

BHP BILLITON LTD
Form 6-K
October 22, 2013

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

October 22, 2013

| | |
|---|---|
| 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)

180 LONSDALE STREET, MELBOURNE,

ENGLAND AND WALES
(Jurisdiction of incorporation or organisation)

NEATHOUSE PLACE, LONDON,

VICTORIA

UNITED KINGDOM

3000 AUSTRALIA
(Address of principal executive offices)

(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

NEWS RELEASE

Release Time IMMEDIATE
Date 22 October 2013
Number 24/13

**BHP BILLITON OPERATIONAL REVIEW
FOR THE QUARTER ENDED 30 SEPTEMBER 2013**

BHP Billiton maintained strong momentum in the September 2013 quarter as production increased by 11%ⁱ from the prior corresponding period. Optimisation of the Western Australia Iron Ore (WAIO) supply chain continues to unlock substantial value with 2014 financial year production guidance raised to 212 million tonnes (100% basis). Full year production guidance is maintained for Petroleum, Copper and Coal.

Total petroleum production for the September 2013 quarter was a record 62.7 million barrels of oil equivalent. A 16% increase in liquids production was underpinned by significant growth in Onshore US volumes, primarily in the Black Hawk, and the start-up of a new production well at Atlantis. An additional Atlantis production well is scheduled for completion in the second half of the 2014 financial year.

Queensland Coal continued to benefit from its focus on productivity as it sustained an annualised production rate of 61 million tonnes (100% basis) in the September 2013 quarter.

Four major projects delivered first production, including the WAIO Jimblebar Mine Expansion where first production was achieved approximately six months ahead of the original schedule. All other projects are tracking to plan.

Our ability to simplify our portfolio and focus on our diversified pillars of Petroleum, Copper, Iron Ore and Coal remains an important point of differentiation. Since the beginning of the 2013 financial year the Group has completed major transactions totalling US\$6.5 billion, which includes US\$2.2 billion received in the financial year to date.

BHP Billiton Chief Executive Officer, Andrew Mackenzie, said: Our pursuit of productivity gains and operating excellence is already yielding strong results. There is no better example than in our Iron Ore business, where the deployment of mobile crushing units and the continued debottlenecking of the supply chain has underpinned a five million tonne increase in Western Australia Iron Ore's production guidance for the 2014 financial year.

We continue to build on the substantial US\$2.7 billion reduction in controllable cash costs delivered in the 2013 financial year with strong momentum maintained in the first quarter. In addition, a 25 per cent reduction in capital and exploration expenditure to US\$16 billionⁱⁱ in the 2014 financial year has significantly increased internal competition for capital. Our rate of expenditure will decline again next year and if our investment criteria cannot be met in any one project, product or geography, we will redirect our capital elsewhere or we will not invest.

Active management of our portfolio has also delivered significant value for our shareholders. In this financial year completed transactions have already delivered proceeds of US\$2.2 billion, further strengthening our solid A balance sheet. With strong production growth and our overriding commitment to substantially increase free cash flow, we are well positioned to grow returns to our shareholders.

- i Refers to copper equivalent production based on average realised product prices for the 2013 financial year.
- ii Capital and exploration expenditure guidance excludes deferred stripping and refers to BHP Billiton's equity interest.

Note: Unless specified otherwise: variance analysis relates to the relative performance of BHP Billiton and/or its operations during the September 2013 quarter compared with the September 2012 quarter; all references to production and capital expenditure are BHP Billiton share and reflect the adoption of the new accounting standard (IFRS 10); and all references to project capacity are 100 per cent.

Summary

| | SEP 2013 QTR | SEP Q13 vs SEP Q12 | SEP Q13 vs JUN Q13 |
|--|-----------------------------|-----------------------------------|-----------------------------------|
| Production summary | | | |
| Total petroleum products (million boe) | 62.7 | 2% | 6% |
| Copper (000 tonnes) | 403.3 | 6% | 13% |
| Iron ore (000 tonnes) | 48,848 | 23% | 2% |
| Metallurgical coal (000 tonnes) | 10,185 | 14% | 6% |
| Energy coal (000 tonnes) | 19,639 | 3% | 6% |
| Alumina (000 tonnes) | 1,251 | 7% | 1% |
| Aluminium (000 tonnes) | 310 | 15% | 0% |
| Manganese ore (000 tonnes) | 2,046 | 5% | 9% |
| Manganese alloy (000 tonnes) | 137 | 5% | 25% |
| Nickel (000 tonnes) | 40.4 | 9% | 0% |

BHP Billiton maintained strong momentum in the September 2013 quarter as production increased by 11 per cent from the prior corresponding period. Optimisation of the WAIO supply chain continues to unlock substantial value with 2014 financial year production guidance raised to 212 million tonnes (100 per cent basis). Full year production guidance is maintained for Petroleum, Copper and Coal.

Our WAIO business achieved another major milestone during the quarter with first production delivered from the Jimblebar Mine Expansion, six months ahead of its original schedule. The ramp up of phase one capacity to 35 million tonnes per annum (mtpa) is expected to be completed by the end of the 2015 financial year. Together with the recent installation of four mobile crushers, this will increase total WAIO supply chain capacity to in excess of 220 mtpa (100 per cent basis). Longer term, a low cost option to expand Jimblebar to 55 mtpa and the broader debottlenecking of the supply chain is expected to underpin capital efficient growth in capacity to approximately 260 mtpa to 270 mtpa (100 per cent basis).

First production was also achieved at Macedon, Bass Strait Turrum and North West Shelf North Rankin B Gas Compression (all Australia). In addition, the Newcastle Third Port Stage 3 project (Australia) achieved mechanical completion. These projects will not be reported in future quarterly reports. The remaining 12 major projects are tracking to plan.

During the September 2013 quarter, BHP Billiton announced an investment of US\$3.4 billion (100 per cent basis) to construct a desalination facility which will deliver sustainable water supply to Escondida (Chile) over the long term. In addition, BHP Billiton announced it is investing US\$2.6 billion to finish the excavation and lining of the Jansen Potash project (Canada) production and service shafts, and to continue the installation of essential surface infrastructure and utilities. Completion of both shafts is expected during the 2016 calendar year, while the associated works program will extend into the 2017 calendar year.

BHP Billiton's active program of portfolio simplification has delivered proceeds of US\$2.2 billion since the commencement of the 2014 financial year with the completion of the Jimblebar (Australia) and Pinto Valley (US) transactions. In addition, the Group priced a four tranche, US\$5.0 billion Global Bond during the September 2013 quarter. The proceeds will be used for general corporate purposes.

The new International Financial Reporting Standard (IFRS) 10 came into effect from 1 July 2013. The application of this accounting standard requires the full consolidation of Escondida, as compared to the proportional consolidation of our 57.5 per cent equity interest which has been applied historically. This report has been prepared on the basis of this

new accounting standard and references to BHP Billiton share now include 100 per cent of Escondida. As a consequence, BHP Billiton's copper production guidance for the 2014 financial year now refers to 1.7 million tonnes, although the Group's equity interest remains unchanged at 1.2 million tonnes.

BHP Billiton operational review for the quarter ended 30 September 2013

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Petroleum and Potash

Production

| | SEP 2013 QTR | SEP Q13 vs SEP Q12 | SEP Q13 vs JUN Q13 |
|--|--------------------|--------------------------|--------------------------|
| Crude oil, condensate and natural gas liquids (000 boe) | 26,053 | 16% | 11% |
| Natural gas (bcf) | 219.66 | 6% | 2% |
| Total petroleum products (million boe) | 62.7 | 2% | 6% |

Total petroleum production Total petroleum production for the September 2013 quarter was a record 62.7 million barrels of oil equivalent (BHP Billiton share). Guidance for the 2014 financial year remains unchanged at 250 million barrels of oil equivalent (BHP Billiton share).

Crude oil, condensate and natural gas liquids A 16 per cent increase in liquids production in the September 2013 quarter was underpinned by significant growth in Onshore US volumes, primarily in the Black Hawk, and the start-up of a new production well at Atlantis (US). An additional Atlantis production well is scheduled for completion in the second half of the 2014 financial year. A significant increase in the number of producing wells in the liquids rich Eagle Ford contributed to a 29 per cent increase in Onshore US liquids production from the June 2013 quarter.

Planned maintenance and new well tie-ins at Pyrenees (Australia) are expected to impact conventional liquids production during the December 2013 quarter with the floating production storage and off-take (FPSO) facility offline for approximately one month. These additional production wells will mitigate natural field decline in the second half of the 2014 financial year.

Natural gas Natural gas production declined by six per cent in the September 2013 quarter. The successful delivery of first gas from the Macedon project in August 2013 only partially offset softer seasonal demand at Bass Strait and lower production at Haynesville (US), following our deliberate decision to prioritise Onshore US development drilling in the liquids rich Black Hawk region of the Eagle Ford.

Projects

| Project and ownership | Capital expenditure (US\$m) | Initial production target date | Capacity | Progress |
|--------------------------------|-----------------------------|--------------------------------|---|--|
| Macedon (Australia) | | | | First gas sales achieved in August 2013. The overall project is 100% complete. |
| 71.43% (operator) | 1,050 | CY13 | 200 million cubic feet of gas per day. | |
| Bass Strait Turrum (Australia) | 1,350 | CY13 ⁱⁱⁱ | 11,000 barrels of condensate per day and processing capacity of 200 million cubic feet of | On revised schedule and budget for remaining scope. First gas achieved in June 2013. The |
| 50% (non-operator) | | | | |

| | | | | |
|---|-----|------|--|--|
| North West Shelf North Rankin B Gas Compression (Australia) | 850 | CY13 | gas per day. 2,500 million cubic feet of gas per day. | overall project is 91% complete. On budget. First production achieved in early October 2013. The overall project is 99% complete. |
|---|-----|------|--|--|

- iii Initial production through the Turrum facilities is low CO₂ gas. Additional high CO₂ gas production from the Turrum reservoir will come online with completion of the Longford Gas Conditioning Plant in the 2016 calendar year.

| Project and ownership | Capital expenditure (US\$m) | Initial production target date | Capacity | Progress |
|---|------------------------------------|---------------------------------------|---|--|
| North West Shelf Greater Western Flank-A (Australia) | | | To maintain LNG plant throughput from the North West Shelf operations. | On schedule and budget. The overall project is 60% complete. |
| 16.67% (non-operator) | 400 | CY16 | | |
| Bass Strait Longford Gas Conditioning Plant (Australia) | | | Designed to process approximately 400 million cubic feet per day of high CO2 gas. | On schedule and budget. The overall project is 20% complete. |
| 50% (non-operator) | 520 | CY16 | | |

Onshore US drilling and development expenditure totalled US\$1.3 billion in the September 2013 quarter. The Company's rig count declined from 40 to 27 during the period which will result in lower expenditure in subsequent quarters. Approximately 75 per cent of drilling activity occurred in the Eagle Ford, with the majority focused on our liquids rich Black Hawk acreage. The optimisation of our dry gas program and the associated termination of rig contracts is expected to result in a charge of approximately US\$100 million in the 2014 financial year, with the large majority to be booked in the first half. Guidance for Onshore US drilling and development expenditure remains unchanged at US\$3.9 billion for the 2014 financial year.

Petroleum exploration

Exploration and appraisal wells drilled during the quarter or in the process of drilling as at 30 September 2013.

| Well | Location | BHP Billiton equity | Status |
|---------------|-----------------|----------------------------|--------------------------|
| Raptor-1/ST-1 | Gulf of Mexico | 50% | Plugged and abandoned |
| | DC535 | (Anadarko operator) | Hydrocarbons encountered |
| Sake | Gulf of Mexico | 60% | Plugged and abandoned |
| | DC726 | (Operator) | Dry hole |

Petroleum exploration expenditure for the September 2013 quarter was US\$205 million, of which US\$64 million was expended. A US\$600 million exploration program, largely focused on the Gulf of Mexico (US) and Western Australia, is planned for the 2014 financial year.

Potash

| Project and ownership | Investment (US\$m) | Scope | Progress |
|------------------------------|---------------------------|---|--|
| Jansen Potash (Canada) | 2,600 | Investment to finish the excavation and lining of the production and service shafts, and to continue the installation of essential surface infrastructure and | Approval announced. See news release dated 20 August 2013. |
| 100% | | | |

utilities.

BHP Billiton operational review for the quarter ended 30 September 2013

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Copper**Production**

| | SEP 2013 QTR | SEP Q13 vs SEP Q12 | SEP Q13 vs JUN Q13 |
|--|-----------------------------|-----------------------------------|-----------------------------------|
| Copper (000 tonnes) | 403.3 | 6% | 13% |
| Lead (tonnes) | 46,445 | 11% | 31% |
| Zinc (tonnes) | 28,555 | 10% | 38% |
| Silver (000 ounces) | 8,688 | 8% | 25% |
| Uranium oxide concentrate (Uranium) (tonnes) | 970 | 6% | 12% |

Copper Copper production increased by six per cent in the September 2013 quarter to 403 thousand tonnes (BHP Billiton share). The application of IFRS 10 requires the full consolidation of Escondida, as compared to the proportional consolidation of our 57.5 per cent equity interest which has been applied historically. This report has been prepared on the basis of this new accounting standard and references to BHP Billiton share now include 100 per cent of Escondida. As a consequence, BHP Billiton's copper production guidance for the 2014 financial year now refers to 1.7 million tonnes, although the Group's equity interest remains unchanged at 1.2 million tonnes.

Escondida copper production increased by 12 per cent in the September 2013 quarter to 278 thousand tonnes (100 per cent basis) as milling rates improved. An eight per cent reduction from the June 2013 quarter, however, reflected planned maintenance, industrial action and lower copper ore grades, consistent with the mine plan. Escondida remains on track to produce approximately 1.1 million tonnes (100 per cent basis) of copper in the 2014 financial year before increasing to approximately 1.3 million tonnes (100 per cent basis) in the 2015 financial year.

As anticipated, Pampa Norte (Chile) copper production declined by 33 per cent from the June 2013 quarter primarily as a result of lower ore grades and recoveries at Spence. Production at Spence is expected to recover strongly in the second half of the 2014 financial year.

Antamina (Peru) achieved record copper production in the September 2013 quarter which reflected continued strong mill throughput and higher ore grades as mining progressed through a copper rich ore zone. Copper production at Antamina will be affected by lower ore grades in the second half of the 2014 financial year, consistent with the mine plan.

Olympic Dam (Australia) copper production was affected by smelter reliability issues during the September 2013 quarter. A maintenance outage scheduled for the March 2014 quarter will address smelter performance. Copper production at Olympic Dam for the 2014 financial year is expected to be in line with the prior year.

On 11 October 2013, BHP Billiton completed the sale of its Pinto Valley (US) mining operation and the associated San Manuel Arizona Railroad Company to Capstone Mining Corp. for US\$650 million, subject to customary working capital adjustments.

Lead/silver Lead and silver production decreased by 31 per cent and 25 per cent, respectively, from the June 2013 quarter as lower average ore grades affected performance at Cannington (Australia).

Zinc Zinc production decreased by 38 per cent from the June 2013 quarter, driven by lower average zinc ore grades at Cannington and Antamina.

Uranium Uranium production decreased by 12 per cent from the June 2013 quarter as a result of lower average uranium ore grades and planned maintenance at Olympic Dam.

BHP Billiton operational review for the quarter ended 30 September 2013

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Projects

| Project and ownership | Capital expenditure (US\$m) | Initial production target date | Capacity | Progress |
|---|------------------------------------|---------------------------------------|--|--|
| Escondida Oxide Leach Area Project (Chile) 57.5% | 721 ^{iv} | H1 CY14 | New dynamic leaching pad and mineral handling system. Maintains oxide leaching capacity. | On schedule and budget. The overall project is 76% complete. |
| Escondida Organic Growth Project 1 (Chile) 57.5% | 3,838 ^{iv} | H1 CY15 | Replaces the Los Colorados concentrator with a new 152,000 tonnes per day plant. | On schedule and budget. The overall project is 51% complete. |
| Escondida Water Supply (Chile) 57.5% | 3,430 ^{iv} | CY17 | New desalination facility to ensure continued water supply to Escondida. | Approval announced. See news release dated 25 July 2013. |

^{iv} Following the application of IFRS 10 from 1 July 2013, references to BHP Billiton share include 100 per cent of Escondida.

BHP Billiton operational review for the quarter ended 30 September 2013

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Iron Ore**Production**

| | SEP 2013 QTR | SEP Q13 vs SEP Q12 | SEP Q13 vs JUN Q13 |
|------------------------|-----------------------------|-----------------------------------|-----------------------------------|
| Iron ore (000 tonnes) | 48,848 | 23% | 2% |

Iron ore Iron ore production increased by 23 per cent in the September 2013 quarter to 49 million tonnes (BHP Billiton share).

WAIO achieved record production of 54 million tonnes (100 per cent basis) for the September 2013 quarter. Continued strong operating performance across the supply chain and the successful delivery of first production from the Jimblebar mine, ahead of schedule, contributed to the record result. The ramp up of phase one capacity at Jimblebar to 35 mtpa is expected to be completed by the end of the 2015 financial year.

The optimisation of the supply chain in the Pilbara continues to unlock substantial value and WAIO is now expected to produce 212 million tonnes (100 per cent basis) in the 2014 financial year, a five million tonne increase on prior guidance. Longer term, a low cost option to expand Jimblebar to 55 mtpa and the broader debottlenecking of the supply chain is expected to underpin further capital efficient growth in capacity to approximately 260 mtpa to 270 mtpa (100 per cent basis).

Samarco's (Brazil) three pellet plants continued to operate at capacity during the period.

Total iron ore production for the 2014 financial year, which includes Samarco, is now expected to increase to 192 million tonnes (BHP Billiton share).

Projects

| Project and ownership | Capital expenditure (US\$m) | Initial production target date | Capacity | Progress |
|---|--|---|---|--|
| WAIO Jimblebar Mine Expansion (Australia) | | | Increases mining and processing capacity to 35 million tonnes per annum with incremental debottlenecking opportunities to 55 million tonnes per annum. | First production achieved in Q3 CY13, ahead of schedule and on revised budget. The overall project is 96% complete. |
| | 3,220 ^v | Q4 CY13 | | |
| WAIO Port Blending and Rail Yard Facilities (Australia) | | | Optimises resource and enhances efficiency across the WAIO supply chain. | On schedule and budget on the basis of the revised scope. The overall project is 93% complete. |
| | 1,000 ^v | H2 CY14 | | |

| | | | | |
|---|-------|---------|---|---|
| Samarco Fourth Pellet Plant (Brazil) | 1,750 | H1 CY14 | Increases iron ore pellet production capacity by 8.3 million tonnes per annum to 30.5 million tonnes per annum. | On schedule and budget. The overall project is 95% complete. |
| 50% | | | | |

∨ Excludes announced pre-commitment funding.

Coal***Production***

| | SEP 2013 QTR | SEP Q13 vs SEP Q12 | SEP Q13 vs JUN Q13 |
|----------------------------------|-----------------------------|-----------------------------------|-----------------------------------|
| Metallurgical coal (000 tonnes) | 10,185 | 14% | 6% |
| Energy coal (000 tonnes) | 19,639 | 3% | 6% |

Metallurgical coal Metallurgical coal production increased by 14 per cent in the September 2013 quarter to 10 million tonnes (BHP Billiton share).

Queensland Coal (Australia) continued to run at full supply chain capacity during the period with annualised production of 61 million tonnes (100 per cent basis). This strong result was underpinned by the continued ramp up of Daunia, record quarterly production at South Walker Creek and improved Coal Preparation Plant performance at Blackwater and Saraji. This was partially offset by a planned longwall move at Crinum and scheduled Coal Preparation Plant maintenance at Goonyella Riverside and Peak Downs.

Illawarra Coal (Australia) production decreased by 39 per cent from the June 2013 quarter and reflected an extended outage at Dendrobium and a scheduled longwall move at West Cliff. Despite a roof fall at Dendrobium in October 2013, production is expected to improve in the December 2013 quarter, with total Illawarra Coal production weighted towards the second half of the 2014 financial year.

Total metallurgical coal production guidance for the 2014 financial year remains unchanged at 41 million tonnes (BHP Billiton share).

Energy coal Energy coal production increased by three per cent in the September 2013 quarter to 20 million tonnes (BHP Billiton share). Record quarterly production at both New South Wales Energy Coal (Australia) and Cerrejon Coal (Colombia) contributed to the strong result.

Total energy coal production guidance for the 2014 financial year remains unchanged at 73 million tonnes (BHP Billiton share).

Projects

| Project and ownership | Capital expenditure (US\$m) | Initial production target date | Capacity | Progress |
|---|------------------------------------|---------------------------------------|---|---|
| Cerrejon P40 Project (Colombia) 33.3% | 437 | CY13 | Increases saleable thermal coal production by 8 million tonnes per annum to approximately 40 million tonnes per annum. | On schedule and budget. The overall project is 79% complete. |
| Newcastle Third Port Project Stage 3 (Australia) 35.5% | 367 | CY14 | Increases total coal terminal capacity from 53 million tonnes per annum to 66 million tonnes per annum. | First coal was loaded in Q2 CY13 and mechanical completion was achieved in Q3 CY13, ahead of schedule and on budget. The overall project is 76% complete. |
| Caval Ridge (Australia) 50% | 1,870 ^{vi} | CY14 | Greenfield mine development to produce an initial 5.5 million tonnes per annum of export metallurgical coal. | On schedule and budget. The overall project is 86% complete. |
| Hay Point Stage Three Expansion (Australia) 50% | 1,505 ^{vi} | CY15 | Increases port capacity from 44 million tonnes per annum to 55 million tonnes per annum and reduces storm vulnerability. | On revised schedule and budget. The overall project is 72% complete. |
| Appin Area 9 (Australia) 100% | 845 | CY16 | Maintains Illawarra Coal's production capacity with a replacement mining domain and capacity to produce 3.5 million tonnes per annum of metallurgical coal. | On schedule and budget. The overall project is 51% complete. |

^{vi} Excludes announced pre-commitment funding.

Aluminium, Manganese and Nickel
Production

| | SEP 2013 QTR | SEP Q13 vs SEP Q12 | SEP Q13 vs JUN Q13 |
|-------------------------------|-----------------------------|-----------------------------------|-----------------------------------|
| Alumina (000 tonnes) | 1,251 | 7% | 1% |
| Aluminium (000 tonnes) | 310 | 15% | 0% |
| Manganese ore (000 tonnes) | 2,046 | 5% | 9% |
| Manganese alloy (000 tonnes) | 137 | 5% | 25% |
| Nickel (000 tonnes) | 40.4 | 9% | 0% |

Alumina Alumina production increased by seven per cent in the September 2013 quarter to 1.3 million tonnes (BHP Billiton share) as the Efficiency and Growth project at Worsley (Australia) approached nameplate capacity.

Aluminium Aluminium production increased by 15 per cent in the September 2013 quarter to 310 thousand tonnes (BHP Billiton share). Production benefited from strong operating performance at our Southern African smelters which included a second consecutive quarterly production record at Hillside (South Africa).

Manganese ore Manganese ore production decreased during the September 2013 quarter due to a planned shutdown at Hotazel (South Africa) and lower recoveries at GEMCO (Australia).

Manganese alloy Manganese alloy volumes increased by five per cent from the September 2012 quarter which was affected by the temporary suspension of operations at TEMCO (Australia). Planned maintenance at Metalloys (South Africa) and TEMCO contributed to the 25 per cent decline in manganese alloy volumes from the June 2013 quarter.

Nickel Nickel production increased by nine per cent in the September 2013 quarter to 40 thousand tonnes (BHP Billiton share) and reflected strong operating performance at Nickel West (Australia).

Minerals exploration

Greenfield minerals exploration is focused on advancing copper targets within Chile and Peru. Minerals exploration expenditure in the September 2013 quarter was US\$115 million, of which US\$105 million was expensed^{vii}.

This report represents the Interim Management Statement for the purposes of the UK Listing Authority's Disclosure and Transparency Rules. There have been no significant changes in the financial position of the Group in the quarter ended 30 September 2013.

Further information on BHP Billiton can be found at: www.bhpbilliton.com.

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Members of the BHP Billiton Group which is headquartered in Australia

- vii Reported on the basis of IFRS 10 which requires the full consolidation of Escondida, as compared to the proportional consolidation of our 57.5 per cent equity interest which has been applied historically.

BHP Billiton operational review for the quarter ended 30 September 2013

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BHP BILLITON PRODUCTION SUMMARY

| | | QUARTER ENDED | | | YEAR TO DATE | | % CHANGE | |
|--|---------------|---------------|---------------|---------------|---------------|---------------|------------|------------|
| | | SEP | JUN | SEP | SEP | SEP | SEP Q13 | |
| | | 2012 | 2013 | 2013 | 2013 | 2012 | vs SEP Q13 | vs SEP Q13 |
| Petroleum | | | | | | | | |
| Crude oil & condensate | (000 bbl) | 18,036 | 18,559 | 20,421 | 20,421 | 18,036 | 13% | 10% |
| Natural gas | (bcf) | 232.85 | 214.49 | 219.66 | 219.66 | 232.85 | 6% | 2% |
| NGL | (000 boe) | 4,411 | 4,882 | 5,632 | 5,632 | 4,411 | 28% | 15% |
| Total petroleum products | (million boe) | 61.3 | 59.2 | 62.7 | 62.7 | 61.3 | 2% | 6% |
| Copper | | | | | | | | |
| Copper | (000 tonnes) | <i>379.4</i> | <i>461.7</i> | 403.3 | 403.3 | <i>379.4</i> | 6% | 13% |
| Lead | (tonnes) | 52,183 | 67,034 | 46,445 | 46,445 | 52,183 | 11% | 31% |
| Zinc | (tonnes) | 25,922 | 45,881 | 28,555 | 28,555 | 25,922 | 10% | 38% |
| Gold | (ounces) | 39,968 | <i>56,070</i> | 45,045 | 45,045 | 39,968 | 13% | 20% |
| Silver | (000 ounces) | <i>9,446</i> | <i>11,602</i> | 8,688 | 8,688 | <i>9,446</i> | 8% | 25% |
| Uranium oxide concentrate | (tonnes) | <i>1,030</i> | <i>1,105</i> | 970 | 970 | <i>1,030</i> | 6% | 12% |
| Molybdenum | (tonnes) | 454 | 376 | 458 | 458 | 454 | 1% | 22% |
| Iron Ore | | | | | | | | |
| Iron ore | (000 tonnes) | 39,772 | 47,689 | 48,848 | 48,848 | 39,772 | 23% | 2% |
| Coal | | | | | | | | |
| Metallurgical coal | (000 tonnes) | 8,938 | 10,858 | 10,185 | 10,185 | 8,938 | 14% | 6% |
| Energy coal | (000 tonnes) | <i>19,144</i> | <i>18,561</i> | 19,639 | 19,639 | <i>19,144</i> | 3% | 6% |
| Aluminium, Manganese and Nickel | | | | | | | | |
| Alumina | (000 tonnes) | 1,170 | 1,265 | 1,251 | 1,251 | 1,170 | 7% | 1% |
| Aluminium | (000 tonnes) | 269 | 310 | 310 | 310 | 269 | 15% | 0% |
| Manganese ore | (000 tonnes) | 2,146 | 2,246 | 2,046 | 2,046 | 2,146 | 5% | 9% |
| Manganese alloy | (000 tonnes) | 130 | 182 | 137 | 137 | 130 | 5% | 25% |
| Nickel | (000 tonnes) | 37.0 | 40.3 | 40.4 | 40.4 | 37.0 | 9% | 0% |

Throughout this report figures in italics indicate that this figure has been adjusted since it was previously reported.

BHP BILLITON ATTRIBUTABLE PRODUCTION

| | BHP Billiton interest | QUARTER ENDED | | | | YEAR TO DATE | | |
|---|--------------------------|---------------|-------------|-------------|-------------|---------------|---------------|-------------|
| | | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Petroleum | | | | | | | | |
| Production | | | | | | | | |
| Crude oil and condensate (000 bbl) | | 18,036 | 19,228 | 16,689 | 18,559 | 20,421 | 20,421 | 18,036 |
| Natural gas (bcf) | | 232.85 | 219.66 | 207.27 | 214.49 | 219.66 | 219.66 | 232.85 |
| NGL (000 boe) (a) | | 4,411 | 4,064 | 4,182 | 4,882 | 5,632 | 5,632 | 4,411 |
| Total petroleum products (million boe) | | 61.3 | 59.9 | 55.4 | 59.2 | 62.7 | 62.7 | 61.3 |
| Copper (b) | | | | | | | | |
| Copper | | | | | | | | |
| Payable metal in concentrate (000 tonnes) | | | | | | | | |
| Escondida (c) | 57.5% | 176.0 | 209.9 | 222.6 | 223.0 | 205.1 | 205.1 | 176.0 |
| Antamina | 33.8% | 40.2 | 39.6 | 25.2 | 34.7 | 41.9 | 41.9 | 40.2 |
| Pinto Valley | 100% | | 0.5 | 5.3 | 10.8 | 10.9 | 10.9 | |
| Total | | 216.2 | 250.0 | 253.1 | 268.5 | 257.9 | 257.9 | 216.2 |
| Cathode (000 tonnes) | | | | | | | | |
| Escondida (c) | 57.5% | 72.3 | 71.0 | 75.3 | 79.3 | 73.2 | 73.2 | 72.3 |
| Pampa Norte (d) | 100% | 52.7 | 58.8 | 56.4 | 64.7 | 43.5 | 43.5 | 52.7 |
| Pinto Valley | 100% | 1.2 | 1.2 | 1.2 | 1.3 | 0.8 | 0.8 | 1.2 |
| Olympic Dam | 100% | 37.0 | 33.6 | 47.7 | 47.9 | 27.9 | 27.9 | 37.0 |
| Total | | 163.2 | 164.6 | 180.6 | 193.2 | 145.4 | 145.4 | 163.2 |
| Total Copper | | 379.4 | 414.6 | 433.7 | 461.7 | 403.3 | 403.3 | 379.4 |
| Lead | | | | | | | | |
| Payable metal in concentrate (tonnes) | | | | | | | | |
| Cannington | 100% | 51,923 | 45,937 | 48,899 | 66,666 | 46,287 | 46,287 | 51,923 |
| Antamina | 33.8% | 260 | 198 | 181 | 368 | 158 | 158 | 260 |
| Total | | 52,183 | 46,135 | 49,080 | 67,034 | 46,445 | 46,445 | 52,183 |

Zinc

| Payable metal in concentrate (tonnes) | | | | | | | | |
|--|-------|--------|--------|--------|--------|---------------|---------------|--------|
| Cannington | 100% | 11,408 | 13,622 | 11,045 | 20,206 | 16,033 | 16,033 | 11,408 |
| Antamina | 33.8% | 14,514 | 12,587 | 19,148 | 25,675 | 12,522 | 12,522 | 14,514 |
| Total | | 25,922 | 26,209 | 30,193 | 45,881 | 28,555 | 28,555 | 25,922 |

| Gold Payable metal in concentrate (ounces) | | | | | | | | |
|---|-------|--------|--------|--------|--------|---------------|---------------|--------|
| Escondida (c) | 57.5% | 16,951 | 18,359 | 18,626 | 17,593 | 17,347 | 17,347 | 16,951 |
| Olympic Dam (refined gold) | 100% | 23,017 | 24,215 | 27,531 | 38,477 | 27,649 | 27,649 | 23,017 |
| Pinto Valley | 100% | | | | | 49 | 49 | |
| Total | | 39,968 | 42,574 | 46,157 | 56,070 | 45,045 | 45,045 | 39,968 |

| Silver Payable metal in concentrate (000 ounces) | | | | | | | | |
|--|-------|-------|-------|-------|--------|--------------|--------------|-------|
| Escondida (c) | 57.5% | 631 | 696 | 743 | 890 | 891 | 891 | 631 |
| Antamina | 33.8% | 919 | 934 | 802 | 1,297 | 1,205 | 1,205 | 919 |
| Cannington | 100% | 7,689 | 6,949 | 7,323 | 9,101 | 6,361 | 6,361 | 7,689 |
| Olympic Dam (refined silver) | 100% | 207 | 193 | 214 | 266 | 190 | 190 | 207 |
| Pinto Valley | 100% | | | 11 | 48 | 41 | 41 | |
| Total | | 9,446 | 8,772 | 9,093 | 11,602 | 8,688 | 8,688 | 9,446 |

| Uranium Oxide Concentrate Payable metal in concentrate (tonnes) | | | | | | | | |
|--|------|-------|-------|-----|-------|------------|------------|-------|
| Olympic Dam | 100% | 1,030 | 1,005 | 926 | 1,105 | 970 | 970 | 1,030 |
| Total | | 1,030 | 1,005 | 926 | 1,105 | 970 | 970 | 1,030 |

| Molybdenum Payable metal in concentrate (tonnes) | | | | | | | | |
|---|-------|-----|-----|-----|-----|------------|------------|-----|
| Antamina | 33.8% | 454 | 410 | 321 | 376 | 458 | 458 | 454 |
| Total | | 454 | 410 | 321 | 376 | 458 | 458 | 454 |

Refer footnotes on page 15.

BHP BILLITON ATTRIBUTABLE PRODUCTION

| | BHP Billiton interest | QUARTER ENDED | | | | YEAR TO DATE | | |
|--|--------------------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| | | SEP | DEC | MAR | JUN | SEP | SEP | SEP |
| | | 2012 | 2012 | 2013 | 2013 | 2013 | 2013 | 2012 |
| Iron Ore | | | | | | | | |
| Production (000 tonnes) (e) | | | | | | | | |
| Newman (f) | 85% | 11,752 | 12,809 | 13,028 | 15,408 | 15,362 | 15,362 | 11,752 |
| Goldsworthy Joint Venture | 85% | 432 | 378 | 296 | | 202 | 202 | 432 |
| Area C Joint Venture | 85% | 10,937 | 10,245 | 10,983 | 12,552 | 11,814 | 11,814 | 10,937 |
| Yandi Joint Venture | 85% | 13,771 | 15,954 | 13,302 | 17,027 | 18,146 | 18,146 | 13,771 |
| Jimblebar | 85% | | | | | 595 | 595 | |
| Samarco | 50% | 2,880 | 2,804 | 2,596 | 2,702 | 2,729 | 2,729 | 2,880 |
| Total | | 39,772 | 42,190 | 40,205 | 47,689 | 48,848 | 48,848 | 39,772 |
| Coal | | | | | | | | |
| Metallurgical Coal | | | | | | | | |
| Production (000 tonnes) (g) | | | | | | | | |
| BMA | 50% | 5,182 | 5,440 | 5,327 | 6,696 | 6,705 | 6,705 | 5,182 |
| BHP Mitsui Coal (h) | 80% | 1,766 | 1,589 | 1,862 | 1,846 | 2,057 | 2,057 | 1,766 |
| Illawarra | 100% | 1,990 | 1,859 | 1,777 | 2,316 | 1,423 | 1,423 | 1,990 |
| Total | | 8,938 | 8,888 | 8,966 | 10,858 | 10,185 | 10,185 | 8,938 |
| Energy Coal | | | | | | | | |
| Production (000 tonnes) | | | | | | | | |
| South Africa (i) | 90% | 8,454 | 7,969 | 7,302 | 7,902 | 7,937 | 7,937 | 8,454 |
| USA | 100% | 3,408 | 3,280 | 3,351 | 2,752 | 3,145 | 3,145 | 3,408 |
| Australia | 100% | 4,453 | 4,827 | 3,837 | 4,893 | 5,372 | 5,372 | 4,453 |
| Colombia | 33% | 2,829 | 2,662 | 1,512 | 3,014 | 3,185 | 3,185 | 2,829 |
| Total | | 19,144 | 18,738 | 16,002 | 18,561 | 19,639 | 19,639 | 19,144 |
| Aluminium, Manganese and Nickel | | | | | | | | |
| Alumina | | | | | | | | |
| Saleable production (000 tonnes) | | | | | | | | |
| Worsley | 86% | 859 | 944 | 911 | 961 | 946 | 946 | 859 |
| Alumar | 36% | 311 | 288 | 302 | 304 | 305 | 305 | 311 |
| Total | | 1,170 | 1,232 | 1,213 | 1,265 | 1,251 | 1,251 | 1,170 |

Aluminium**Production (000 tonnes)**

| | | | | | | | | |
|----------|------|-----|-----|-----|-----|------------|------------|-----|
| Hillside | 100% | 139 | 167 | 178 | 181 | 184 | 184 | 139 |
| Bayside | 100% | 24 | 24 | 24 | 24 | 24 | 24 | 24 |
| Alumar | 40% | 39 | 39 | 37 | 39 | 35 | 35 | 39 |
| Mozal | 47% | 67 | 67 | 64 | 66 | 67 | 67 | 67 |
| Total | | 269 | 297 | 303 | 310 | 310 | 310 | 269 |

Manganese Ores**Saleable production (000 tonnes)**

| | | | | | | | | |
|------------------|-------|-------|-------|-------|-------|--------------|--------------|-------|
| South Africa (j) | 44.4% | 858 | 834 | 859 | 939 | 864 | 864 | 858 |
| Australia (j) | 60% | 1,288 | 1,283 | 1,149 | 1,307 | 1,182 | 1,182 | 1,288 |
| Total | | 2,146 | 2,117 | 2,008 | 2,246 | 2,046 | 2,046 | 2,146 |

Manganese Alloys**Saleable production (000 tonnes)**

| | | | | | | | | |
|----------------------|-----|-----|-----|-----|-----|------------|------------|-----|
| South Africa (j) (k) | 60% | 93 | 91 | 86 | 104 | 86 | 86 | 93 |
| Australia (j) | 60% | 37 | 62 | 57 | 78 | 51 | 51 | 37 |
| Total | | 130 | 153 | 143 | 182 | 137 | 137 | 130 |

Nickel**Saleable production (000 tonnes)**

| | | | | | | | | |
|--------------|-------|------|------|------|------|-------------|-------------|------|
| Cerro Matoso | 99.9% | 13.3 | 12.4 | 12.3 | 12.8 | 12.0 | 12.0 | 13.3 |
| Nickel West | 100% | 23.7 | 22.3 | 29.8 | 27.5 | 28.4 | 28.4 | 23.7 |
| Total | | 37.0 | 34.7 | 42.1 | 40.3 | 40.4 | 40.4 | 37.0 |

Refer footnotes on page 15.

BHP BILLITON ATTRIBUTABLE PRODUCTION

- (a) LPG and ethane are reported as Natural Gas Liquid (NGL). Product-specific conversions are made and NGL is reported in barrels of oil equivalent (boe).
- (b) Metal production is reported on the basis of payable metal.
- (c) Shown on 100% basis following the application of the new IFRS 10 which came into effect from 1 July 2013. BHP Billiton interest in saleable production is 57.5%.
- (d) Includes Cerro Colorado and Spence.
- (e) Iron ore production is reported on a wet tonnes basis.
- (f) Newman includes Mt Newman Joint Venture and Wheelarra.
- (g) Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.
- (h) Shown on 100% basis. BHP Billiton interest in saleable production is 80%.
- (i) Shown on 100% basis. BHP Billiton interest in saleable production is 90%.
- (j) Shown on 100% basis. BHP Billiton interest in saleable production is 60%, except Hotazel Manganese Mines which is 44.4%.
- (k) Production includes Medium Carbon Ferro Manganese.

BHP Billiton operational review for the quarter ended 30 September 2013

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PRODUCTION AND SALES REPORT

| | QUARTER ENDED | | | | YEAR TO DATE | | |
|---|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Petroleum | | | | | | | |
| BHP Billiton attributable production unless otherwise stated. | | | | | | | |
| Crude oil and condensate (000 barrels) | | | | | | | |
| Bass Strait | 2,569 | 2,081 | 1,934 | 2,229 | 2,247 | 2,247 | 2,569 |
| North West Shelf | 1,867 | 1,829 | 1,526 | 1,646 | 1,865 | 1,865 | 1,867 |
| Stybarrow | 534 | 464 | 323 | 401 | 348 | 348 | 534 |
| Pyrenees | 2,605 | 2,379 | 1,659 | 1,817 | 1,707 | 1,707 | 2,605 |
| Other Australia (a) | 17 | 15 | 15 | 12 | 14 | 14 | 17 |
| Atlantis (b) | 1,554 | 2,376 | 1,471 | 2,594 | 2,953 | 2,953 | 1,554 |
| Mad Dog (b) | 369 | 906 | 791 | 649 | 732 | 732 | 369 |
| Shenzi (b) | 3,783 | 4,008 | 3,580 | 3,378 | 3,467 | 3,467 | 3,783 |
| Onshore US (c) | 2,358 | 2,658 | 3,071 | 3,614 | 5,044 | 5,044 | 2,358 |
| Trinidad/Tobago | 376 | 362 | 331 | 259 | 320 | 320 | 376 |
| Other Americas (b) (d) | 367 | 410 | 384 | 403 | 378 | 378 | 367 |
| UK (e) | 260 | 355 | 326 | 282 | 142 | 142 | 260 |
| Algeria | 1,309 | 1,316 | 1,207 | 1,210 | 1,142 | 1,142 | 1,309 |
| Pakistan | 68 | 69 | 71 | 65 | 62 | 62 | 68 |
| Total | 18,036 | 19,228 | 16,689 | 18,559 | 20,421 | 20,421 | 18,036 |

| | | | | | | | |
|---|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| Natural gas (billion cubic feet) | | | | | | | |
| Bass Strait | 40.06 | 26.67 | 23.38 | 33.63 | 34.20 | 34.20 | 40.06 |
| North West Shelf | 35.33 | 34.09 | 31.29 | 30.29 | 34.18 | 34.18 | 35.33 |
| Other Australia (a) | 6.20 | 5.48 | 5.17 | 4.54 | 9.32 | 9.32 | 6.20 |
| Atlantis (b) | 0.59 | 0.89 | 0.54 | 0.83 | 1.26 | 1.26 | 0.59 |
| Mad Dog (b) | 0.06 | 0.18 | 0.15 | 0.05 | 0.11 | 0.11 | 0.06 |
| Shenzi (b) | 2.11 | 0.94 | 0.81 | 0.78 | 0.80 | 0.80 | 2.11 |
| Onshore US (c) | 122.59 | 123.03 | 115.69 | 118.08 | 114.89 | 114.89 | 122.59 |
| Trinidad/Tobago | 9.21 | 9.15 | 8.84 | 9.07 | 9.90 | 9.90 | 9.21 |
| Other Americas (b) (d) | 0.35 | 0.48 | 0.59 | 0.29 | 0.27 | 0.27 | 0.35 |
| UK (e) | 3.29 | 5.26 | 6.44 | 4.09 | 3.47 | 3.47 | 3.29 |
| Pakistan | 13.06 | 13.49 | 14.37 | 12.84 | 11.26 | 11.26 | 13.06 |
| Total | 232.85 | 219.66 | 207.27 | 214.49 | 219.66 | 219.66 | 232.85 |

| | | | | | | | |
|---|-------|-------|-------|-------|--------------|--------------|-------|
| NGL (000 barrels of oil equivalent) | | | | | | | |
| Bass Strait | 2,053 | 1,342 | 1,405 | 1,753 | 2,001 | 2,001 | 2,053 |
| North West Shelf | 385 | 354 | 323 | 312 | 399 | 399 | 385 |
| Atlantis (b) | 54 | 209 | 96 | 200 | 255 | 255 | 54 |
| Mad Dog (b) | 16 | 72 | 55 | | 38 | 38 | 16 |
| Shenzi (b) | 370 | 324 | 269 | 224 | 266 | 266 | 370 |

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| | | | | | | | |
|---------------------------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| Onshore US (c) | 1,516 | 1,736 | 2,004 | 2,375 | 2,656 | 2,656 | 1,516 |
| Other Americas (b) (d) | 17 | 16 | 13 | 9 | 11 | 11 | 17 |
| UK (e) | | 11 | 17 | 9 | 6 | 6 | |
| Total | 4,411 | 4,064 | 4,182 | 4,882 | 5,632 | 5,632 | 4,411 |
| Total Petroleum Products | 61.3 | 59.9 | 55.4 | 59.2 | 62.7 | 62.7 | 61.3 |

(million barrels of oil equivalent) (f)

- (a) Other Australia includes Minerva and Macedon. Macedon achieved first production in August 2013.
- (b) Gulf of Mexico volumes are net of royalties.
- (c) Onshore US volumes are net of mineral holder royalties.
- (d) Other Americas includes Neptune, Genesis and Overriding Royalty Interest.
- (e) An agreement to sell Liverpool Bay was reached in October 2013 and the transaction is expected to close before the end of the 2014 financial year.
- (f) Total barrels of oil equivalent (boe) conversions are based on 6,000 scf of natural gas equals 1 boe.

PRODUCTION AND SALES REPORT

| | SEP 2012 | QUARTER ENDED | | | | SEP 2013 | YEAR TO DATE | |
|---|---------------|---------------|-------------|-------------|-------------|---------------|---------------|---------|
| | | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | | SEP 2012 | |
| Copper | | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated. | | | | | | | | |
| Escondida, Chile (a) | | | | | | | | |
| Material mined | (000 tonnes) | 102,499 | 96,938 | 94,567 | 98,665 | 93,744 | 93,744 | 102,499 |
| Sulphide ore milled | (000 tonnes) | 16,850 | 18,796 | 18,964 | 19,295 | 18,276 | 18,276 | 16,850 |
| Average copper grade | (%) | 1.35% | 1.39% | 1.44% | 1.42% | 1.37% | 1.37% | 1.35% |
| Production ex mill | (000 tonnes) | 185.2 | 216.6 | 229.3 | 231.9 | 210.6 | 210.6 | 185.2 |
| Production | | | | | | | | |
| Payable copper | (000 tonnes) | 176.0 | 209.9 | 222.6 | 223.0 | 205.1 | 205.1 | 176.0 |
| Payable gold concentrate | (fine ounces) | 16,951 | 18,359 | 18,626 | 17,593 | 17,347 | 17,347 | 16,951 |
| Copper cathode (EW) | (000 tonnes) | 72.3 | 71.0 | 75.3 | 79.3 | 73.2 | 73.2 | 72.3 |
| Payable silver concentrate | (000 ounces) | 631 | 696 | 743 | 890 | 891 | 891 | 631 |
| Sales | | | | | | | | |
| Payable copper | (000 tonnes) | 165.6 | 226.6 | 215.8 | 228.2 | 192.3 | 192.3 | 165.6 |
| Payable gold concentrate | (fine ounces) | 15,650 | 19,235 | 18,325 | 15,831 | 12,490 | 12,490 | 15,650 |
| Copper cathode (EW) | (000 tonnes) | 67.5 | 81.4 | 59.1 | 95.0 | 63.0 | 63.0 | 67.5 |
| Payable silver concentrate | (000 ounces) | 563 | 772 | 720 | 908 | 836 | 836 | 563 |

(a) Shown on 100% basis following the application of the new IFRS 10 which came into effect from 1 July 2013. BHP Billiton interest in saleable production is 57.5%.

**Pampa Norte,
Chile**CerroColorado

| | | | | | | | | |
|----------------|---------------|--------|--------|--------|--------|---------------|---------------|--------|
| Material mined | (000 tonnes) | 16,067 | 15,722 | 14,964 | 16,303 | 15,771 | 15,771 | 16,067 |
|----------------|---------------|--------|--------|--------|--------|---------------|---------------|--------|

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| | | | | | | | | |
|----------------------|---------------|-------|-------|-------|-------|--------------|--------------|-------|
| Ore milled | (000 tonnes) | 4,505 | 4,206 | 4,350 | 4,351 | 4,161 | 4,161 | 4,505 |
| Average copper grade | (%) | 0.55% | 0.66% | 0.65% | 0.82% | 0.78% | 0.78% | 0.55% |

Production

| | | | | | | | | |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|
| Copper cathode (EW) | (000 tonnes) | 17.8 | 17.9 | 14.6 | 21.2 | 17.6 | 17.6 | 17.8 |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|

Sales

| | | | | | | | | |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|
| Copper cathode (EW) | (000 tonnes) | 16.1 | 18.8 | 13.7 | 21.7 | 17.3 | 17.3 | 16.1 |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|

Spence

| | | | | | | | | |
|----------------------|---------------|--------|--------|--------|--------|---------------|---------------|--------|
| Material mined | (000 tonnes) | 27,541 | 25,999 | 28,861 | 28,646 | 24,331 | 24,331 | 27,541 |
| Ore milled | (000 tonnes) | 3,752 | 4,161 | 4,041 | 4,146 | 4,860 | 4,860 | 3,752 |
| Average copper grade | (%) | 1.17% | 1.29% | 1.38% | 1.16% | 1.11% | 1.11% | 1.17% |

Production

| | | | | | | | | |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|
| Copper cathode (EW) | (000 tonnes) | 34.9 | 40.9 | 41.8 | 43.5 | 25.9 | 25.9 | 34.9 |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|

Sales

| | | | | | | | | |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|
| Copper cathode (EW) | (000 tonnes) | 31.1 | 42.6 | 29.8 | 57.9 | 25.9 | 25.9 | 31.1 |
|---------------------|---------------|------|------|------|------|-------------|-------------|------|

PRODUCTION AND SALES REPORT

| | | QUARTER ENDED | | | | YEAR TO DATE | | |
|---|---------------|---------------|-------------|-------------|-------------|---------------|---------------|-------------|
| | | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Copper | | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated. | | | | | | | | |
| Antamina, Peru | | | | | | | | |
| Material mined (100%) | (000 tonnes) | 54,482 | 49,246 | 48,032 | 56,254 | 56,428 | 56,428 | 54,482 |
| Sulphide ore milled (100%) | (000 tonnes) | 12,274 | 11,752 | 10,330 | 12,424 | 11,765 | 11,765 | 12,274 |
| Average head grades | | | | | | | | |
| - Copper | (%) | 1.15% | 1.16% | 0.88% | 1.03% | 1.21% | 1.21% | 1.15% |
| - Zinc | (%) | 0.66% | 0.64% | 0.93% | 1.02% | 0.56% | 0.56% | 0.66% |
| Production | | | | | | | | |
| Payable copper | (000 tonnes) | 40.2 | 39.6 | 25.2 | 34.7 | 41.9 | 41.9 | 40.2 |
| Payable zinc | (tonnes) | 14,514 | 12,587 | 19,148 | 25,675 | 12,522 | 12,522 | 14,514 |
| Payable silver | (000 ounces) | 919 | 934 | 802 | 1,297 | 1,205 | 1,205 | 919 |
| Payable lead | (tonnes) | 260 | 198 | 181 | 368 | 158 | 158 | 260 |
| Payable molybdenum | (tonnes) | 454 | 410 | 321 | 376 | 458 | 458 | 454 |
| Sales | | | | | | | | |
| Payable copper | (000 tonnes) | 39.7 | 42.7 | 24.1 | 31.9 | 41.3 | 41.3 | 39.7 |
| Payable zinc | (tonnes) | 15,519 | 17,874 | 16,062 | 22,560 | 16,123 | 16,123 | 15,519 |
| Payable silver | (000 ounces) | 849 | 1,101 | 772 | 1,165 | 1,503 | 1,503 | 849 |
| Payable lead | (tonnes) | 330 | 276 | 115 | 262 | 297 | 297 | 330 |
| Payable molybdenum | (tonnes) | 536 | 381 | 371 | 283 | 411 | 411 | 536 |
| Cannington, Australia | | | | | | | | |
| Material mined | (000 tonnes) | 717 | 817 | 810 | 802 | 893 | 893 | 717 |
| Ore milled | (000 tonnes) | 773 | 793 | 713 | 866 | 750 | 750 | 773 |
| Average head grades | | | | | | | | |
| - Silver | (g/t) | 355 | 317 | 364 | 401 | 315 | 315 | 355 |
| - Lead | (%) | 7.6% | 7.0% | 7.7% | 9.1% | 7.4% | 7.4% | 7.6% |
| - Zinc | (%) | 2.5% | 2.9% | 2.7% | 3.8% | 3.2% | 3.2% | 2.5% |
| Production | | | | | | | | |
| Payable silver | (000 ounces) | 7,689 | 6,949 | 7,323 | 9,101 | 6,361 | 6,361 | 7,689 |
| Payable lead | (tonnes) | 51,923 | 45,937 | 48,899 | 66,666 | 46,287 | 46,287 | 51,923 |
| Payable zinc | (tonnes) | 11,408 | 13,622 | 11,045 | 20,206 | 16,033 | 16,033 | 11,408 |

Sales

| | | | | | | | | |
|----------------|---------------|--------|--------|--------|--------|---------------|---------------|--------|
| Payable silver | (000 ounces) | 8,506 | 6,694 | 7,265 | 7,793 | 7,844 | 7,844 | 8,506 |
| Payable lead | (tonnes) | 59,042 | 46,319 | 48,661 | 64,633 | 56,500 | 56,500 | 59,042 |
| Payable zinc | (tonnes) | 10,379 | 16,321 | 9,439 | 21,056 | 17,286 | 17,286 | 10,379 |

BHP Billiton operational review for the quarter ended 30 September 2013

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PRODUCTION AND SALES REPORT

| | | QUARTER ENDED | | | | YEAR TO DATE | | |
|---|---------------|---------------|-------------|-------------|-------------|--------------|--------------|-------|
| | | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2012 | |
| Copper | | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated. | | | | | | | | |
| Olympic Dam, Australia | | | | | | | | |
| Material mined | | | | | | | | |
| (a) | (000 tonnes) | 2,226 | 2,123 | 2,448 | 2,750 | 2,897 | 2,897 | 2,226 |
| Ore milled | (000 tonnes) | 2,471 | 2,435 | 2,353 | 2,641 | 2,404 | 2,404 | 2,471 |
| Average copper grade | (%) | 1.90% | 1.71% | 1.73% | 1.86% | 1.85% | 1.85% | 1.90% |
| Average uranium grade | (kg/t) | 0.54 | 0.51 | 0.50 | 0.56 | 0.53 | 0.53 | 0.54 |

Production

| | | | | | | | | |
|---------------------------|---------------|--------------|--------------|------------|--------------|---------------|---------------|--------------|
| Copper cathode (ER) | (000 tonnes) | 34.0 | 30.4 | 44.7 | 45.1 | 25.9 | 25.9 | 34.0 |
| Copper cathode (EW) | (000 tonnes) | 3.0 | 3.2 | 3.0 | 2.8 | 2.0 | 2.0 | 3.0 |
| Uranium oxide concentrate | (tonnes) | <i>1,030</i> | <i>1,005</i> | <i>926</i> | <i>1,105</i> | 970 | 970 | <i>1,030</i> |
| Refined gold | (fine ounces) | 23,017 | 24,215 | 27,531 | 38,477 | 27,649 | 27,649 | 23,017 |
| Refined silver | (000 ounces) | 207 | 193 | 214 | 266 | 190 | 190 | 207 |

Sales

| | | | | | | | | |
|---------------------------|---------------|--------|--------|--------|--------|---------------|---------------|--------|
| Copper cathode (ER) | (000 tonnes) | 35.1 | 33.2 | 40.1 | 46.4 | 26.8 | 26.8 | 35.1 |
| Copper cathode (EW) | (000 tonnes) | 3.4 | 2.7 | 3.1 | 3.5 | 2.1 | 2.1 | 3.4 |
| Uranium oxide concentrate | (tonnes) | 615 | 1,343 | 816 | 1,374 | 930 | 930 | 615 |
| Refined gold | (fine ounces) | 20,949 | 25,227 | 24,678 | 38,394 | 21,675 | 21,675 | 20,949 |
| Refined silver | (000 ounces) | 265 | 169 | 211 | 275 | 176 | 176 | 265 |

(a) Material mined refers to run of mine ore mined and hoisted.

Pinto Valley, US

| | | | | | | | | |
|---------------------|---------------|-----|-----|-----|------|-------------|-------------|-----|
| (a) | | | | | | | | |
| Production | | | | | | | | |
| Payable copper | (000 tonnes) | | 0.5 | 5.3 | 10.8 | 10.9 | 10.9 | |
| Copper cathode (EW) | (000 tonnes) | 1.2 | 1.2 | 1.2 | 1.3 | 0.8 | 0.8 | 1.2 |
| Payable silver | (000 ounces) | | | 11 | 48 | 41 | 41 | |
| Payable gold | (ounces) | | | | | 49 | 49 | |

| Sales | | | | | | | | |
|----------------|---------------|-----|-----|-----|-----|------------|------------|-----|
| Payable copper | (000 tonnes) | | | 2.6 | 9.9 | 7.3 | 7.3 | |
| Copper cathode | | | | | | | | |
| (EW) | (000 tonnes) | 1.2 | 1.2 | 1.1 | 1.4 | 1.1 | 1.1 | 1.2 |
| Payable silver | (000 ounces) | | | 11 | 48 | 41 | 41 | |
| Payable gold | (ounces) | | | | | 49 | 49 | |

(a) On 11 October 2013 BHP Billiton completed the sale of its Pinto Valley operations.

PRODUCTION AND SALES REPORT

| | QUARTER ENDED | | | | YEAR TO DATE | | |
|--|---------------|-------------|-------------|-------------|---------------|---------------|-------------|
| | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Iron Ore | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. (000 tonnes) | | | | | | | |
| Iron Ore Pilbara, Australia | | | | | | | |
| Production (a) | | | | | | | |
| Newman (b) | 11,752 | 12,809 | 13,028 | 15,408 | 15,362 | 15,362 | 11,752 |
| Goldsworthy Joint Venture | 432 | 378 | 296 | | 202 | 202 | 432 |
| Area C Joint Venture | 10,937 | 10,245 | 10,983 | 12,552 | 11,814 | 11,814 | 10,937 |
| Yandi Joint Venture | 13,771 | 15,954 | 13,302 | 17,027 | 18,146 | 18,146 | 13,771 |
| Jimblebar | | | | | 595 | 595 | |
| Total (BHP Billiton share) | 36,892 | 39,386 | 37,609 | 44,987 | 46,119 | 46,119 | 36,892 |
| Total production (100%) | 43,403 | 46,337 | 44,245 | 52,926 | 54,258 | 54,258 | 43,403 |
| Sales | | | | | | | |
| Lump | 8,338 | 9,806 | 9,339 | 11,284 | 10,292 | 10,292 | 8,338 |
| Fines | 28,718 | 30,479 | 28,370 | 34,621 | 35,235 | 35,235 | 28,718 |
| Total (BHP Billiton share) | 37,056 | 40,285 | 37,709 | 45,905 | 45,527 | 45,527 | 37,056 |
| Total sales (100%) | 43,595 | 47,393 | 44,363 | 54,006 | 53,561 | 53,561 | 43,595 |

(a) Iron ore production and sales are reported on a wet tonnes basis.

(b) Newman includes Mt Newman Joint Venture and Wheelarra.

| | | | | | | | |
|------------------------|-------|-------|-------|-------|--------------|--------------|-------|
| Samarco, Brazil | | | | | | | |
| Production (a) | 2,880 | 2,804 | 2,596 | 2,702 | 2,729 | 2,729 | 2,880 |
| Sales | 2,622 | 3,227 | 2,515 | 2,651 | 2,676 | 2,676 | 2,622 |

(a) Iron ore production and sales are reported on a wet tonnes basis.

PRODUCTION AND SALES REPORT

| | QUARTER ENDED | | | | YEAR TO DATE | | |
|--|---------------|--------------|--------------|--------------|--------------|--------------|--------------|
| | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Coal | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. (000 tonnes) | | | | | | | |
| Metallurgical Coal | | | | | | | |
| Queensland, Australia | | | | | | | |
| Production (a) | | | | | | | |
| BMA | | | | | | | |
| Blackwater | 1,148 | 1,588 | 1,157 | 1,539 | 1,691 | 1,691 | 1,148 |
| Goonyella | 1,535 | 1,392 | 1,478 | 1,816 | 1,737 | 1,737 | 1,535 |
| Peak Downs | 1,029 | 1,151 | 1,225 | 1,140 | 1,112 | 1,112 | 1,029 |
| Saraji | 773 | 994 | 711 | 971 | 1,197 | 1,197 | 773 |
| Gregory Joint Venture (b) | 697 | 315 | 657 | 854 | 464 | 464 | 697 |
| Daunia | | | 99 | 376 | 504 | 504 | |
| BMA total | 5,182 | 5,440 | 5,327 | 6,696 | 6,705 | 6,705 | 5,182 |
| BHP Mitsui Coal (c) | | | | | | | |
| South Walker Creek | 1,084 | 864 | 1,188 | 1,215 | 1,298 | 1,298 | 1,084 |
| Poitrel | 682 | 725 | 674 | 631 | 759 | 759 | 682 |
| BHP Mitsui Coal total | 1,766 | 1,589 | 1,862 | 1,846 | 2,057 | 2,057 | 1,766 |
| Queensland total | 6,948 | 7,029 | 7,189 | 8,542 | 8,762 | 8,762 | 6,948 |
| Sales | | | | | | | |
| Coking coal | 4,058 | 5,561 | 4,933 | 6,316 | 6,123 | 6,123 | 4,058 |
| Weak coking coal | 1,545 | 1,820 | 2,029 | 2,417 | 2,397 | 2,397 | 1,545 |
| Thermal coal | 239 | 237 | 75 | 30 | 160 | 160 | 239 |
| Total | 5,842 | 7,618 | 7,037 | 8,763 | 8,680 | 8,680 | 5,842 |

(a) Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.

(b) Gregory open-cut ceased production on 10 October 2012.

(c) Shown on 100% basis. BHP Billiton interest in saleable production is 80%.

Illawarra, Australia

| | | | | | | | |
|-----------------------|-------|-------|-------|-------|--------------|--------------|-------|
| Production (a) | 1,990 | 1,859 | 1,777 | 2,316 | 1,423 | 1,423 | 1,990 |
| Sales | | | | | | | |
| Coking coal | 1,775 | 1,785 | 1,595 | 1,877 | 1,084 | 1,084 | 1,775 |
| Thermal coal | 502 | 327 | 145 | 436 | 359 | 359 | 502 |
| Total | 2,277 | 2,112 | 1,740 | 2,313 | 1,443 | 1,443 | 2,277 |

(a) Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.

PRODUCTION AND SALES REPORT

| | QUARTER ENDED | | | | YEAR TO DATE | | |
|--|---------------|--------------|--------------|--------------|--------------|--------------|--------------|
| | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Coal | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. (000 tonnes) | | | | | | | |
| Energy Coal | | | | | | | |
| South Africa (a) | | | | | | | |
| Production | 8,454 | 7,969 | 7,302 | 7,902 | 7,937 | 7,937 | 8,454 |
| Sales | | | | | | | |
| Export | 3,385 | 3,583 | 3,604 | 3,363 | 2,504 | 2,504 | 3,385 |
| Local utility | 4,869 | 4,615 | 4,171 | 4,353 | 4,543 | 4,543 | 4,869 |
| Inland | 38 | 28 | 32 | 24 | | | 38 |
| Total | 8,292 | 8,226 | 7,807 | 7,740 | 7,047 | 7,047 | 8,292 |
| (a) Shown on 100% basis. BHP Billiton interest in saleable production is 90%. | | | | | | | |
| New Mexico, US | | | | | | | |
| Production | | | | | | | |
| Navajo Coal | 1,943 | 2,012 | 1,944 | 1,569 | 1,670 | 1,670 | 1,943 |
| San Juan Coal | 1,465 | 1,268 | 1,407 | 1,183 | 1,475 | 1,475 | 1,465 |
| Total | 3,408 | 3,280 | 3,351 | 2,752 | 3,145 | 3,145 | 3,408 |
| Sales - local utility | 3,420 | 3,265 | 3,275 | 2,815 | 3,129 | 3,129 | 3,420 |
| NSW Energy Coal, Australia | | | | | | | |
| Production | | | | | | | |
| Export | 4,488 | 4,187 | 4,505 | 4,289 | 4,037 | 4,037 | 4,488 |
| Inland | 250 | 265 | 174 | 478 | 446 | 446 | 250 |
| Total | 4,738 | 4,452 | 4,679 | 4,767 | 4,483 | 4,483 | 4,738 |
| Cerrejon Coal, Colombia | | | | | | | |
| Production | | | | | | | |
| Export | 2,829 | 2,662 | 1,512 | 3,014 | 3,185 | 3,185 | 2,829 |
| Sales - export | 2,630 | 2,702 | 1,774 | 3,157 | 3,155 | 3,155 | 2,630 |

PRODUCTION AND SALES REPORT

| | QUARTER ENDED | | | | YEAR TO DATE | | |
|--|---------------|-------------|-------------|-------------|--------------|--------------|-------------|
| | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Aluminium, Manganese and Nickel | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. (000 tonnes) | | | | | | | |
| Alumina | | | | | | | |
| Saleable production | | | | | | | |
| Worsley, Australia | 859 | 944 | 911 | 961 | 946 | 946 | 859 |
| Alumar, Brazil | 311 | 288 | 302 | 304 | 305 | 305 | 311 |
| Total | 1,170 | 1,232 | 1,213 | 1,265 | 1,251 | 1,251 | 1,170 |
| Sales | | | | | | | |
| Worsley, Australia | 820 | 916 | 910 | 1,031 | 897 | 897 | 820 |
| Alumar, Brazil | 352 | 298 | 296 | 329 | 278 | 278 | 352 |
| Total | 1,172 | 1,214 | 1,206 | 1,360 | 1,175 | 1,175 | 1,172 |
| Aluminium | | | | | | | |
| Production | | | | | | | |
| Hillside, South Africa | 139 | 167 | 178 | 181 | 184 | 184 | 139 |
| Bayside, South Africa | 24 | 24 | 24 | 24 | 24 | 24 | 24 |
| Alumar, Brazil | 39 | 39 | 37 | 39 | 35 | 35 | 39 |
| Mozal, Mozambique | 67 | 67 | 64 | 66 | 67 | 67 | 67 |
| Total | 269 | 297 | 303 | 310 | 310 | 310 | 269 |
| Sales | | | | | | | |
| Hillside, South Africa | 139 | 171 | 166 | 191 | 180 | 180 | 139 |
| Bayside, South Africa | 26 | 26 | 27 | 26 | 24 | 24 | 26 |
| Alumar, Brazil | 46 | 41 | 39 | 38 | 34 | 34 | 46 |
| Mozal, Mozambique | 58 | 65 | 76 | 65 | 68 | 68 | 58 |
| Total | 269 | 303 | 308 | 320 | 306 | 306 | 269 |
| Manganese ore | | | | | | | |
| Saleable production | | | | | | | |
| South Africa (a) | 858 | 834 | 859 | 939 | 864 | 864 | 858 |
| Australia (a) | 1,288 | 1,283 | 1,149 | 1,307 | 1,182 | 1,182 | 1,288 |
| Total | 2,146 | 2,117 | 2,008 | 2,246 | 2,046 | 2,046 | 2,146 |

| Sales | | | | | | | |
|------------------|-------|-------|-------|-------|--------------|--------------|-------|
| South Africa (a) | 878 | 808 | 835 | 970 | 920 | 920 | 878 |
| Australia (a) | 1,171 | 979 | 1,326 | 1,102 | 1,078 | 1,078 | 1,171 |
| Total | 2,049 | 1,787 | 2,161 | 2,072 | 1,998 | 1,998 | 2,049 |

| Manganese alloy | | | | | | | |
|----------------------------|-----|-----|-----|-----|------------|------------|-----|
| Saleable production | | | | | | | |
| South Africa (a) (b) | 93 | 91 | 86 | 104 | 86 | 86 | 93 |
| Australia (a) | 37 | 62 | 57 | 78 | 51 | 51 | 37 |
| Total | 130 | 153 | 143 | 182 | 137 | 137 | 130 |

| Sales | | | | | | | |
|----------------------|-----|-----|-----|-----|------------|------------|-----|
| South Africa (a) (b) | 74 | 112 | 89 | 110 | 88 | 88 | 74 |
| Australia (a) | 46 | 52 | 68 | 61 | 54 | 54 | 46 |
| Total | 120 | 164 | 157 | 171 | 142 | 142 | 120 |

(a) Shown on 100% basis. BHP Billiton interest in saleable production is 60%, except Hotazel Manganese Mines which is 44.4%.

(b) Production includes Medium Carbon Ferro Manganese.

PRODUCTION AND SALES REPORT

| | QUARTER ENDED | | | | YEAR TO DATE | | |
|--|---------------|-------------|-------------|-------------|--------------|-------------|-------------|
| | SEP 2012 | DEC 2012 | MAR 2013 | JUN 2013 | SEP 2013 | SEP 2013 | SEP 2012 |
| Aluminium, Manganese and Nickel | | | | | | | |
| BHP Billiton attributable production and sales unless otherwise stated. (000 tonnes) | | | | | | | |
| Nickel | | | | | | | |
| Cerro Matoso, Colombia | | | | | | | |
| Production | 13.3 | 12.4 | 12.3 | 12.8 | 12.0 | 12.0 | 13.3 |
| Sales | 12.3 | 13.7 | 13.0 | 13.1 | 12.6 | 12.6 | 12.3 |
| Nickel West, Australia | | | | | | | |
| Saleable production | | | | | | | |
| Nickel contained in concentrate | 1.3 | 4.1 | 3.1 | 3.0 | 3.4 | 3.4 | 1.3 |
| Nickel contained in finished matte | 5.8 | 7.6 | 9.7 | 8.6 | 8.8 | 8.8 | 5.8 |
| Nickel metal | 16.6 | 10.6 | 17.0 | 15.9 | 16.2 | 16.2 | 16.6 |
| Nickel production | 23.7 | 22.3 | 29.8 | 27.5 | 28.4 | 28.4 | 23.7 |
| Sales | | | | | | | |
| Nickel contained in concentrate | 1.6 | 2.9 | 3.1 | 3.0 | 2.7 | 2.7 | 1.6 |
| Nickel contained in finished matte | 6.7 | 7.0 | 9.0 | 9.7 | 7.8 | 7.8 | 6.7 |
| Nickel metal | 14.2 | 12.8 | 19.5 | 17.7 | 15.3 | 15.3 | 14.2 |
| Nickel sales | 22.5 | 22.7 | 31.6 | 30.4 | 25.8 | 25.8 | 22.5 |

BHP Billiton operational review for the quarter ended 30 September 2013

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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: October 22, 2013

By: /s/ Jane McAloon

Name: Jane McAloon

Title: Group Company Secretary