

Edgar Filing: WMC RESOURCES LTD - Form CB

WMC RESOURCES LTD  
Form CB  
March 11, 2005

-----  
OMB APPROVAL  
-----

OMB Number: 3235-0518  
Expires: March 31, 2005  
Estimated average burden  
hours per response..... 0.13  
-----

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form CB

TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM  
(AMENDMENT NO. \_\_\_\_\_)

Please place an X in the box(es) to designate the appropriate rule provision(s)  
relied upon to file this Form:

Securities Act Rule 801 (Rights Offering) [ ]  
Securities Act Rule 802 (Exchange Offer) [ ]  
Exchange Act Rule 13e-4(h) (8) (Issuer Tender Offer) [ ]  
Exchange Act Rule 14d-1(c) (Third Party Tender Offer) [X]  
Exchange Act Rule 14e-2(d) (Subject Company Response) [ ]

Filed or submitted in paper if permitted by Regulation S-T Rule 101(b) (8) [ ]

Note: Regulation S-T Rule 101(b) (8) only permits the filing or submission of a  
Form CB in paper by a party that is not subject to the reporting requirements of  
Section 13 or 15(d) of the Exchange Act.

WMC Resources Limited  
(Name of Subject Company)

Not Applicable  
(Translation of Subject Company's Name into English (if applicable))

Commonwealth of Australia  
(Jurisdiction of Subject Company's Incorporation or Organization)

BHP Billiton Limited and BHP Billiton Plc  
(Name of Person(s) Furnishing Form)

ordinary shares and shares underlying American depositary shares  
(Title of Class of Subject Securities)

-----  
(CUSIP Number of Class of Securities (if applicable))  
-----

Edgar Filing: WMC RESOURCES LTD - Form CB

-----  
John Fast  
Chief Legal Counsel  
BHP Billiton Group  
180 Lonsdale St.  
Melbourne, 3000  
Australia  
Tel: +61 3 9609 3333  
Fax: + 61 3 9609 3015  
-----

(Name, Address (including zip code) and Telephone Number (including area code) of Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

Copies to:

-----  
David A. Katz, Esq.  
Partner  
Wachtell, Lipton, Rosen & Katz  
51 West 52nd Street  
New York, NY 10019-6150  
U.S.A.  
Tel: + 212 403 1000  
Fax: + 212 403 2000  
-----

-----  
David Williamson  
Blake Dawson Waldron  
Level 39  
101 Collins Street  
Melbourne, Victoria 3000  
Australia  
Tel: + 61 3 9679 3000  
Fax: + 61 3 9679 3111  
-----

March 8, 2005 (Date of announcement of intention to commence Tender Offer) (Date Tender Offer/Rights Offering Commenced)

\* AN AGENCY MAY NOT CONDUCT OR SPONSOR, AND A PERSON IS NOT REQUIRED TO RESPOND TO, A COLLECTION OF INFORMATION UNLESS IT DISPLAYS A CURRENTLY VALID CONTROL NUMBER. ANY MEMBER OF THE PUBLIC MAY DIRECT TO THE COMMISSION ANY COMMENTS CONCERNING THE ACCURACY OF THIS BURDEN ESTIMATE AND ANY SUGGESTIONS FOR REDUCING THIS BURDEN. THIS COLLECTION OF INFORMATION HAS BEEN REVIEWED BY OMB IN ACCORDANCE WITH THE CLEARANCE REQUIREMENTS OF 44 U.S.C. 3507.

SEC 2560        Persons who respond to the collection of Information  
(10-03)        contained in this form are not required to respond unless  
                 the form displays a currently valid OMB control number.

PART I - INFORMATION SENT TO SECURITY HOLDERS

Item 1. Home Jurisdiction Documents

- (a)            Not applicable.
- (b)            Not applicable.

Item 2. Informational Legends

Not applicable.

PART II - INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS

Edgar Filing: WMC RESOURCES LTD - Form CB

- (1) Australian Stock Exchange announcement dated March 8, 2005 (Exhibit 1); Transcript from BHP Billiton Group teleconference on March 8, 2005 (Exhibit 2).
- (2) Not applicable.
- (3) Not applicable.

PART III - CONSENT TO SERVICE OF PROCESS

Concurrently with the furnishing of this Form CB to the Securities and Exchange Commission (the "SEC"), is filing with the SEC an Irrevocable Consent and Power of Attorney on Form F-X. BHP Billiton Group will promptly communicate any change in the name or address of its agent for service to the SEC by amendment of the Form F-X.

PART IV - SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By:                /s/ Karen Wood  
-----  
                    (Signature)

Name:             Karen Wood, Secretary  
-----  
                    (Name and Title)

Date:              March 10, 2005