500 (Direct) |
| Nature of change | On-market purchase of BHP Billiton Limited shares |

Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend

reinvestment plan, participation in buy-back

Any additional information

Part 2 Change of interests in contracts other than as described in Part 2

Included in this Part are:

only details of a contract in relation to which the interest has changed; and

details and estimated valuation if the consideration is non-cash.

Detail of contract

Nature of interest

Name of registered holder

(if issued securities)

**No. and class of securities to which interest related
prior to change**

Interest acquired

Interest disposed

Value/Consideration

Interest after change

Part 3 Closed period

**Were the interests in the securities or contracts
detailed above traded during a closed period where
prior written consent was required?**

No.

**If so, was prior written clearance provided to allow
the trade to proceed during this period?**

Under BHP Billiton's Securities Dealing Policy a Person Discharging Managerial Responsibilities cannot deal in BHP Billiton Securities without prior written clearance. This requirement applies to all dealings, including those that occur outside of a Closed Period.

**If prior written clearance was provided, on what
date was this provided?**

Part 4 Change of interests in options or other rights granted by the entities

Included in this Part are only details of options or other rights granted which have changed, save for the total number of securities over which options or other rights are held following this notification.

Date of grant

Period during which or date on which exercisable

Total amount paid (if any) for the grant

Description of securities involved: class; number

**Exercise price (if fixed at time of grant) or
indication that price is to be fixed at time of
exercise**

**Total number of securities over which options or
other rights held at the date of this notice**

Any additional information

Part 5 Contact details

**Name of authorised officers responsible for
making this notification on behalf of the entities**

Rachel Agnew

Contact details

Rachel Agnew Tel: +61 3 9609 3730

Fax: +61 3 9611 1044

| | |
|---|---|
| Name of person discharging managerial responsibilities | Lindsay Maxsted |
| Date of last notice | 22 December 2014 |
| Date issuer informed of transaction | 8 March 2016 |
| Date and place of transaction | 8 March 2016 (Australian Securities Exchange) |
| Nature of transaction | On-market purchase of 6,500 BHP Billiton Limited shares |
| Part 1 Change of relevant interests in securities | |

Included in this Part are:

in the case of a trust, interests in the trust made available by the responsible entity of the trust;

details of the circumstance giving rise to the relevant interest;

details and estimated valuation if the consideration is non-cash; and

changes in the relevant interest of Connected Persons of the director.

| | |
|--|---|
| Direct or indirect interest | Indirect |
| Nature of indirect interest (including registered holder) | Lindsay Maxsted has an indirect interest in 18,000* ordinary shares in BHP Billiton Limited as follows: |

(1) 5,500 ordinary shares in BHP Billiton Limited registered in the name of Jacobite Investments Pty Ltd which holds the shares on behalf of Lindsay Maxsted, as beneficial owner; and

(2) 12,500 ordinary shares in BHP Billiton Limited registered in the name of Align Investments Pty Ltd as trustee for the Lindsay Maxsted Family Superannuation Fund in which Lindsay Maxsted has a beneficial interest.

* Note total above reflects shares acquired through this transaction.

| | |
|-----------------------|--------------|
| Date of change | 8 March 2016 |
|-----------------------|--------------|

| | |
|---|---|
| No. of securities held prior to change | 11,500 (Indirect) |
| Class | Ordinary Shares in BHP Billiton Limited |
| Number acquired | 6,500 |
| Number disposed | |
| Value/Consideration | \$19.39 per share |
| No. of securities held after change | 18,000 (Indirect) |
| Nature of change | On-market purchase of BHP Billiton Limited shares |

Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back

Any additional information

Part 2 Change of interests in contracts other than as described in Part 2

Included in this Part are:

only details of a contract in relation to which the interest has changed; and

details and estimated valuation if the consideration is non-cash.

Detail of contract

Nature of interest

Name of registered holder

(if issued securities)

**No. and class of securities to which interest related
prior to change**

Interest acquired

Interest disposed

Value/Consideration

Interest after change

Part 3 Closed period

**Were the interests in the securities or contracts
detailed above traded during a closed period where
prior written consent was required?**

No.

**If so, was prior written clearance provided to allow
the trade to proceed during this period?**

Under BHP Billiton's Securities Dealing Policy a Person Discharging Managerial Responsibilities cannot deal in BHP Billiton Securities without prior written clearance. This requirement applies to all dealings, including those that occur outside of a Closed Period.

**If prior written clearance was provided, on what
date was this provided?**

Part 4 Change of interests in options or other rights granted by the entities

Included in this Part are only details of options or other rights granted which have changed, save for the total number of securities over which options or other rights are held following this notification.

Date of grant

Period during which or date on which exercisable

Total amount paid (if any) for the grant

Description of securities involved: class; number

**Exercise price (if fixed at time of grant) or
indication that price is to be fixed at time of
exercise**

**Total number of securities over which options or
other rights held at the date of this notice**

Any additional information

Part 5 - Contact details

**Name of authorised officers responsible for
making this notification on behalf of the entities**

Rachel Agnew

Contact details

Rachel Agnew Tel: +61 3 9609 3730

Fax: +61 3 9611 1044

| | |
|---|--|
| Name of person discharging managerial responsibilities | Baroness Shriti Vadera |
| Date of last notice | 23 February 2012 |
| Date issuer informed of transaction | 8 March 2016 |
| Date and place of transaction | 7 March 2016 (London Stock Exchange) |
| Nature of transaction | On-market purchase of 16,000 BHP Billiton Plc shares |
| Part 1 Change of relevant interests in securities | |

Included in this Part are:

in the case of a trust, interests in the trust made available by the responsible entity of the trust;

details of the circumstance giving rise to the relevant interest;

details and estimated valuation if the consideration is non-cash; and

changes in the relevant interest of Connected Persons of the director.

| | |
|--|--|
| Direct or indirect interest | Direct and Indirect |
| Nature of indirect interest (including registered holder) | Brewin Dolphin Securities Limited is the registered holder on behalf of Standard Life Trustee Company, the sole trustee for Baroness Vadera's Self Invested Pension Plan; Baroness Vadera is the beneficial owner. |
| Date of change | 7 March 2016 |
| No. of securities held prior to change | 9,000 (Indirect) |
| Class | Ordinary Shares in BHP Billiton Plc |
| Number acquired | 16,000 |
| Number disposed | |
| Value/Consideration | £8.71 per share |
| No. of securities held after change | 16,000 (Direct) |
| | 9,000 (Indirect) |
| Nature of change | On-market purchase of BHP Billiton Plc shares |

Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back

Any additional information

Part 2 Change of interests in contracts other than as described in Part 2

Included in this Part are:

only details of a contract in relation to which the interest has changed; and

details and estimated valuation if the consideration is non-cash.

Detail of contract

Nature of interest

Name of registered holder

(if issued securities)

**No. and class of securities to which interest related
prior to change**

Interest acquired

Interest disposed

Value/Consideration

Interest after change

Part 3 Closed period

**Were the interests in the securities or contracts
detailed above traded during a closed period where
prior written consent was required?**

No.

**If so, was prior written clearance provided to allow
the trade to proceed during this period?**

Under BHP Billiton's Securities Dealing Policy a Person Discharging Managerial Responsibilities cannot deal in BHP Billiton Securities without prior written clearance. This requirement applies to all dealings, including those that occur outside of a Closed Period.

**If prior written clearance was provided, on what
date was this provided?**

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Included in this Part are only details of options or other rights granted which have changed, save for the total number of securities over which options or other rights are held following this notification.

Date of grant

Period during which or date on which exercisable

Total amount paid (if any) for the grant

Description of securities involved:

class; number

**Exercise price (if fixed at time of grant) or
indication that price is to be fixed at time of
exercise**

**Total number of securities over which options or
other rights held at the date of this notice**

Any additional information

Part 5 Contact details

Name of authorised officers responsible for making this notification on behalf of the entities

Rachel Agnew

Contact details

Rachel Agnew Tel: +61 3 9609 3730

Fax: +61 3 9611 1044

BHP Billiton Limited ABN 49 004 028 077

Registered in Australia

Registered Office: Level 18 171 Collins Street, Melbourne
Victoria 3000

BHP Billiton Plc Registration number 3196209

Registered in England and Wales

Registered Office: Neathouse Place, London SW1V
1LH UK

Members of the BHP Billiton Group which is headquartered in Australia

SIGNATURES

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

BHP Billiton Limited and BHP Billiton Plc

Date: March 8, 2016

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