

All correspondence to:
Computershare Investor Services PLC
The Pavilions
Bridgwater Road
Bristol BS99 6ZZ
Telephone: 0344 472 7001

Shareholder Reference Number

Dividend Reinvestment Plan (the “Plan”)

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

A. Declaration

To: BHP Billiton Plc (the “Company”) and the Plan Administrator

I/We confirm that I/we wish to participate in the Dividend Reinvestment Plan for every future dividend paid on the ordinary shares of BHP Billiton Plc, held by me/us to which the Plan is applied. I/We appoint Computershare Investor Services PLC or any successor administrator of the Plan as may be appointed by the Company from time to time (the “Plan Administrator”) as my/our agent to arrange the purchase of ordinary shares in the Company in accordance with the Plan terms and conditions as may be amended from time to time. This mandate will remain in force until notice of my/our wish to withdraw from the Plan is received by the Plan Administrator in accordance with the terms and conditions of the Plan.

I/We declare that I am/we are not resident in any foreign jurisdiction that requires the Company to comply with any governmental or regulatory procedures arising out of this mandate. Nor do I/we hold the shares to which this mandate relates as nominee or trustee for any beneficial owner who is so resident. I/We undertake to notify the Company should there be a change in this declaration.

I/We hereby give authorisation that I/we be sent at my/our own risk by post share certificates, or if applicable, share purchase advices, or if applicable, that my/our CREST account be credited with any ordinary shares in the Company purchased on my/our behalf pursuant to this mandate.

B. Signatures - For information on who needs to sign, please see the reverse of this form

Date DD / MM / YY

Signature 1	Signature 3 / Capacity 1 (Companies Only)
<div></div>	<div></div>
Signature 2	Signature 4 / Capacity 2 (Companies Only)
<div></div>	<div></div>

In the event that we need to contact you regarding the processing of this form, please supply one of the following:-

Daytime Telephone Number	E-mail Address (if available)
<div></div>	<div></div>

Please note that these contact details will not be recorded by Computershare Investor Services PLC for any future use.

Computershare Investor Services PLC is Registered in England & Wales, No 3498808, Registered Office, The Pavilions, Bridgwater Road, Bristol BS13 8AE.
Computershare Investor Services PLC is authorised and regulated by the Financial Conduct Authority.



How to complete this form

Please use a **black pen**. Print in CAPITAL letters inside the boxes as shown in this example.

A	B	C
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1	2	3
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X

To join the Dividend Reinvestment Plan (the "Plan"), please sign and return this form. If you wish to receive shares instead of cash, your completed form must reach the Plan Administrator no later than the dividend reinvestment election date as announced by the Company ahead of each payment. If you have sold or otherwise transferred some or all of your shares in the Company, please contact the stockbroker or other agent through which the sale or transfer was effected for advice as to how to proceed.

Full details of this Plan are set out in the terms and conditions which are available to view and download on the Company's website at bhp.com and also on Computershare's website at <https://www.investorcentre.co.uk>. If you have any questions about completing this form or about the Plan, please e-mail web.queries@computershare.co.uk.

This mandate will remain in force until written notice is received by the Plan Administrator in accordance with the Plan terms and conditions.

A. Declaration

Before signing and returning this form please read the declaration and Plan terms and conditions carefully. If you are in any doubt as to its contents or what to do, you may wish to consult an independent professional advisor authorised under the Financial Services and Markets Act 2000.

B. Signatures

You must sign the form as follows in the space provided:

Joint Holding: The signatures of all joint holders, executors or administrators are required. If the holder is under 18, a parent or legal guardian must sign and state their capacity.

Power of Attorney: To sign under Power of Attorney, you must have already lodged an original or certified copy of the Power of Attorney with the registrar. If you have not previously lodged this document for notation, please attach it to this form when you return it.

Please note that Computershare Investor Services PLC requires a photocopy Power of Attorney to be certified under the Powers of Attorney Act 1971. It must be certified in ink on every page by the donor, or by a solicitor or stockbroker, to state that it is a true and complete copy of the original. Computershare Investor Services PLC cannot accept a photocopy that has not been certified in ink on every page.

Companies: The form should be signed by two authorised signatories of the Company, whose representative capacities (e.g. Director or Company Secretary) must be stated. Alternatively, Computershare Investor Services PLC will accept just one authorised signature, however the signatory's capacity must be stated and the form must be impressed with the Company Seal.

Please return this form to: **Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZZ**