

BHP BILLITON LTD  
Form 6-K  
December 28, 2006

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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

December 27, 2006

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**BHP BILLITON LIMITED**

(ABN 49 004 028 077)

(Exact name of Registrant as specified in its charter)

VICTORIA, AUSTRALIA

(Jurisdiction of incorporation or organisation)

180 LONSDALE STREET, MELBOURNE, VICTORIA

3000 AUSTRALIA

(Address of principal executive offices)

**BHP BILLITON PLC**

(REG. NO. 3196209)

(Exact name of Registrant as specified in its charter)

ENGLAND AND WALES

(Jurisdiction of incorporation or organisation)

NEATHOUSE PLACE, VICTORIA, LONDON,

UNITED KINGDOM

(Address of principal executive offices)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  Form 20-F  Form 40-F

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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): [ ]

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): [ ]

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934: [ ] Yes [x] No

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

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27 December 2006  
Number 35/06

PURCHASES OF SHARES IN CLOSE PERIOD

BHP Billiton announces that BHP Billiton Limited and BHP Billiton Plc have entered into an irrevocable arrangement with an independent third party which makes its trading decisions in relation to the securities of BHP Billiton Limited and BHP Billiton Plc independently of, and uninfluenced by, BHP Billiton Limited or BHP Billiton Plc, to purchase on BHP Billiton Limited's behalf and within certain pre-set parameters, ordinary shares in BHP Billiton Plc during the period commencing on 1 January 2007 and ending upon the announcement of BHP Billiton's interim results for the half year ended 31 December 2006. These share purchases will be made on BHP Billiton Limited's behalf and in accordance with the irrevocable arrangement during a so-called "Close Period", a period in which BHP Billiton and its directors, officers and employees would normally otherwise refrain from transacting in BHP Billiton shares.

Any share purchases effected pursuant to the irrevocable arrangement will be subject to the terms of the mandate and in any case will be effected in a manner consistent with both the general authority vested in BHP Billiton to repurchase shares and Chapter 12 of the Listing Rules, which require that the maximum price paid be limited to no more than 105 per cent of the average middle market closing price of BHP Billiton Plc's Ordinary Shares for the five dealing days preceding the date of purchase.

Further information on BHP Billiton can be found on our Internet site: [www.bhpbilliton.com](http://www.bhpbilliton.com)

**Australia**

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

Registered in Australia  
Registered Office: Level 27, 180 Lonsdale Street Melbourne  
Victoria 3000  
Telephone +61 1300 554 757 Facsimile +61 3 9609 3015

**BHP Billiton Plc Registration number 3196209**

Registered in England and Wales  
Registered Office: Neathouse Place London SW1V 1BH United  
Kingdom  
Telephone +44 20 7802 4000 Facsimile +44 20 7802 4111

**The BHP Billiton Group is headquartered in Australia**

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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: 27 December 2006

By: Karen Wood

Name: Karen Wood

Title: Group Company Secretary