BHP BILLITON LTD
Form 6-K
April 22, 2009

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

April 22, 2009

BHP BILLITON LIMITED	BHP BILLITON PLC
(ABN 49 004 028 077)	(REG. NO. 3196209)
(Exact name of Registrant as specified in its charter)	(Exact name of Registrant as specified in its charter)
VICTORIA, AUSTRALIA	ENGLAND AND WALES
(Jurisdiction of incorporation or organisation)	(Jurisdiction of incorporation or organisation)

180 LONSDALE STREET, MELBOURNE,

VICTORIA

3000 AUSTRALIA

(Address of principal executive offices)

NEATHOUSE PLACE, VICTORIA, 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: x 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 x No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

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: 22 April 2009

By: /s/ Jane McAloon
Name: Jane McAloon
Title: Group Company Secretary

NEWS RELEASE

Release Time IMMEDIATE
Date 22 April 2009
Number 07/09

BHP BILLITON PRODUCTION REPORT FOR THE NINE MONTHS ENDED 31 MARCH 2009

Solid operational performance reflecting proactive and prudent management in the face of weak demand.

Record year to date petroleum production was achieved. This was due to strong volume growth from the successful delivery of world class projects and excellent performance from operated facilities.

Iron ore achieved record year to date production due to the successful delivery of capacity expansions. Western Australia Iron Ore (Australia) continue to receive requests for deferral of long term contracts; however these deferred tonnes have been sold on the spot market.

Year to date production records at Western Australia Iron Ore and Saraji (all Australia), Alumar refinery and Samarco (both Brazil), Cerrejon Coal (Colombia) and Zamzama (Pakistan).

Following assessment by the Samarco management, production from Samarco s pellet plants I and II restarted during the quarter.

Weather related interruptions impacted petroleum, iron ore, energy coal, nickel, silver and lead production.

Against a backdrop of weak demand, BHP Billiton achieved sound operational results, albeit with lower production compared to the December 2008 quarter. This quarter s production reflects management s proactive and decisive actions in response to the challenging market conditions. These actions include previously announced production curtailments in Samarco, Samancor Manganese and across our metallurgical coal operations.

In the medium term, we expect that market conditions will remain uncertain. Consistent with the way we have managed our business to date, all our operations will remain under review. We will continue to take appropriate actions in any business that is cash negative and set to remain so, or where there is lack of demand.

Our track record in taking difficult but prudent decisions has ensured that we have an exceptional portfolio of low cost and long life assets. This means that our margins are among the best in the sector. With our low financial and operational leverage and a strong balance sheet we are in a unique position to continue to invest in future growth and deliver long term value to our shareholders. We are also well placed to take advantage of opportunities in the market, but with our usual disciplined approach.

PETROLEUM	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Crude Oil, Condensate and Natural Gas Liquids (000 bbl)	**55,013**	**17,974**	15%	-3%	-1%
Natural Gas (bcf)	**267.69**	**82.19**	-2%	-4%	-9%
Total Petroleum Products (million boe)	**99.63**	**31.67**	7%	-3%	-4%

Total Petroleum Production Production for the nine months ended March 2009 was an all time record for the second consecutive year. This was due to strong volume growth from the successful delivery of world class projects and excellent performance from operated facilities.

Crude Oil, Condensate and Natural Gas Liquids Production for the nine months ended March 2009 increased by 15 per cent reflecting the contribution from a series of growth projects in the Gulf of Mexico (USA) and Western Australia, and excellent performance from operated facilities. This was partly offset by natural field decline and weather related interruptions in the Gulf of Mexico and Western Australia.

During the quarter, Shenzi (USA) delivered first production three months ahead of schedule. However, Genghis Khan (USA) continued to be impacted by the third party infrastructure damage related to Hurricane Ike in the September 2008 quarter. In addition, Bass Strait (Australia) was impacted by the ethane export pipeline damaged in late December 2008. The export pipeline repair has been completed during March 2009.

Natural Gas Production was lower than the December 2008 quarter mainly due to lower seasonal demand in Australia. This was partially offset by the contribution from North West Shelf Train 5 and Angel (Australia).

ALUMINIUM	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Alumina (000 tonnes)	**3,288**	**1,051**	-3%	-4%	-8%
Aluminium (000 tonnes)	**923**	**304**	-7%	-4%	-2%

Alumina Production declined across all comparative periods mainly due to calciner outages at Worsley (Australia), and scheduled maintenance activities at Paranam (Suriname).

Aluminium Production for the nine months was only seven per cent lower than the comparative period, despite a 10 per cent mandatory reduction in power consumption across the Southern African operations.

BASE METALS	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Copper (000 tonnes)	**899.9**	**282.8**	-9%	-14%	-8%
Lead (tonnes)	**171,509**	**47,235**	-14%	-30%	-28%
Zinc (tonnes)	**119,028**	**39,397**	18%	10%	4%
Silver (000 ounces)	**30,545**	**8,730**	-11%	-22%	-24%
Uranium Oxide Concentrate (Uranium) (tonnes)	**2,853**	**883**	-8%	-11%	3%

Copper Production continued to be impacted by lower ore grade and reduced production from milling operations at Escondida. This was partly offset by the continued ramp up of Spence and higher production at Escondida.

A permanent solution to the electrical motor condition of the Laguna Seca SAG mill at Escondida is expected to be implemented during the September 2009 quarter. Total copper production at Escondida in the 2009 financial year is expected to decline by approximately 30 per cent compared to the 2008 financial year due to lower ore grade and operating conditions at the mill.

As announced in January 2009, the sulphide mining operation at Pinto Valley (USA) was placed on care and maintenance during February 2009.

Lead Production was lower versus all comparative periods mainly due to reduced mill throughput and grade at Cannington (Australia). Cannington was impacted by the wet weather and flooding experienced in the March 2009 quarter and by lower grade.

Zinc Production was higher than all comparative periods mainly due to a higher proportion of ores containing zinc and increased head grade at Antamina (Peru).

Silver Production decreased across all comparative periods mainly due to lower silver head grade at Cannington and wet weather experienced in the March 2009 quarter.

Uranium Production was lower than the quarter and nine months ended March 2008 due to lower grade at Olympic Dam (Australia). Production increased versus the December 2008 quarter reflecting higher grade and improved recoveries.

DIAMONDS & SPECIALTY PRODUCTS	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Diamonds (000 carats)	**2,318**	**951**	-7%	53%	60%

Diamonds Production for the nine months ended March 2009 decreased due to lower grade. Production was higher than the March 2008 and December 2008 quarters mainly due to an increase in ore processed and higher grades following changed ore sources. As Ekati (Canada) transitions from open pit mining to underground mining the mix of ore processed will change from time to time.

STAINLESS STEEL MATERIALS	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Nickel (000 tonnes)	**124.5**	**47.5**	-1%	10%	-5%

Nickel Production for the nine months to March 2009 was in line with the corresponding period. Production in the March 2009 quarter was 10 per cent higher than the March 2008 quarter, which was impacted by an industrial stoppage at Cerro Matoso (Colombia).

Production in the March 2009 quarter was lower than the December 2008 quarter mainly due to heavy rainfall impacting production at Yabulu (Australia), the cessation of processing Mixed Hydroxide Product from Ravensthorpe (Australia) and weather related constraints to the shipping of concentrate by Nickel West (Australia).

IRON ORE	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Iron ore (000 tonnes)	**87,367**	**28,188**	6%	-1%	-4%

Iron Ore Record production and shipments for the nine months ended March 2009 were achieved due to the successful delivery of expansion projects across all of our iron ore operations. However, production at Western Australia Iron Ore was impacted by tie-in activities related to growth projects and the temporary suspension of operations following safety incidents.

An extensive, independent expert investigation of safety systems at all Western Australia Iron Ore s operations is underway. The review commenced in October 2008 and is due to be completed and presented to the State Mining Engineer by 30 April 2009.

Western Australia Iron Ore has received requests for deferral of long term contracts; however these deferred tonnes have been sold on the spot market. For the nine months ended March 2009, 72 per cent of Western Australia Iron Ore shipments on a wet metric tonne basis were based on annually agreed pricing.

Current quarter production at Western Australia Iron Ore was affected by cyclone interruptions and the temporary suspension of operations following safety incidents.

In response to weak demand, Samarco previously announced that two of its three pellet plants would be suspended from November 2008 to the end of March 2009. Following further assessment by the Samarco management, production from pellet plant I and II was restarted during the quarter. The continued operation of all three plants will be subject to ongoing assessment.

MANGANESE	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Manganese Ore (000 tonnes)	**3,975**	**733**	-16%	-56%	-48%
Manganese Alloy (000 tonnes)	**488**	**104**	-17%	-46%	-43%

Manganese Ore   Production decreased versus all comparative periods, in line with previously announced production cuts. Production continued to be impacted by lower customer demand. In response to weaker market conditions, production in the 2009 financial year is expected to be approximately 30 per cent lower than the 2008 financial year.

Manganese Alloy   Production was lower across all periods as production cuts were implemented in response to weak demand. Expected reduction is 35 per cent when compared to the 2008 financial year.

METALLURGICAL COAL	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Metallurgical Coal (000 tonnes)	**26,956**	**7,596**	3%	11%	-25%

Metallurgical Coal   Production was higher than the nine months and quarter ended March 2008 due to the full recovery from the significant Queensland flood events in early 2008 and ongoing operational improvements. Operations are now well positioned to respond to market conditions.

Production and shipments were lower than the December 2008 quarter in response to weaker market conditions. As announced in the previous report, production in the 2009 financial year is expected to be 10 to 15 per cent below current capacity on an annualised basis. We have been re-building depleted inventories and reducing activities as inventories approach normal levels.

ENERGY COAL	MAR 2009 YTD	MAR 2009 QTR	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08	MAR Q09 vs DEC Q08
Energy Coal (000 tonnes) (a)	**50,494**	**15,222**	-1%	-7%	-8%

(a)   Excluding Optimum operation which was sold effective 1 July 2007.

Energy Coal   Production was in line with the nine months ended March 2008 period. The planned closure of the underground mining operations at Douglas Middelburg (South Africa) was partly offset by strong operational performance at Cerrejon Coal and Hunter Valley (Australia).

The March 2009 quarter was impacted by wet weather at Hunter Valley and Douglas Middelburg, as well as a planned longwall move at San Juan Coal (USA).

During the quarter Cerrejon Coal sales were impacted by planned maintenance at the port.

Throughout this report, unless otherwise stated, production volumes refer to BHP Billiton share and exclude suspended and sold operations.

This report together with the Exploration and Development Report represent the Interim Management Statement for the purposes of the UK Listing Authority   s Disclosure and Transparency Rules. Other than the issue of US$3.25 billion in global bonds, as announced on 19 March 2009, there have been no significant changes in the financial position of the Group in the quarter ended 31 March 2009.

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

Australia

Samantha Evans, Media Relations

United Kingdom

Andre Liebenberg, Investor Relations

Tel: +61 3 9609 2898 Mobile: +61 400 693 915

email: Samantha.Evans@bhpbilliton.com

Tel: +44 20 7802 4131 Mobile: +44 7920 236 974

email: Andre.Liebenberg@bhpbilliton.com

Peter Ogden, Media Relations

Tel: +61 3 9609 2812 Mobile: +61 428 599 190

email: Peter.Ogden@bhpbilliton.com

Kelly Quirke, Media Relations

Tel: +61 3 9609 2896 Mobile: +61 429 966 312

email: Kelly.Quirke@bhpbilliton.com

Leng Lau, Investor Relations

Tel: +61 3 9609 4202 Mobile: +61 403 533 706

email: Leng.Y.Lau@bhpbilliton.com

Illtud Harri, Media Relations

Tel: +44 20 7802 4195 Mobile: +44 7920 237 246

email: Illtud.Harri@bhpbilliton.com

United States

Scott Espenshade, Investor Relations

Tel: +1 713 599 6431 Mobile: +1 713 208 8565

email: Scott.Espenshade@bhpbilliton.com

Ruban Yogarajah, Media Relations

Tel: US +1 713 966 2907 or UK +44 20 7802 4033

Mobile: UK +44 7827 082 022

email: Ruban.Yogarajah@bhpbilliton.com

South Africa

Bronwyn Wilkinson, Investor and Media Relations

Tel: +44 20 7802 4015 Mobile: +44 7500 785 892

email: Bronwyn.Wilkinson@bhpbilliton.com

BHP Billiton Limited ABN 49 004 028 077

Registered in Australia

Registered Office: 180 Lonsdale Street

Melbourne Victoria 3000 Australia

Tel +61 1300 55 4757 Fax +61 3 9609 3015

BHP Billiton Plc Registration number 3196209

Registered in England and Wales

Registered Office: Neathouse Place

London SW1V 1BH United Kingdom

Tel +44 20 7802 4000 Fax +44 20 7802 4111

A member of the BHP Billiton group which is headquartered in Australia

BHP BILLITON PRODUCTION SUMMARY - CONTINUING OPERATIONS

		QUARTER ENDED			YEAR TO DATE		% CHANGE	
		MAR 2008	DEC 2008	MAR 2009	MAR 2009	MAR 2008	MAR YTD 09 vs MAR YTD 08	MAR Q09 vs MAR Q08
PETROLEUM								
Crude oil & condensate	(000 bbl)	16,240	16,012	**15,613**	**47,805**	39,856	20%	-4%
Natural gas	(bcf)	85.76	90.23	**82.19**	**267.69**	272.65	-2%	-4%
Natural gas liquid	(000 bbl)	2,201	2,107	**2,361**	**7,208**	7,981	-10%	7%

Total Petroleum Products	(million boe)	32.73	33.16	**31.67**	**99.63**	93.27	7%	-3%
ALUMINIUM								
Alumina	(000 tonnes)	1,095	1,139	**1,051**	**3,288**	3,405	-3%	-4%
Aluminium	(000 tonnes)	318	310	**304**	**923**	993	-7%	-4%
BASE METALS								
Copper	(000 tonnes)	328.9	308.2	**282.8**	**899.9**	984.8	-9%	-14%
Lead	(tonnes)	67,885	*66,022*	**47,235**	**171,509**	199,950	-14%	-30%
Zinc	(tonnes)	35,970	37,870	**39,397**	**119,028**	101,036	18%	10%
Gold	(ounces)	37,515	45,790	**42,327**	**129,868**	123,542	5%	13%
Silver	(000 ounces)	11,221	11,515	**8,730**	**30,545**	34,251	-11%	-22%
Uranium oxide concentrate	(tonnes)	993	860	**883**	**2,853**	3,117	-8%	-11%
Molybdenum	(tonnes)	580	411	**337**	**1,356**	1,952	-31%	-42%
DIAMONDS AND SPECIALTY PRODUCTS								
Diamonds	(000 carats)	620	594	**951**	**2,318**	2,485	-7%	53%
STAINLESS STEEL MATERIALS								
Nickel	(000 tonnes)	43.0	50.2	**47.5**	**124.5**	125.3	-1%	10%
IRON ORE								
Iron ore	(000 tonnes)	28,419	29,355	**28,188**	**87,367**	82,336	6%	-1%
MANGANESE								
Manganese ore	(000 tonnes)	1,666	1,412	**733**	**3,975**	4,724	-16%	-56%
Manganese alloy	(000 tonnes)	192	181	**104**	**488**	585	-17%	-46%
METALLURGICAL COAL								
Metallurgical coal	(000 tonnes)	6,846	10,150	**7,596**	**26,956**	26,061	3%	11%
ENERGY COAL								
Energy coal (a)	(000 tonnes)	16,386	16,476	**15,222**	**50,494**	50,845	-1%	-7%

(a) Excluding Optimum which was disposed effective 1 July 2007.

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	MAR 2008	QUARTER ENDED JUNE 2008	SEPT 2008	DEC 2008	MAR 2009	YEAR TO DATE MAR 2009	MAR 2008
PETROLEUM								
Production								
Crude oil & condensate (000 bbl)		16,240	17,588	16,180	16,012	**15,613**	**47,805**	39,856
Natural gas (bcf)		85.76	95.37	95.27	90.23	**82.19**	**267.69**	272.65
NGL (000 bbl) (a)		2,201	2,743	2,740	2,107	**2,361**	**7,208**	7,981
Total Petroleum Products (million boe)		32.73	36.23	34.80	33.16	**31.67**	**99.63**	93.27
ALUMINIUM								
ALUMINA								
Production (000 tonnes)								
Worsley	86%	712	768	733	756	**688**	**2,177**	2,267
Suriname	45%	247	240	241	242	**226**	**709**	743
Alumar	36%	136	141	124	141	**137**	**402**	395
Total		1,095	1,149	1,098	1,139	**1,051**	**3,288**	3,405
ALUMINIUM								
Production (000 tonnes)								
Hillside	100%	167	170	175	176	**174**	**525**	525
Bayside	100%	44	29	25	25	**24**	**74**	139
Alumar	40%	45	45	45	44	**44**	**133**	133
Mozal	47%	62	61	64	65	**62**	**191**	196
Total		318	305	309	310	**304**	**923**	993
BASE METALS (b)								
COPPER								
Payable metal in concentrate (000 tonnes)								
Escondida	57.5%	157.0	178.2	116.8	102.7	**86.6**	**306.1**	501.3
Antamina	33.8%	24.1	30.8	28.4	28.6	**25.7**	**82.7**	80.9
Pinto Valley (c)	100%	9.6	12.0	14.2	14.7	**4.4**	**33.3**	14.8
Total		190.7	221.0	159.4	146.0	**116.7**	**422.1**	597.0
Cathode (000 tonnes)								
Escondida	57.5%	30.1	40.3	35.6	42.1	**45.0**	**122.7**	91.3
Cerro Colorado	100%	28.7	27.3	21.8	26.3	**26.5**	**74.6**	79.1

Spence	100%	41.6	43.0	35.7	44.5	**47.7**	**127.9**	99.7
Pinto Valley (c)	100%	1.8	1.6	1.6	1.7	**1.5**	**4.8**	5.3
Olympic Dam	100%	36.0	57.5	54.8	47.6	**45.4**	**147.8**	112.4
Total		138.2	169.7	149.5	162.2	**166.1**	**477.8**	387.8
LEAD								
Payable metal in concentrate (tonnes)								
Cannington	100%	67,505	52,601	57,768	65,622	**46,259**	**169,649**	198,947
Antamina	33.8%	380	575	484	400	**976**	**1,860**	1,003
Total		67,885	53,176	58,252	66,022	**47,235**	**171,509**	199,950

ZINC								
Payable metal in concentrate (tonnes)								
Cannington	100%	13,735	17,244	14,449	14,199	**12,943**	**41,591**	43,725
Antamina	33.8%	22,235	26,210	27,312	23,671	**26,454**	**77,437**	57,311
Total		35,970	43,454	41,761	37,870	**39,397**	**119,028**	101,036
GOLD								
Payable metal in concentrate (ounces)								
Escondida	57.5%	17,660	17,501	14,391	17,840	**17,496**	**49,727**	62,230
Olympic Dam (refined gold)	100%	18,555	20,505	27,360	27,950	**23,331**	**78,641**	60,012
Pinto Valley (c)	100%	1,300				**1,500**	**1,500**	1,300
Total		37,515	38,006	41,751	45,790	**42,327**	**129,868**	123,542
SILVER								
Payable metal in concentrate (000 ounces)								
Escondida	57.5%	790	821	668	738	**673**	**2,079**	2,783
Antamina	33.8%	803	994	932	915	**1,003**	**2,850**	2,511
Cannington	100%	9,421	7,181	8,391	9,565	**6,802**	**24,758**	28,304
Olympic Dam (refined silver)	100%	169	179	244	234	**200**	**678**	601
Pinto Valley (c)	100%	38	*61*	65	63	**52**	**180**	52
Total		11,221	9,236	10,300	11,515	**8,730**	**30,545**	34,251
URANIUM OXIDE CONCENTRATE								
Payable metal in concentrate (tonnes)								
Olympic Dam	100%	993	1,027	1,110	860	**883**	**2,853**	3,117
Total		993	1,027	1,110	860	**883**	**2,853**	3,117
MOLYBDENUM								
Payable metal in concentrate (tonnes)								
Antamina	33.8%	580	590	514	365	**318**	**1,197**	1,952
Pinto Valley (c)	100%			94	46	**19**	**159**	
Total		580	590	608	411	**337**	**1,356**	1,952
DIAMONDS AND SPECIALTY PRODUCTS								
DIAMONDS								
Production (000 carats)								
Ekati	80%	620	864	773	594	**951**	**2,318**	2,485
STAINLESS STEEL MATERIALS								
NICKEL								
Production (000 tonnes)								
CMSA	99.9%	7.8	10.1	10.7	13.0	**13.1**	**36.8**	31.7

Yabulu	100%	6.2	10.3	9.1	9.5	**7.5**	**26.1**	17.7
Nickel West	100%	29.0	*22.2*	7.0	27.7	**26.9**	**61.6**	75.9
Total		43.0	42.6	26.8	50.2	**47.5**	**124.5**	125.3
IRON ORE								
Production (000 tonnes) (d)								
Mt Newman Joint Venture	85%	7,265	7,013	7,210	7,006	**6,440**	**20,656**	23,316
Goldsworthy Joint Venture	85%	386	251	232	346	**558**	**1,136**	690
Area C Joint Venture	85%	7,114	8,626	9,209	8,716	**9,181**	**27,106**	18,504
Yandi Joint Venture	85%	10,061	*10,623*	8,961	10,026	**9,370**	**28,357**	29,654
Jimblebar	85%	1,660	1,054	1,461	1,040	**1,070**	**3,571**	4,065
Samarco	50%	1,933	2,357	2,751	2,221	**1,569**	**6,541**	6,107
Total		28,419	29,924	29,824	29,355	**28,188**	**87,367**	82,336

MANGANESE								
MANGANESE ORES								
Saleable production (000 tonnes)								
South Africa (e)	60%	877	882	929	755	**351**	**2,035**	2,158
Australia (e)	60%	789	969	901	657	**382**	**1,940**	2,566
Total		1,666	1,851	1,830	1,412	**733**	**3,975**	4,724
MANGANESE ALLOYS								
Saleable production (000 tonnes)								
South Africa (e) (f)	60%	125	124	133	112	**51**	**296**	389
Australia (e)	60%	67	66	70	69	**53**	**192**	196
Total		192	190	203	181	**104**	**488**	585
METALLURGICAL COAL								
Production (000 tonnes) (g)								
BMA	50%	4,232	6,508	6,384	6,781	**5,165**	**18,330**	16,287
BHP Mitsui Coal (h)	80%	847	1,306	1,633	1,771	**549**	**3,953**	3,827
Illawarra	100%	1,767	1,318	1,193	1,598	**1,882**	**4,673**	5,947
Total		6,846	9,132	9,210	10,150	**7,596**	**26,956**	26,061
ENERGY COAL								
Production (000 tonnes)								
South Africa	100%	11,129	10,960	9,009	8,031	**6,929**	**23,969**	34,112
USA	100%	2,636	4,834	4,005	3,017	**2,907**	**9,929**	8,818
Australia	100%	2,965	2,934	2,975	2,993	**2,768**	**8,736**	8,842
Colombia	33%	2,553	2,625	2,807	2,435	**2,618**	**7,860**	7,743
Total		19,283	21,353	18,796	16,476	**15,222**	**50,494**	59,515

(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) The Pinto Valley operations were restarted during the December 2007 quarter. During February 2009 the operations were placed on care and maintenance.
(d) Iron ore production is reported on a wet tonnes basis.
(e) Shown on 100% basis. BHP Billiton interest in saleable production is 60%.
(f) Production includes Medium Carbon Ferro Manganese.
(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%.

PRODUCTION AND SHIPMENT REPORT

QUARTER ENDED

						YEAR TO DATE	
	MAR 2008	**JUNE 2008**	**SEPT 2008**	**DEC 2008**	**MAR 2009**	**MAR 2009**	**MAR 2008**
PETROLEUM							
BHP Billiton attributable production unless otherwise stated.							
CRUDE OIL & CONDENSATE (000 barrels)							
Bass Strait	2,918	3,184	3,412	3,230	**3,057**	**9,699**	9,659
North West Shelf (a)	1,912	2,153	2,115	2,434	**2,150**	**6,699**	6,937
Stybarrow (b)	2,979	3,527	3,376	2,720	**1,843**	**7,939**	3,996
Other Australia (c)	157	263	206	185	**158**	**549**	667
Atlantis (d)	3,320	3,471	2,232	2,319	**2,449**	**7,000**	3,935
Shenzi (e)	194	322	186		**49**	**235**	226
Trinidad /Tobago	946	879	705	568	**542**	**1,815**	3,056
Other Americas (f)	1,160	*1,310*	1,561	2,025	**2,016**	**5,602**	3,173
UK	935	836	680	777	**796**	**2,253**	2,804
Algeria	1,628	1,555	1,624	1,664	**2,457**	**5,745**	5,167
Pakistan	91	88	83	90	**96**	**269**	236
Total	16,240	17,588	16,180	16,012	**15,613**	**47,805**	39,856
NATURAL GAS (billion cubic feet) (d)							
Bass Strait	22.44	33.31	37.08	25.12	**17.02**	**79.22**	90.62
North West Shelf (a)	26.43	26.76	27.01	31.79	**31.63**	**90.43**	81.73
Other Australia (c)	7.45	*6.65*	7.33	6.35	**6.75**	**20.43**	23.62
Atlantis (d)	1.54	2.07	1.25	1.16	**1.32**	**3.73**	1.66
Shenzi (e)	0.06	0.07	0.04			**0.04**	0.07
Other Americas (f)	1.95	2.05	1.74	1.68	**2.09**	**5.51**	6.00
UK	12.32	11.32	7.51	9.70	**8.95**	**26.16**	33.89
Pakistan	13.57	13.14	13.31	14.43	**14.43**	**42.17**	35.06
Total	85.76	95.37	95.27	90.23	**82.19**	**267.69**	272.65

NGL (000 barrels)							
Bass Strait	1,571	2,056	2,149	1,352	**982**	**4,483**	5,699
North West Shelf (a)	300	343	364	402	**416**	**1,182**	1,155
UK	109	116	41	89	**31**	**161**	310
Algeria	221	228	186	264	**932**	**1,382**	817
Total	2,201	2,743	2,740	2,107	**2,361**	**7,208**	7,981
TOTAL PETROLEUM PRODUCTS	32.73	36.23	34.80	33.16	**31.67**	**99.63**	93.27

(million barrels of oil equivalent) (g)

(a) North West Shelf LNG Train 5 was commissioned during the September 2008 quarter.
(b) The Stybarrow operation was commissioned during the December 2007 quarter.
(c) Other Australia includes Griffin and Minerva.
(d) The Atlantis operation was commissioned during the December 2007 quarter.
(e) The Genghis Khan operation was commissioned during the December 2007 quarter and is reported in Shenzi. The Shenzi operation was commissioned during the March 2009 quarter.
(f) Other Americas includes Neptune, Mad Dog, West Cameron 76, Mustang, Genesis and Starlifter. The Neptune operation was commissioned during the September 2008 quarter.
(g) Total barrels of oil equivalent (boe) conversions are based on 6000scf of natural gas equals 1 boe.

PRODUCTION AND SHIPMENT REPORT

	QUARTER ENDED					YEAR TO DATE	
	MAR 2008	**JUNE 2008**	**SEPT 2008**	**DEC 2008**	**MAR 2009**	**MAR 2009**	**MAR 2008**
ALUMINIUM							
BHP Billiton attributable production and sales unless otherwise stated.							
(000 tonnes)							
ALUMINA							
Production							
Worsley, Australia	712	768	733	756	**688**	**2,177**	2,267
Paranam, Suriname	247	240	241	242	**226**	**709**	743
Alumar, Brazil	136	141	124	141	**137**	**402**	395
Total	1,095	1,149	1,098	1,139	**1,051**	**3,288**	3,405
Sales							
Worsley, Australia	683	703	781	763	**683**	**2,227**	2,278
Paranam, Suriname	246	261	216	252	**218**	**686**	755
Alumar, Brazil	135	137	128	140	**110**	**378**	394
Total (a)	1,064	1,101	1,125	1,155	**1,011**	**3,291**	3,427
ALUMINIUM							
Production							
Hillside, South Africa	167	170	175	176	**174**	**525**	525
Bayside, South Africa	44	29	25	25	**24**	**74**	139
Alumar, Brazil	45	45	45	44	**44**	**133**	133
Mozal, Mozambique	62	61	64	65	**62**	**191**	196
Total	318	305	309	310	**304**	**923**	993
Sales							
Hillside, South Africa	159	183	160	185	**173**	**518**	504

Bayside, South Africa	48	29	24	24	**26**	**74**	148
Alumar, Brazil	43	47	37	50	**48**	**135**	134
Mozal, Mozambique	57	73	36	105	**41**	**182**	185
Total	307	332	257	364	**288**	**909**	971
Tolling Agreement (a)	30	34	31	27	**40**	**98**	96
	337	366	288	391	**328**	**1,007**	1,067

(a) Equity Alumina is converted into Aluminium under a third party tolling agreement. These tonnages are allocated to equity sales.

PRODUCTION AND SHIPMENT REPORT

		QUARTER ENDED					YEAR TO DATE	
		MAR 2008	**JUNE 2008**	**SEPT 2008**	**DEC 2008**	**MAR 2009**	**MAR 2009**	**MAR 2008**
BASE METALS								
BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated.								
Escondida, Chile								
Material mined (100%)	(000 tonnes)	102,566	103,253	99,375	100,544	**97,357**	**297,276**	273,880
Sulphide ore milled (100%)	(000 tonnes)	22,029	24,491	20,416	22,516	**21,381**	**64,313**	66,212
Average copper grade	(%)	1.56%	1.55%	1.32%	1.04%	**0.93%**	**1.09%**	1.64%
Production ex Mill (100%)	(000 tonnes)	285.0	312.7	208.6	186.3	**156.4**	**551.3**	907.0
Production								
Payable copper	(000 tonnes)	157.0	178.2	116.8	102.7	**86.6**	**306.1**	501.3
Payable gold concentrate	(fine ounces)	17,660	17,501	14,391	17,840	**17,496**	**49,727**	62,230

Copper cathode (EW)	(000 tonnes)	30.1	40.3	35.6	42.1	**45.0**	**122.7**	91.3
Payable silver concentrate	(000 ounces)	790	821	668	738	**673**	**2,079**	2,783
Sales								
Payable copper	(000 tonnes)	160.6	178.4	118.2	93.8	**93.0**	**305.0**	496.5
Payable gold concentrate	(fine ounces)	18,190	17,477	14,521	16,377	**19,050**	**49,948**	62,305
Copper cathode (EW)	(000 tonnes)	32.3	41.6	31.2	41.8	**45.6**	**118.6**	87.8
Payable silver concentrate	(000 ounces)	813	820	666	678	**732**	**2,076**	2,766
<u>Cerro Colorado, Chile</u>								
Material mined	(000 tonnes)	16,769	17,107	16,526	18,598	**17,927**	**53,051**	51,662
Ore milled	(000 tonnes)	4,437	4,599	4,594	4,379	**4,405**	**13,378**	13,125
Average copper grade	(%)	0.80%	0.85%	0.86%	0.86%	**0.86%**	**0.86%**	0.89%
Production								
Copper cathode (EW)	(000 tonnes)	28.7	27.3	21.8	26.3	**26.5**	**74.6**	79.1
Sales								
Copper cathode (EW)	(000 tonnes)	28.5	29.8	22.9	26.2	**26.5**	**75.6**	76.5
<u>Spence, Chile</u>								
Material mined	(000 tonnes)	20,335	20,065	18,738	20,562	**19,505**	**58,805**	57,076
Ore milled	(000 tonnes)	3,918	4,255	4,490	4,154	**4,300**	**12,944**	12,383
Average copper grade	(%)	1.48%	1.85%	2.18%	1.66%	**1.51%**	**1.79%**	1.55%
Production								
Copper cathode (EW)	(000 tonnes)	41.6	43.0	35.7	44.5	**47.7**	**127.9**	99.7
Sales								
Copper cathode (EW)	(000 tonnes)	39.9	51.3	34.6	43.3	**45.1**	**123.0**	93.4
<u>Antamina, Peru</u>								
Material mined (100%)	(000 tonnes)	29,095	29,336	30,026	28,111	**27,060**	**85,197**	91,529
Sulphide ore milled (100%)	(000 tonnes)	6,518	7,729	8,133	8,058	**7,853**	**24,044**	21,817
Average head grades								
- Copper	(%)	1.21%	1.38%	1.15%	1.25%	**1.22%**	**1.21%**	1.27%
- Zinc	(%)	1.55%	1.46%	1.54%	1.33%	**1.57%**	**1.48%**	1.13%
Production								
Payable copper	(000 tonnes)	24.1	30.8	28.4	28.6	**25.7**	**82.7**	80.9
Payable zinc	(tonnes)	22,235	26,210	27,312	23,671	**26,454**	**77,437**	57,311
Payable silver	(000 ounces)	803	994	932	915	**1,003**	**2,850**	2,511
Payable lead	(tonnes)	380	575	484	400	**976**	**1,860**	1,003
Payable molybdenum	(tonnes)	580	590	514	365	**318**	**1,197**	1,952
Sales								
Payable copper	(000 tonnes)	20.4	33.5	26.7	29.4	**28.7**	**84.8**	81.5
Payable zinc	(tonnes)	16,630	29,385	26,402	27,024	**24,457**	**77,883**	54,394
Payable silver	(000 ounces)	512	940	719	844	**754**	**2,317**	2,148

Payable lead	(tonnes)	261	461	387	518	**207**	**1,112**	735
Payable molybdenum	(tonnes)	531	837	482	398	**382**	**1,262**	1,798
Cannington, Australia								
Material mined	(000 tonnes)	698	821	724	863	**824**	**2,411**	2,330
Ore milled	(000 tonnes)	726	658	824	817	**628**	**2,269**	2,142
Average head grades								
- Silver	(g/t)	472	397	384	438	**398**	**407**	480
- Lead	(%)	10.7%	9.2%	8.3%	9.5%	**8.8%**	**8.9%**	10.6%
- Zinc	(%)	3.2%	3.8%	3.0%	3.1%	**3.3%**	**3.1%**	3.3%
Production								
Payable silver	(000 ounces)	9,421	7,181	8,391	9,565	**6,802**	**24,758**	28,304

Payable lead	(tonnes)	67,505	52,601	57,768	65,622	**46,259**	**169,649**	198,947
Payable zinc	(tonnes)	13,735	17,244	14,449	14,199	**12,943**	**41,591**	43,725
Sales								
Payable silver	(000 ounces)	7,727	8,918	9,507	9,958	**5,490**	**24,955**	25,718
Payable lead	(tonnes)	53,167	62,997	64,980	67,467	**36,945**	**169,392**	177,640
Payable zinc	(tonnes)	9,629	17,710	16,949	10,990	**11,195**	**39,134**	38,463
Olympic Dam, Australia								
Material mined (a)	(000 tonnes)	2,333	2,397	2,628	2,419	**2,415**	**7,462**	7,277
Ore milled	(000 tonnes)	2,225	2,570	2,518	2,456	**2,301**	**7,275**	7,016
Average copper grade	(%)	1.86%	2.06%	2.08%	1.80%	**1.83%**	**1.91%**	1.85%
Average uranium grade	kg/t	0.59	0.58	0.56	0.50	**0.52**	**0.53**	0.60
Production								
Copper cathode (ER)	(000 tonnes)	32.9	53.1	51.9	44.6	**42.7**	**139.2**	103.7
Copper cathode (EW)	(000 tonnes)	3.1	4.4	2.9	3.0	**2.7**	**8.6**	8.7
Uranium oxide concentrate	(tonnes)	993	1,027	1,110	860	**883**	**2,853**	3,117
Refined gold	(fine ounces)	18,555	20,505	27,360	27,950	**23,331**	**78,641**	60,012
Refined silver	(000 ounces)	169	179	244	234	**200**	**678**	601
Sales								
Copper cathode (ER)	(000 tonnes)	31.9	52.0	49.5	48.3	**42.7**	**140.5**	103.6
Copper cathode (EW)	(000 tonnes)	2.3	4.3	3.3	2.8	**2.7**	**8.8**	7.9
Uranium oxide concentrate	(tonnes)	1,182	1,610	868	1,262	**829**	**2,959**	2,090
Refined gold	(fine ounces)	19,767	19,556	26,121	26,383	**24,298**	**76,802**	61,645
Refined silver	(000 ounces)	173	185	232	250	**79**	**561**	602

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

Pinto Valley, USA								
Production								
Copper concentrate (a)	(000 tonnes)	9.6	12.0	14.2	14.7	**4.4**	**33.3**	14.8
Copper cathode (EW)	(000 tonnes)	1.8	1.6	1.6	1.7	**1.5**	**4.8**	5.3
Payable silver (a)	(000 ounces)	38	61	65	63	**52**	**180**	52
Payable gold (a)	(ounces)	1,300				**1,500**	**1,500**	1,300
Payable molybdenum	(tonnes)			94	46	**19**	**159**	
Sales								
Copper concentrate	(000 tonnes)	7.9	12.4	14.0	13.0	**10.5**	**37.5**	10.5
Copper cathode (EW)	(000 tonnes)	4.0	1.4	1.6	1.4	**1.5**	**4.5**	5.8
Payable silver	(000 ounces)	38	*61*	65	63	**52**	**180**	52
Payable gold	(ounces)	1,300				**1,500**	**1,500**	1,300
Payable molybdenum	(tonnes)			15	44	**100**	**159**	

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(a) Production restarted during the December 2007 quarter. During February 2009 the operations were placed on care and maintenance.

PRODUCTION AND SHIPMENT REPORT

		QUARTER ENDED					YEAR TO DATE	
		MAR 2008	**JUNE 2008**	**SEPT 2008**	**DEC 2008**	**MAR 2009**	**MAR 2009**	**MAR 2008**
DIAMONDS AND SPECIALTY PRODUCTS								
BHP Billiton attributable production and sales unless otherwise stated.								
DIAMONDS								
EkatiTM Canada								
Ore Processed (100%)	(000 tonnes)	967	1,356	1,192	910	**1,250**	**3,352**	3,056
Production	(000 carats)	620	864	773	594	**951**	**2,318**	2,485

PRODUCTION AND SHIPMENT REPORT

	QUARTER ENDED					YEAR TO DATE	
	MAR 2008	JUNE 2008	SEPT 2008	DEC 2008	MAR 2009	MAR 2009	MAR 2008
STAINLESS STEEL MATERIALS							
BHP Billiton attributable production and sales unless otherwise stated.							
(000 tonnes)							
NICKEL							
CMSA, Colombia							
Production	7.8	10.1	10.7	13.0	**13.1**	**36.8**	31.7
Sales	13.6	8.2	10.7	11.0	**11.6**	**33.3**	33.7
Yabulu, Australia (a)							
Production							
Nickel metal	6.2	10.3	9.1	9.5	**7.5**	**26.1**	17.7
Cobalt	0.3	0.5	0.4	0.4	**0.2**	**1.0**	1.2
Sales							
Nickel metal	6.5	9.7	7.2	9.4	**9.1**	**25.7**	18.1
Cobalt	0.4	0.5	0.4	0.3	**0.3**	**1.0**	1.3
Nickel West, Australia							
Production							
Nickel contained in concentrate	1.3	2.8	6.4	5.4	**4.5**	**16.3**	2.5
Nickel contained in finished matte	10.3	4.9	0.6	10.8	**6.1**	**17.5**	22.7
Nickel metal	17.4	14.5		11.5	**16.3**	**27.8**	50.7
Nickel production	29.0	*22.2*	7.0	27.7	**26.9**	**61.6**	75.9
Sales							
Nickel contained in concentrate	0.6	3.8	6.1	5.6	**4.3**	**16.0**	1.5
Nickel contained in finished matte	9.4	7.2		10.2	**5.9**	**16.1**	25.1
Nickel metal	15.7	20.7	4.7	6.6	**15.1**	**26.4**	44.8
Nickel sales	25.7	31.7	10.8	22.4	**25.3**	**58.5**	71.4

PRODUCTION AND SHIPMENT REPORT

	QUARTER ENDED					YEAR TO DATE	
	MAR 2008	JUNE 2008	SEPT 2008	DEC 2008	MAR 2009	MAR 2009	MAR 2008
IRON ORE							
BHP Billiton attributable production and sales unless otherwise stated.							
(000 tonnes)							
IRON ORE (a)							
Pilbara, Australia							
Production							
Mt Newman Joint Venture	7,265	7,013	7,210	7,006	**6,440**	**20,656**	23,316
Goldsworthy Joint Venture	386	251	232	346	**558**	**1,136**	690
Area C Joint Venture	7,114	8,626	9,209	8,716	**9,181**	**27,106**	18,504
Yandi Joint Venture	10,061	*10,623*	8,961	10,026	**9,370**	**28,357**	29,654
Jimblebar	1,660	1,054	1,461	1,040	**1,070**	**3,571**	4,065
Total (BHP Billiton share)	26,486	27,567	27,073	27,134	**26,619**	**80,826**	76,229
Total production (100%)	31,160	32,432	31,851	31,922	**31,316**	**95,089**	89,682

Shipments							
Lump	7,603	8,282	9,172	7,598	**8,163**	**24,933**	20,858
Fines	19,714	*19,882*	19,013	18,917	**19,486**	**57,416**	56,540
Total (BHP Billiton share)	27,317	28,164	28,185	26,515	**27,649**	**82,349**	77,398
Total sales (100%)	32,138	33,134	33,159	31,194	**32,528**	**96,881**	91,057

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

Samarco, Brazil							
Production	1,933	2,357	2,751	2,221	**1,569**	**6,541**	6,107
Shipments	1,589	2,234	2,836	1,808	**1,428**	**6,072**	5,755

PRODUCTION AND SHIPMENT REPORT

	QUARTER ENDED					YEAR TO DATE	
	MAR 2008	JUNE 2008	SEPT 2008	DEC 2008	MAR 2009	MAR 2009	MAR 2008
MANGANESE							
BHP Billiton attributable production and sales unless otherwise stated.							
(000 tonnes)							
MANGANESE ORE							
South Africa (a)							
Saleable production	877	882	929	755	**351**	**2,035**	2,158
Sales	676	933	917	490	**221**	**1,628**	2,043
Australia (a)							
Saleable production	789	969	901	657	**382**	**1,940**	2,566
Sales	850	1,021	872	323	**442**	**1,637**	2,705
MANGANESE ALLOY							
South Africa (a) (b)							
Saleable production	125	124	133	112	**51**	**296**	389
Sales	122	136	106	56	**54**	**216**	369
Australia (a)							
Saleable production	67	66	70	69	**53**	**192**	196
Sales	57	61	56	57	**36**	**149**	176

(a) Shown on 100% basis. BHP Billiton interest in saleable production is 60%.

(b) Production includes Medium Carbon Ferro Manganese.

PRODUCTION AND SHIPMENT REPORT

	QUARTER ENDED					YEAR TO DATE	
	MAR 2008	JUNE 2008	SEPT 2008	DEC 2008	MAR 2009	MAR 2009	MAR 2008
METALLURGICAL COAL							
BHP Billiton attributable production and sales unless otherwise stated.							
(000 tonnes)							
METALLURGICAL COAL (a)							
Queensland, Australia							
Production							
BMA							
Blackwater	1,345	1,510	1,457	1,239	**1,165**	**3,861**	4,122
Goonyella	1,117	*1,738*	1,699	1,915	**1,346**	**4,960**	4,299
Peak Downs	849	1,121	914	1,103	**1,105**	**3,122**	2,973
Saraji	376	853	1,104	1,027	**651**	**2,782**	2,043
Norwich Park	306	642	439	605	**427**	**1,471**	1,384
Gregory Joint Venture	239	644	771	892	**471**	**2,134**	1,466
BMA total	4,232	6,508	6,384	6,781	**5,165**	**18,330**	16,287
BHP Mitsui Coal (b)							
South Walker Creek	438	617	1,049	943	**386**	**2,378**	2,245
Poitrel	409	*689*	584	828	**163**	**1,575**	1,582
BHP Mitsui Coal total	847	1,306	1,633	1,771	**549**	**3,953**	3,827
Queensland total	5,079	7,814	8,017	8,552	**5,714**	**22,283**	20,114

Shipments							
Coking coal	3,790	*5,274*	5,923	5,590	**4,703**	**16,216**	15,144
Weak coking coal	1,726	1,442	1,961	1,547	**1,041**	**4,549**	5,360
Thermal coal	497	491	462	297	**253**	**1,012**	1,341
Total	6,013	7,207	8,346	7,434	**5,997**	**21,777**	21,845

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

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

Illawarra, Australia							
Production	1,767	1,318	1,193	1,598	**1,882**	**4,673**	5,947
Shipments							
Coking coal	1,549	1,097	895	1,195	**1,637**	**3,727**	5,306
Thermal coal	194	157	160	166	**346**	**672**	683
Total	1,743	1,254	1,055	1,361	**1,983**	**4,399**	5,989

PRODUCTION AND SHIPMENT REPORT

	QUARTER ENDED					YEAR TO DATE	
	MAR 2008	**JUNE 2008**	**SEPT 2008**	**DEC 2008**	**MAR 2009**	**MAR 2009**	**MAR 2008**
ENERGY COAL							
BHP Billiton attributable production and sales unless otherwise stated.							
(000 tonnes)							
South Africa (a)							
Production	11,129	10,960	9,009	8,031	**6,929**	**23,969**	34,112
Sales							
Export	3,119	3,989	2,329	2,945	**1,672**	**6,946**	11,595
Local utility	7,430	7,381	7,066	6,212	**5,529**	**18,807**	21,844
Inland	190	487	376	123	**97**	**596**	787
Total	10,739	11,857	9,771	9,280	**7,298**	**26,349**	34,226

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(a) Comparative periods include production from the South African Optimum operations, which was sold effective from 1 July 2007.

New Mexico, USA							
Production							
Navajo Coal	1,800	2,286	2,064	1,923	**1,950**	**5,937**	5,247
San Juan Coal	836	2,548	1,941	1,094	**957**	**3,992**	3,571
Total	2,636	4,834	4,005	3,017	**2,907**	**9,929**	8,818
Sales - local utility	2,573	3,207	3,660	3,605	**3,172**	**10,437**	9,520
Hunter Valley, Australia							
Production	2,965	2,934	2,975	2,993	**2,768**	**8,736**	8,842
Sales							
Export	1,842	2,549	1,849	2,242	**2,360**	**6,451**	5,157
Inland	791	512	946	650	**764**	**2,360**	2,955
Total	2,633	3,061	2,795	2,892	**3,124**	**8,811**	8,112
Cerrejon Coal, Colombia							
Production	2,553	2,625	2,807	2,435	**2,618**	**7,860**	7,743
Sales - export	2,534	2,547	2,593	2,829	**2,409**	**7,831**	7,629