

BHP BILLITON LTD  
Form 6-K  
October 23, 2007

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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

October 23, 2007

**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

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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23 October 2007  
Number 30/07

BHP BILLITON PRODUCTION REPORT  
FOR THE

**QUARTER ENDED 30 SEPTEMBER 2007**

BHP Billiton today released its production report for the quarter ended 30 September 2007. 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. There have been no significant changes in the financial position of the Group in the quarter ended 30 September 2007.

- **Quarterly production record achieved for iron ore, underpinned by strong demand. Western Australia Iron Ore's Rapid Growth Project 2 (Australia) achieved nameplate capacity in the current quarter.**
- **Quarterly production records achieved at the Worsley, Western Australia Iron Ore, Illawarra Coal, Hunter Valley Coal (all Australia), Hillside (South Africa), Samarco (Brazil), and Cerrejon Coal (Colombia) operations.**
- **Quarterly production record achieved for natural gas and natural gas liquids at Bass Strait (Australia) and silver at Escondida (Chile) and Antamina (Peru).**
- **Petroleum production was in line with prior periods reflecting strong facility and reservoir performance offsetting natural field decline.**
- **Major operations were impacted by scheduled maintenance and tie-in activity associated with expansion projects.**

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>PETROLEUM</b>	QTR	SEPT Q06	JUNE Q07
Crude Oil, Condensate and Natural Gas Liquids ('000 bbl) (a)	14,394	-5%	0%
Natural Gas (bcf) (a)	95.68	6%	0%
Total Petroleum Products (million boe) (a)	30.34	0%	0%

## Total Petroleum Production -

Total production was in line with the quarters ended June 2007 and September 2006 despite natural field decline.

## Crude Oil, Condensate and Natural Gas Liquids -

Production was in line with the quarter ended June 2007. Successful development drilling in the Gulf of Mexico, infill drilling at Bass Strait, and higher total volumes of condensate and natural gas liquids production offset natural field decline and the impact of planned maintenance events.

Production was lower than the September 2006 quarter due to natural field decline. This was partially offset by improved operational uptime, successful development drilling and stronger seasonal gas demand which increased condensate production.

## Natural Gas -

Production was higher than the September 2006 quarter due to improved facility uptime and stronger demand for gas in Australia and Pakistan.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>ALUMINIUM</b>	QTR	SEPT Q06	JUNE Q07
Alumina ('000 tonnes)	1,153	7%	1%
Aluminium ('000 tonnes) (b)	337	0%	1%

## Alumina -

Production was in line with the December 2006 quarter's record production assisted by the reclaiming of stored hydrate at Worsley (Australia). Offsetting this was lower production at Alumar (Brazil) due to scheduled maintenance.

## Aluminium

- Production was in line with the June 2007 and September 2006 quarters. All operations performed at or near record levels.

	SEPT 2007	SEPT Q07 vs	SEPT Q07 vs
<b>BASE METALS</b>	<b>QTR</b>	<b>SEPT Q06</b>	<b>JUNE Q07</b>
Copper ('000 tonnes) (c)	307.8	23%	-10%
Lead (tonnes)	61,073	25%	-2%
Zinc (tonnes)	37,259	55%	-5%
Silver ('000 ounces) (c)	11,124	51%	-4%
Uranium Oxide Concentrate (Uranium) (tonnes)	933	18%	-6%

## Copper -

Production was significantly higher than the September 2006 quarter due to the continuing ramp up of Escondida Sulphide Leach and Spence (Chile). The September 2006 quarter was also impacted by an industrial stoppage at Escondida.

Production was lower than the June 2007 quarter as Spence commenced production from ores with a higher mix of sulphide which have a longer leaching time compared to oxide ore. Additionally, Olympic Dam (Australia) was impacted by unplanned smelter maintenance and lower grades. This was in part offset by increased Cerro Colorado (Chile) production due to higher grade.

## Lead -

Performance improved versus the September 2006 quarter following the completion of the Cannington (Australia) rehabilitation project. This was partly offset by lower grade.

## Zinc -

Production was higher than the September 2006 quarter due to higher grade and an increased proportion of zinc containing ore being processed at Antamina. The completion of the Cannington rehabilitation project also had a positive impact.

Silver -

Production was higher than the September 2006 quarter due to the successful completion of the Cannington rehabilitation project and record performance from Escondida and Antamina.

Uranium -

Production increased versus the September 2006 quarter due to higher ore hoisted and improved recoveries. The September 2006 quarter was also affected by scheduled maintenance at the Olympic Dam smelter which impacted uranium production.

Production was lower than the June 2007 quarter mainly due to a decline in grade and tonnes milled.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>DIAMONDS &amp; SPECIALTY PRODUCTS</b>	QTR	SEPT Q06	JUNE Q07
Diamonds ('000 carats)	1,022	110%	12%

Diamonds -

Production increased versus the September and June 2007 quarters due to higher recoveries and grade. As Ekati (Canada) transitions from open pit mining to underground mining the mix of ore processed will change from time to time. Although production increased it included a higher proportion of lower value carats.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>STAINLESS STEEL MATERIALS</b>	QTR	SEPT Q06	JUNE Q07

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Nickel ('000 tonnes)	38.6	-13%	-19%
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Nickel

- The September 2007 quarter's production was impacted by a scheduled statutory maintenance outage at the Kalgoorlie Nickel Smelter (Australia), the duration of which was 15 days. Planned maintenance activities at Yabulu (Australia) also impacted production, with 14 days production outage in July being the most notable.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>IRON ORE</b>	QTR	SEPT Q06	JUNE Q07
Iron ore ('000 tonnes) (d)	25,867	7%	0%

Iron Ore -

Record production was achieved reflecting the full ramp up of Western Australia Iron Ore's Rapid Growth Project 2 and record performance from Samarco. As planned, tie-in activity for Western Australia Iron Ore's Rapid Growth Project 3 impacted production in the current quarter, and is expected to continue during the next two quarters.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>MANGANESE</b>	QTR	SEPT Q06	JUNE Q07
Manganese Ore ('000 tonnes)	1,445	-4%	-5%
Manganese Alloy ('000 tonnes)	184	16%	-1%

Manganese Ore -

Production for the quarter was impacted by maintenance activities at Samancor (South Africa).

## Manganese Alloy -

Production was higher than the quarter ended September 2006 due to optimisation of product mix and improved facility availability and utilisation at Samancor.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>METALLURGICAL COAL</b>	QTR	SEPT Q06	JUNE Q07
Metallurgical Coal ('000 tonnes)	9,572	4%	-14%

## Metallurgical Coal -

Production was lower than the record June 2007 quarter due to planned maintenance and the impact of unseasonal wet weather experienced at Queensland Coal (Australia). Illawarra Coal achieved record quarterly production due to reduced impact from longwall change outs during the period.

Third party rail and port constraints continue to impact Queensland Coal's sales. These constraints at third party facilities are expected to continue in the near term.

	SEPT	SEPT Q07	SEPT Q07
	2007	vs	vs
<b>ENERGY COAL</b>	QTR	SEPT Q06	JUNE Q07
Energy Coal ('000 tonnes) (e)	19,623	-4%	-8%

## Energy Coal -

Scheduled maintenance at Navajo (USA) and poor geological conditions at the longwall operation at San Juan (USA) impacted production. This was offset by record quarterly production at Hunter Valley Coal and Cerrejon Coal.

Third party infrastructure constraints on the east coast of Australia will continue to impact Hunter Valley Coal's export sales.

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(a) Excluding Moranbah Coal Bed Methane (sold September 2006 quarter) and Typhoon / Boris (sold December 2006 quarter).

(b) Excluding Valesul which was sold effective 1 July 2006.

(c) Excluding Tintaya which was sold effective 1 June 2006.

(d) Excluding Goldsworthy operations which were suspended mid calendar year 2006.

(e) Excluding Koornfontein operation which was sold effective 1 July 2007.

BHP BILLITON PRODUCTION SUMMARY - CONTINUING OPERATIONS										
			QUARTER ENDED			QUARTER ENDED			% CHANGE	
			SEPT	JUNE	SEPT	SEPT	SEPT	SEPT	SEPT	SEPT
			2006	2007	2007	2007	2006	vs	vs	
								SEPT	SEPT	
								Q07	Q07	
								Q06	Q07	
<b>PETROLEUM</b>										
Crude oil & condensate	('000 bbl)		12,091	11,443	11,298		11,298	12,093	-7%	-1%
Natural gas (a)	(bcf)		90.69	95.23	95.68		95.68	90.69	6%	0%
Natural gas liquid	('000 bbl)		3,131	3,018	3,095		3,095	3,131	-1%	3%
Total Petroleum Products (a)	(million boe)		30.34	30.47	30.34		30.34	30.34	0%	0%
<b>ALUMINIUM</b>										
Alumina	('000 tonnes)		1,078	1,144	1,153		1,153	1,078	7%	1%
Aluminium	('000 tonnes)		337	334	337		337	337	0%	1%
<b>BASE METALS</b>										
Copper	('000 tonnes)		249.7	342.1	307.8		307.8	249.7	23%	-10%
Lead	(tonnes)		48,977	62,409	61,073		61,073	48,977	25%	-2%
Zinc	(tonnes)		24,011	39,148	37,259		37,259	24,011	55%	-5%
Gold	(ounces)		41,160	52,443	40,313		40,313	41,160	-2%	-23%
Silver			7,349	11,625	11,124		11,124	7,349	51%	-4%



	('000 ounces)									
Uranium oxide concentrate	(tonnes)	793	988	933		933	793		18%	-6%
Molybdenum	(tonnes)	719	493	693		693	719		-4%	41%
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>										
Diamonds	('000 carats)	487	911	1,022		1,022	487		110%	12%
<b>STAINLESS STEEL MATERIALS</b>										
Nickel	('000 tonnes)	44.5	47.7	38.6		38.6	44.5		-13%	-19%
<b>IRON ORE</b>										
Iron ore (b)	('000 tonnes)	24,197	25,746	25,867		25,867	24,197		7%	0%
<b>MANGANESE</b>										
Manganese ore	('000 tonnes)	1,509	1,519	1,445		1,445	1,509		-4%	-5%
Manganese alloy	('000 tonnes)	159	186	184		184	159		16%	-1%
<b>METALLURGICAL COAL</b>										
Metallurgical coal	('000 tonnes)	9,247	11,132	9,572		9,572	9,247		4%	-14%
<b>ENERGY COAL</b>										
Energy coal (c)	('000 tonnes)	20,478	21,232	19,623		19,623	21,782		-4%	-8%
(a)	Excluding Moranbah Coal Bed Methane. The sale of Moranbah Coal Bed Methane was completed in the September 2006 quarter.									
(b)	Excluding Goldsworthy operations which were suspended mid calendar year 2006.									
(c)	Excluding Koornfontein 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			QUARTER ENDED						QUARTER ENDED	
		BHP Billiton Interest	SEPT 2006	DEC 2006	MAR 2007	JUNE 2007	SEPT 2007	SEPT 2007	SEPT 2006	
<b>PETROLEUM</b>										
Production										
	Crude oil & condensate	('000 bbl)	12,091	10,963	10,671	11,443	11,298	11,298	12,091	
	Natural gas	(bcf)	91.83	83.09	86.67	95.23	95.68	95.68	91.83	
	NGL (a)	('000 bbl)	3,132	2,746	2,626	3,018	3,095	3,095	3,132	
	Total Petroleum Products	(million boe)	30.52	27.52	27.68	30.47	30.34	30.34	30.52	
<b>ALUMINIUM</b>										
ALUMINA										
Production ('000 tonnes)										
	Worsley	86%	704	776	708	768	784	784	704	
	Suriname	45%	253	241	241	243	244	244	253	
	Alumar	36%	121	136	136	133	125	125	121	
	Total		1,078	1,153	1,085	1,144	1,153	1,153	1,078	
<b>ALUMINIUM</b>										
Production ('000 tonnes)										
	Hillside	100%	177	176	174	177	178	178	177	
	Bayside	100%	49	50	48	47	48	48	49	
	Alumar	40%	44	45	44	44	44	44	44	
	Mozal	47%	67	67	65	66	67	67	67	
	Total		337	338	331	334	337	337	337	
<b>BASE METALS (b)</b>										
COPPER										
Payable metal in concentrate ('000 tonnes)										
	Escondida	57.5%	129.7	160.6	178.1	170.5	167.0	167.0	129.7	
	Antamina	33.8%	29.0	34.1	24.2	26.4	27.5	27.5	29.0	
	Total		158.7	194.7	202.3	196.9	194.5	194.5	158.7	

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Cathode ('000 tonnes)									
	Escondida	57.5%	17.5	32.7	38.2	37.7	30.9	30.9	17.5
	Cerro Colorado	100%	30.0	27.4	28.1	20.3	23.1	23.1	30.0
	Spence (c)	100%	-	4.3	33.5	37.7	23.9	23.9	-
	Pinto Valley	100%	1.9	1.9	1.9	1.9	1.8	1.8	1.9
	Olympic Dam	100%	41.6	39.7	53.6	47.6	33.6	33.6	41.6
	Total		91.0	106.0	155.3	145.2	113.3	113.3	91.0
LEAD									
Payable metal in concentrate (tonnes)									
	Cannington	100%	48,977	36,454	62,974	62,409	61,073	61,073	48,977
	Total		48,977	36,454	62,974	62,409	61,073	61,073	48,977
ZINC									
Payable metal in concentrate (tonnes)									
	Cannington	100%	10,426	8,806	15,095	11,355	14,503	14,503	10,426
	Antamina	33.8%	13,585	10,970	20,665	27,793	22,756	22,756	13,585
	Total		24,011	19,776	35,760	39,148	37,259	37,259	24,011
	Refer footnotes on page 4.								
<b>BASE METALS</b> (continued)									
GOLD									
Payable metal in concentrate (ounces)									
	Escondida	57.5%	17,049	22,365	21,243	23,754	23,194	23,194	17,049
	Olympic Dam (refined gold)	100%	24,111	16,199	22,661	28,689	17,119	17,119	24,111
	Total		41,160	38,564	43,904	52,443	40,313	40,313	41,160
SILVER									
Payable metal in concentrate ('000 ounces)									

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	Escondida	57.5%	724	880	920	990	1,116		1,116	724
	Antamina	33.8%	713	736	749	934	1,056		1,056	713
	Cannington	100%	5,714	4,805	9,160	9,426	8,759		8,759	5,714
	Olympic Dam (refined silver)	100%	198	145	196	275	193		193	198
	Total		7,349	6,566	11,025	11,625	11,124		11,124	7,349
<b>URANIUM OXIDE CONCENTRATE</b>										
Payable metal in concentrate (tonnes)										
	Olympic Dam	100%	793	822	883	988	933		933	793
	Total		793	822	883	988	933		933	793
<b>MOLYBDENUM</b>										
Payable metal in concentrate (tonnes)										
	Antamina	33.8%	719	768	288	493	693		693	719
	Total		719	768	288	493	693		693	719
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>										
<b>DIAMONDS</b>										
Production ('000 carats)										
	Ekati™	80%	487	937	889	911	1,022		1,022	487
<b>STAINLESS STEEL MATERIALS</b>										
<b>NICKEL</b>										
Production ('000 tonnes)										
	CMSA	99.8%	12.7	12.8	12.8	12.7	12.5		12.5	12.7
	Yabulu	100%	7.3	7.5	8.0	9.3	5.5		5.5	7.3
	Nickel West	100%	24.5	28.0	25.0	25.7	20.6		20.6	24.5
	Total		44.5	48.3	45.8	47.7	38.6		38.6	44.5
	Refer footnotes on page 4.									

<b>IRON ORE</b>									
Production ('000 tonnes) (d)									
	Mt Newman Joint Venture	85%	7,394	7,536	6,711	7,665	7,904	7,904	7,394
	Goldsworthy Joint Venture	85%	806	84	142	195	134	134	806
	Area C Joint Venture	85%	4,821	5,334	4,853	5,078	4,916	4,916	4,821
	Yandi Joint Venture	85%	8,504	9,106	8,277	9,661	9,823	9,823	8,504
	Jimblebar	85%	1,490	1,449	1,177	1,341	1,157	1,157	1,490
	Samarco	50%	1,988	1,945	1,866	2,001	2,067	2,067	1,988
	<b>Total</b>		<b>25,003</b>	<b>25,454</b>	<b>23,026</b>	<b>25,941</b>	<b>26,001</b>	<b>26,001</b>	<b>25,003</b>
<b>MANGANESE</b>									
<b>MANGANESE ORES</b>									
Saleable production ('000 tonnes)									
	South Africa (e)	60%	644	663	632	631	572	572	644
	Australia (e)	60%	865	866	820	888	873	873	865
	<b>Total</b>		<b>1,509</b>	<b>1,529</b>	<b>1,452</b>	<b>1,519</b>	<b>1,445</b>	<b>1,445</b>	<b>1,509</b>
<b>MANGANESE ALLOYS</b>									
Saleable production ('000 tonnes)									
	South Africa (e) (f)	60%	99	125	132	137	123	123	99
	Australia (e)	60%	60	66	64	49	61	61	60
	<b>Total</b>		<b>159</b>	<b>191</b>	<b>196</b>	<b>186</b>	<b>184</b>	<b>184</b>	<b>159</b>
<b>METALLURGICAL COAL</b>									
Production ('000 tonnes) (g)									
	BMA	50%	6,657	6,106	6,478	7,442	5,917	5,917	6,657
	BHP Mitsui Coal (h)	80%	873	873	1,067	2,047	1,454	1,454	873
	Illawarra	100%	1,717	1,987	1,539	1,643	2,201	2,201	1,717
	<b>Total</b>		<b>9,247</b>	<b>8,966</b>	<b>9,084</b>	<b>11,132</b>	<b>9,572</b>	<b>9,572</b>	<b>9,247</b>
<b>ENERGY COAL</b>									
Production ('000 tonnes)									

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	South Africa	100%	13,151	13,032	12,863	12,596	11,706		11,706	13,151
	USA	100%	3,467	3,871	3,106	4,636	2,511		2,511	3,467
	Australia	100%	2,766	2,790	2,731	2,610	2,918		2,918	2,766
	Colombia	33%	2,398	2,337	2,230	2,441	2,488		2,488	2,398
	Total		21,782	22,030	20,930	22,283	19,623		19,623	21,782
	(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)	Spence operations were commissioned during the December 2006 quarter.								
	(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)	We purchased Mitsui's 50% shareholding in Advalloy (Pty) Ltd in July 2006 giving Samancor Manganese the 100% ownership of Advalloy Following this change in ownership, MCFeMn production of Advalloy has been included. All comparative data has been restated accordingly.								
	(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%.								
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED						QUARTER ENDED	
			SEPT	DEC	MAR	JUNE	SEPT		SEPT	SEPT
			2006	2006	2007	2007	2007		2007	2006
<b>PETROLEUM</b>										
BHP Billiton attributable production unless otherwise stated.										
<b>CRUDE OIL &amp; CONDENSATE</b> ( '000 barrels)										
	Bass Strait		3,847	3,311	3,144	3,929	3,638		3,638	3,847
	Minerva		23	21	24	19	22		22	23
	North West Shelf - condensate		1,350	1,410	1,365	1,207	1,402		1,402	1,350
	North West Shelf - Wanaea/Cossack		1,634	1,325	1,167	1,308	1,130		1,130	1,634
	Griffin		323	312	174	221	228		228	323
	Pakistan		61	62	65	60	67		67	61
	Mad Dog		528	549	613	925	997		997	528

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	Other Americas		78	81	62	59	55		55	78
	Angostura		1,174	618	899	974	1,006		1,006	1,174
	Liverpool Bay		931	1,280	874	847	767		767	931
	Bruce/Keith		178	202	179	165	156		156	178
	Ohanet		357	472	425	369	359		359	357
	ROD		1,607	1,320	1,680	1,360	1,471		1,471	1,607
	Total		12,091	10,963	10,671	11,443	11,298		11,298	12,091
NATURAL GAS (billion cubic feet)										
	Bass Strait		33.54	20.53	22.73	37.70	39.77		39.77	33.54
	Minerva		7.73	6.90	8.06	6.46	7.80		7.80	7.73
	North West Shelf - Domestic		3.54	3.89	4.86	4.54	4.90		4.90	3.54
	North West Shelf - LNG		21.68	23.59	22.24	21.15	22.27		22.27	21.68
	Griffin		0.49	0.45	0.19	0.25	0.16		0.16	0.49
	Moranbah Coal Bed Methane (a)		1.12	-	-	-	-		-	1.12
	Illawarra Coal Bed Methane		1.50	0.95	1.58	1.76	-		-	1.50
	Pakistan		9.14	9.34	10.11	8.80	9.91		9.91	9.14
	Mad Dog		0.17	0.16	0.14	0.22	0.24		0.24	0.17
	Other Americas		2.55	2.27	1.58	1.64	1.76		1.76	2.55
	Bruce/Keith		4.21	5.42	5.05	3.88	3.45		3.45	4.21
	Liverpool Bay		6.16	9.59	10.13	8.83	5.42		5.42	6.16
	Total		91.83	83.09	86.67	95.23	95.68		95.68	91.83
NGL ('000 barrels)										
	Bass Strait		2,224	1,726	1,643	2,163	2,327		2,327	2,224
	North West Shelf		444	441	435	369	438		438	444
	Bruce/Keith		145	143	151	124	48		48	145
	Ohanet		319	436	397	362	282		282	319
	Total		3,132	2,746	2,626	3,018	3,095		3,095	3,132
TOTAL PETROLEUM PRODUCTS										
(million barrels of oil equivalent) (b)										
			30.52	27.52	27.68	30.47	30.34		30.34	30.52

(a)	BHP Billiton completed the sale of its interest in Moranbah Coal Bed Methane in the September 2006 quarter.
(b)	Total barrels of oil equivalent (boe) conversions are based on 6000scf of natural gas equals 1 boe.

PRODUCTION AND SHIPMENT REPORT										
		QUARTER ENDED					QUARTER ENDED			
		SEPT	DEC	MAR	JUNE	SEPT	SEPT	SEPT		
		2006	2006	2007	2007	2007	2007	2006		
<b>ALUMINIUM</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<b>ALUMINA</b>										
Production										
Worsley, Australia		704	776	708	768	784	784	704		
Paranam, Suriname		253	241	241	243	244	244	253		
Alumar, Brazil		121	136	136	133	125	125	121		
Total		1,078	1,153	1,085	1,144	1,153	1,153	1,078		
Sales										
Worsley, Australia		666	820	659	794	792	792	666		
Paranam, Suriname		236	243	225	253	207	207	236		
Alumar, Brazil		108	137	120	164	131	131	108		
Total (a)		1,010	1,200	1,004	1,211	1,130	1,130	1,010		
<b>ALUMINIUM</b>										
Production										
Hillside, South Africa		177	176	174	177	178	178	177		
Bayside, South Africa		49	50	48	47	48	48	49		
Alumar, Brazil		44	45	44	44	44	44	44		
Mozal, Mozambique		67	67	65	66	67	67	67		
Total		337	338	331	334	337	337	337		
Sales										
Hillside, South Africa		170	173	162	188	165	165	170		



	Bayside, South Africa		44	47	46	57	50		50	44
	Alumar, Brazil		44	42	38	47	43		43	44
	Mozal, Mozambique		60	66	64	70	56		56	60
	Total		318	328	310	362	314		314	318
	Tolling Agreement (a)		24	20	33	32	33		33	24
			342	348	343	394	347		347	342
	(a)	Equity Alumina is converted into Aluminium under a third party tolling agreement. These tonnages are allocated to equity sales.								
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED						QUARTER ENDED	
			SEPT	DEC	MAR	JUNE	SEPT		SEPT	SEPT
			2006	2006	2007	2007	2007		2007	2006
<b>BASE METALS</b>										
BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated.										
<u>Escondida, Chile</u>										
	Material mined (100%)	('000 tonnes)	59,601	93,770	85,654	88,409	82,995		82,995	59,601
	Sulphide ore milled (100%)	('000 tonnes)	18,257	22,585	23,450	23,064	22,406		22,406	18,257
	Average copper grade	(%)	1.55%	1.55%	1.62%	1.58%	1.63%		1.63%	1.55%
	Production ex Mill (100%)	('000 tonnes)	234.0	289.4	319.1	306.0	305.2		305.2	234.0
	Production									
	Payable copper	('000 tonnes)	129.7	160.6	178.1	170.5	167.0		167.0	129.7
	Payable gold concentrate	(fine ounces)	17,049	22,365	21,243	23,754	23,194		23,194	17,049
	Copper cathode (EW)	('000 tonnes)	17.5	32.7	38.2	37.7	30.9		30.9	17.5
	Payable silver concentrate	('000 ounces)	724	880	920	990	1,116		1,116	724

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	Sales								
	Payable copper	('000 tonnes)	133.8	167.9	149.4	199.0	162.9	162.9	133.8
	Payable gold concentrate	(fine ounces)	17,778	23,089	17,966	27,623	22,957	22,957	17,778
	Copper cathode (EW)	('000 tonnes)	14.2	27.3	36.0	43.0	35.8	35.8	14.2
	Payable silver concentrate	('000 ounces)	752	909	785	1,153	1,089	1,089	752
<b>Cerro Colorado, Chile</b>									
	Material mined	('000 tonnes)	16,334	18,858	15,429	13,984	17,095	17,095	16,334
	Ore milled	('000 tonnes)	4,508	4,578	4,398	4,365	4,278	4,278	4,508
	Average copper grade	(%)	0.80%	0.81%	0.90%	0.79%	0.84%	0.84%	0.80%
<b>Production</b>									
	Copper cathode (EW)	('000 tonnes)	30.0	27.4	28.1	20.3	23.1	23.1	30.0
<b>Sales</b>									
	Copper cathode (EW)	('000 tonnes)	27.9	28.3	27.9	24.1	23.5	23.5	27.9
<b>Spence, Chile (a)</b>									
	Material mined	('000 tonnes)	-	20,329	19,684	20,275	16,983	16,983	-
	Ore milled	('000 tonnes)	-	3,510	4,282	3,718	4,132	4,132	-
	Average copper grade	(%)	-	1.76%	2.00%	1.80%	1.56%	1.56%	-
<b>Production</b>									
	Copper cathode (EW)	('000 tonnes)	-	4.3	33.5	37.7	23.9	23.9	-
<b>Sales</b>									
	Copper cathode (EW)	('000 tonnes)	-	1.3	28.0	40.4	31.0	31.0	-
(a)	Spence operations were commissioned during the December 2006 quarter.								

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<u>Antamina, Peru</u>										
	Material mined (100%)	('000 tonnes)	29,917	28,317	24,428	29,034	31,145		31,145	29,917
	Sulphide ore milled (100%)	('000 tonnes)	7,581	7,930	7,841	8,033	8,344		8,344	7,581
	Average head grades									
	- Copper	(%)	1.22%	1.41%	1.10%	1.17%	1.15%		1.15%	1.22%
	- Zinc	(%)	0.87%	0.65%	1.25%	1.46%	1.17%		1.17%	0.87%
	Production									
	Payable copper	('000 tonnes)	29.0	34.1	24.2	26.4	27.5		27.5	29.0
	Payable zinc	(tonnes)	13,585	10,970	20,665	27,793	22,756		22,756	13,585
	Payable silver	('000 ounces)	713	736	749	934	1,056		1,056	713
	Payable molybdenum	(tonnes)	719	768	288	493	693		693	719
	Sales									
	Payable copper	('000 tonnes)	33.9	35.3	25.0	20.7	28.5		28.5	33.9
	Payable zinc	(tonnes)	14,224	13,853	15,479	31,914	25,306		25,306	14,224
	Payable silver	('000 ounces)	855	623	707	645	917		917	855
	Payable molybdenum	(tonnes)	554	808	591	480	662		662	554
<u>Cannington, Australia</u>										
	Material mined	('000 tonnes)	428	506	732	717	824		824	428
	Ore milled	('000 tonnes)	478	478	704	688	661		661	478
	Average head grades									
	- Silver	(g/t)	423	360	477	493	478		478	423
	- Lead	(%)	11.6%	8.8%	10.5%	10.3%	10.4%		10.4%	11.6%
	- Zinc	(%)	3.6%	3.1%	3.6%	3.0%	3.5%		3.5%	3.6%
	Production									
	Payable silver	('000 ounces)	5,714	4,805	9,160	9,426	8,759		8,759	5,714
	Payable lead	(tonnes)	48,977	36,454	62,974	62,409	61,073		61,073	48,977

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	Payable zinc	(tonnes)	10,426	8,806	15,095	11,355	14,503		14,503	10,426
	Sales									
	Payable silver	('000 ounces)	5,010	6,637	8,331	10,352	6,725		6,725	5,010
	Payable lead	(tonnes)	39,694	51,521	56,726	66,411	46,148		46,148	39,694
	Payable zinc	(tonnes)	6,346	12,315	11,585	14,888	9,257		9,257	6,346
	<u>Olympic Dam, Australia</u>									
	Material mined (a)	('000 tonnes)	2,178	2,030	2,103	2,255	2,424		2,424	2,178
	Ore milled	('000 tonnes)	2,043	2,182	2,117	2,272	2,239		2,239	2,043
	Average copper grade	(%)	2.10%	2.21%	1.96%	1.93%	1.83%		1.83%	2.10%
	Average uranium grade	kg/t	0.57	0.58	0.59	0.58	0.57		0.57	0.57
	Production									
	Copper cathode (ER)	('000 tonnes)	38.4	35.4	50.2	44.1	30.6		30.6	38.4
	Copper cathode (EW)	('000 tonnes)	3.2	4.3	3.4	3.5	3.0		3.0	3.2
	Uranium oxide concentrate	(tonnes)	793	822	883	988	933		933	793
	Refined gold	(fine ounces)	24,111	16,199	22,661	28,689	17,119		17,119	24,111
	Refined silver	('000 ounces)	198	145	196	275	193		193	198
	Sales									
	Copper cathode (ER)	('000 tonnes)	41.6	33.7	51.6	45.2	30.7		30.7	41.6
	Copper cathode (EW)	('000 tonnes)	3.5	2.7	4.6	4.4	3.1		3.1	3.5
	Uranium oxide concentrate	(tonnes)	620	1,009	1,043	646	562		562	620
	Refined gold	(fine ounces)	23,233	18,404	22,983	27,589	20,118		20,118	23,233
	Refined silver		188	157	183	294	192		192	188

		('000 ounces)									
	(a)	Material mined refers to run of mine ore mined and hoisted.									
<b>Pinto Valley, USA</b>											
	Production										
	Copper cathode (EW)	('000 tonnes)	1.9	1.9	1.9	1.9	1.8		1.8	1.9	
	Sales										
	Copper cathode (EW)	('000 tonnes)	1.6	1.6	1.5	2.5	0.9		0.9	1.6	
<b>PRODUCTION AND SHIPMENT REPORT</b>											
			QUARTER ENDED					QUARTER ENDED			
			SEPT	DEC	MAR	JUNE	SEPT		SEPT	SEPT	
			2006	2006	2007	2007	2007		2007	2006	
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>											
BHP Billiton attributable production and sales unless otherwise stated.											
<b>DIAMONDS</b>											
<b>Ekati™, Canada</b>											
	Ore Processed (100%)	('000 tonnes)	1,199	1,100	1,046	1,194	1,009		1,009	1,199	
	Production	('000 carats)	487	937	889	911	1,022		1,022	487	

<b>PRODUCTION AND SHIPMENT REPORT</b>											
			QUARTER ENDED					QUARTER ENDED			
			SEPT	DEC	MAR	JUNE	SEPT		SEPT	SEPT	
			2006	2006	2007	2007	2007		2007	2006	
<b>STAINLESS STEEL MATERIALS</b>											

BHP Billiton attributable production and sales unless otherwise stated.

('000 tonnes)										
<b>NICKEL</b>										
<u>CMSA, Colombia</u>										
	Production		12.7	12.8	12.8	12.7	12.5		12.5	12.7
	Sales		11.7	14.4	12.4	12.5	6.9		6.9	11.7
<u>Yabulu, Australia</u>										
	Production									
	Nickel metal		7.3	7.5	8.0	9.3	5.5		5.5	7.3
	Cobalt		0.3	0.5	0.4	0.5	0.5		0.5	0.3
	Sales									
	Nickel metal		6.0	7.2	7.1	9.6	5.3		5.3	6.0
	Cobalt		0.4	0.4	0.4	0.5	0.4		0.4	0.4
<u>Nickel West, Australia</u>										
	Production									
	Nickel contained in finished matte		11.1	12.4	12.9	13.2	3.9		3.9	11.1
	Nickel metal		13.4	15.6	12.1	12.5	16.7		16.7	13.4
	Nickel production (a)		24.5	28.0	25.0	25.7	20.6		20.6	24.5
	Sales									
	Nickel contained in finished matte		9.3	13.5	9.9	15.1	6.2		6.2	9.3
	Nickel metal (b)		12.9	14.3	14.2	11.5	14.7		14.7	12.9
	Nickel sales (a)		22.2	27.8	24.1	26.6	20.9		20.9	22.2
	(a)	In addition to the production and sales reported above, Nickel West also produced and sold 0.9 kt nickel in concentrate during the year ended June 2007. There were no sales of nickel in concentrate in the September 2007 quarter.								
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED					QUARTER ENDED		
			SEPT	DEC	MAR	JUNE	SEPT	SEPT		
			2006	2006	2007	2007	2007	2007		

IRON ORE										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
IRON ORE (a)										
<u>Pilbara, Australia</u>										
Production										
	Mt Newman Joint Venture		7,394	7,536	6,711	7,665	7,904		7,904	7,394
	Goldsworthy Joint Venture		806	84	142	195	134		134	806
	Area C Joint Venture		4,821	5,334	4,853	5,078	4,916		4,916	4,821
	Yandi Joint Venture		8,504	9,106	8,277	9,661	9,823		9,823	8,504
	Jimblebar		1,490	1,449	1,177	1,341	1,157		1,157	1,490
	Total (BHP Billiton share)		23,015	23,509	21,160	23,940	23,934		23,934	23,015
	Total production (100%)		27,076	27,658	24,896	28,165	28,159		28,159	27,076
Sales										
	Lump		6,429	5,856	5,193	5,753	6,076		6,076	6,429
	Fines		16,222	18,499	15,454	17,458	17,979		17,979	16,222
	Total (BHP Billiton share)		22,651	24,355	20,647	23,211	24,055		24,055	22,651
	Total sales (100%)		26,648	28,653	24,290	27,307	28,300		28,300	26,648
	(a)	Iron ore production and shipments are reported on a wet tonnes basis.								
<u>Samarco, Brazil</u>										
	Production		1,988	1,945	1,866	2,001	2,067		2,067	1,988
	Shipments		1,872	2,357	1,684	2,159	1,850		1,850	1,872

PRODUCTION AND SHIPMENT REPORT									
QUARTER ENDED									
QUARTER ENDED									
SEPT									
DECT									
MAR									
JUNE									
SEPT									
SEPT									
SEPT									
2006									
2006									
2007									
2007									
2007									
2007									
2007									
2006									
MANGANESE									

BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<b>MANGANESE ORE</b>										
<u>South Africa</u>										
	Saleable production (a)		644	663	632	631	572		572	644
<u>Australia</u>										
	Saleable production (a)		865	866	820	888	873		873	865
<b>MANGANESE ALLOY</b>										
<u>South Africa</u>										
	Saleable production (a) (b)		99	125	132	137	123		123	99
<u>Australia</u>										
	Saleable production (a)		60	66	64	49	61		61	60
	(a)	Shown on 100% basis. BHP Billiton interest in saleable production is 60%.								
	(b)	We purchased Mitsui's 50% shareholding in Advalloy (Pty) Ltd in July 2006 giving Samancor Manganese the 100% ownership of Advalloy Following this change in ownership, MCFeMn production of Advalloy has been included. All comparative data has been restated accordingly.								

<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED						QUARTER ENDED	
			SEPT	DEC	MAR	JUNE	SEPT		SEPT	SEPT
			2006	2006	2007	2007	2007		2007	2006
<b>METALLURGICAL COAL</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<b>METALLURGICAL COAL</b>										
<b>(a)</b>										
<u>Queensland, Australia</u>										
	Production									



	<u>BMA</u>									
	Blackwater		1,536	1,388	1,484	1,730	1,407		1,407	1,536
	Goonyella		1,892	1,296	1,896	2,268	1,677		1,677	1,892
	Peak Downs		1,202	1,161	1,076	1,045	881		881	1,202
	Saraji		682	893	883	939	777		777	682
	Norwich Park		631	677	745	797	502		502	631
	Gregory Joint Venture		714	691	394	663	673		673	714
	BMA total		6,657	6,106	6,478	7,442	5,917		5,917	6,657
	<u>BHP Mitsui Coal (b)</u>									
	South Walker Creek		873	782	785	982	939		939	873
	Poitrel (c)		-	91	282	1,065	515		515	-
	BHP Mitsui Coal total		873	873	1,067	2,047	1,454		1,454	873
	<u>Queensland total</u>		7,530	6,979	7,545	9,489	7,371		7,371	7,530
	Shipments									
	Coking coal		5,190	5,040	5,368	5,684	5,479		5,479	5,190
	Weak coking coal		1,600	1,749	1,710	1,804	1,668		1,668	1,600
	Thermal coal		344	502	419	854	516		516	344
	Total		7,134	7,291	7,497	8,343	7,663		7,663	7,134
	(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%.								
	(c)	Poitrel was commissioned during the December 2006 quarter.								
	<u>Illawarra, Australia</u>									
	Production		1,717	1,987	1,539	1,643	2,201		2,201	1,717
	Shipments									
	Coking coal		1,366	1,583	1,624	1,724	1,906		1,906	1,366
	Thermal coal		188	280	175	288	199		199	188
	Total		1,554	1,863	1,799	2,012	2,105		2,105	1,554
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED						QUARTER ENDED	

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		SEPT	DEC	MAR	JUNE	SEPT		SEPT	SEPT
		2006	2006	2007	2007	2007		2007	2006
<b>ENERGY COAL</b>									
BHP Billiton attributable production and sales unless otherwise stated.									
('000 tonnes)									
<u>South Africa (a)</u>									
	Production	13,151	13,032	12,863	12,596	11,706		11,706	13,151
	Sales								
	Export	5,168	5,211	5,068	5,218	4,207		4,207	5,168
	Local utility	7,552	7,413	7,874	7,416	7,063		7,063	7,552
	Inland	255	227	259	310	388		388	255
	Total	12,975	12,851	13,201	12,944	11,658		11,658	12,975
	(a)	Koorfontein was sold with effect from 1 July 2007.							
<u>New Mexico, USA</u>									
	Production								
	Navajo Coal	1,778	2,104	1,971	2,321	1,548		1,548	1,778
	San Juan Coal	1,689	1,767	1,135	2,315	963		963	1,689
	Total	3,467	3,871	3,106	4,636	2,511		2,511	3,467
	Sales - local utility	3,822	3,616	3,400	3,185	3,693		3,693	3,822
<u>Hunter Valley, Australia</u>									
	Production	2,766	2,790	2,731	2,610	2,918		2,918	2,766
	Sales								
	Export	1,245	1,858	1,479	1,934	1,423		1,423	1,245
	Inland	1,031	1,005	1,168	909	1,179		1,179	1,031
	Total	2,276	2,863	2,647	2,843	2,602		2,602	2,276
<u>Cerrejon Coal, Colombia</u>									
	Production	2,398	2,337	2,230	2,441	2,488		2,488	2,398
	Sales - export	2,336	2,323	2,446	2,401	2,761		2,761	2,336

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

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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: 23 October 2007

By: Jane McAloon

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Name: Jane McAloon  
Title: Group Company Secretary