

BHP BILLITON LTD  
Form 6-K  
January 07, 2002  
Company Secretariat

4 January 2002

To: Australian Stock Exchange  
Companies Announcements Office  
London Stock Exchange  
Companies Announcements Office

cc: New York Stock Exchange  
Swiss Stock Exchange  
New Zealand Stock Exchange  
Johannesburg Stock Exchange  
Paris Bourse  
Deutsche Bank

Australian Stock Exchange Limited (ASX)

Appendix 3X of the Listing Rules

Initial Notification of Interests of Directors and Connected Persons

<b>Name of entities</b>	BHP Billiton Limited	BHP Billiton Plc
	ABN 49 004 028 077	REG NO 3196029

As part of a dual listed company structure, the BHP Billiton Group has agreed to adopt the better of the existing governance practices between BHP Billiton Plc and BHP Billiton Limited. As a result, the Group voluntarily notifies all stock exchanges on which either BHP Billiton Plc or BHP Billiton Limited have primary or secondary listings, all

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those interest of directors of both entities in the securities of both entities (and changes to those interests) which are required to be disclosed under the ASX Listing Rules, the Listing Rules of the United Kingdom Listing Authority, the Australian Corporations Act, the United Kingdom Companies Act and the Group's Securities Dealing Code.

This Initial Notification is filed in consequence of new Listing Rules of the ASX effective 1 January 2002, and the details are as at that date.

We (the entities) advise the following information under ASX Listing Rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Australian Corporations Act and otherwise in accordance with the foregoing policy -

<b>Name of director</b>	Mr C W Goodyear
Date of appointment	BHP Billiton Limited -J9.11.2001 BHP Billiton Plc - J9.11.2001

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust.

<b>Number &amp; class of securities</b>
-

Part 2 - Director's relevant interests in securities of which the director is not the registered holder

Included in this Part is:

- 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; and
- the relevant interest of Connected Persons as defined in the United Kingdom Companies Act, their identity and relationship to the director. The definition includes spouses and children under 18 years of age.

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of securities</b>
Billiton ESOP Trustees Limited as trustee of the Billiton Employee Share Ownership Trust. Under the Trust, all employees of BHP Billiton Plc, including its executive directors (of which Mr Goodyear is	521 411 ordinary shares in BHP Billiton Plc

<p>one) are potential beneficiaries of the Trust under provisions allowing the Trustee discretion to distribute excess Trust assets, either on winding up of the Trust or before. The executive directors therefore have an interest in the balance of the shares in BHP Billiton Plc held in the Trust at any one time.</p> <p>Salamon Smith Barney, held on behalf of the director as beneficial owner.</p>	<p>41 302 American Depository Shares (ADS) in BHP Billiton Limited. Each ADS represents two ordinary shares.</p>
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Part 3 - Director's interests in contracts other than as described in Part 4

<b>Detail of contract</b>	-
Nature of interest	-
Name of registered holder (if issued securities)	-
No. and class of securities to which interest relates	-

Part 4 - Director's interests in options or other rights granted by the entities

<b>Date of grant</b>	<ul style="list-style-type: none"> <li>• 350 000 options on 23.4.99</li> </ul>
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	<p>K50 000 options on 3.4.00</p> <ul style="list-style-type: none"> <li>• 83 333 Performance Rights (PR's) on I.11.00</li> </ul> <p>I27 400 PR's on 8.11.01</p>
Period during which or date on which exercisable	<ul style="list-style-type: none"> <li>• options: 23.4.02 - 23.4.09 (350 000)</li> </ul> <p>K.4.03 - 3.4.10 (350 000)</p> <ul style="list-style-type: none"> <li>• PR's:I.7.03 - 31.10.10 (83 333)</li> </ul> <p>I.10.04 - 30.9.11 (127 400)</p>
Total amount paid (if any) for the grant	Nil
Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise	<ul style="list-style-type: none"> <li>• options: A\$15.72 and A\$17.12 (adjusted by A\$0.66 as a result of the OneSteel capital reduction). Whilst there was no reduction in the exercise price following the bonus issue on 5.7.01, bonus shares accrued on each option.</li> <li>• PR's: Nil</li> </ul>
Total number of securities over which options or other rights held at the date of this notice	<ul style="list-style-type: none"> <li>• The 700 000 maximum number of options are over 1 445 570 ordinary shares in BHP Billiton Limited following the bonus issue on 5.7.01.</li> <li>• The 210 733 maximum number of PR's are rights to 299 491 ordinary shares in BHP Billiton Limited (after adjustment to take account of the bonus issue on 5.7.01).</li> </ul>

Part 4 - Director's interests in options or other rights granted by the entities

(cont'd)

<b>Any additional information</b>	<ul style="list-style-type: none"> <li>• The options are subject to Performance</li> </ul>
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	<p>Hurdles.</p> <ul style="list-style-type: none"> <li>• PR's constitute a right, issued by a trustee of a special purpose trust, to require the trustee to acquire BHP Billiton Limited shares on behalf of the director upon fulfilment of prescribed Performance Hurdles. When fulfilled, related PR's become exercisable. The trustee acquires shares either by purchase on market or subscription, and the shares are then held in trust until the director requests that they be transferred to him.</li> </ul>
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Part 5 - Contact details

<b>Name of authorised officers responsible for making this notification on behalf of the entities</b>	<p>Mr R V Taylor - BHP Billiton Limited</p> <p>Mrs M Taylor - BHP Billiton Plc</p>
Contact details	<p>Mr R V Taylor Tel: +61 3 9609 3265</p> <p>Fax: +61 3 9609 4372</p> <p>Mrs M Taylor Tel: +44 20 7747 3854</p> <p>Fax: +44 20 7747 3852</p>

**BHP Billiton Limited ABN 49 004 028 077**

Registered in Australia

Registered Office: 600 Bourke Street Melbourne  
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3015

**BHP Billiton Plc Registration number 3196209**

Registered in England and Wales

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United Kingdom

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The BHP Billiton Group is headquartered in Australia