

BHP BILLITON LTD  
Form 6-K  
December 03, 2004

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 6-K

REPORT OF FOREIGN ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the Date of

23 November 2004

BHP Billiton Limited

ABN 49 004 028 077

180 Lonsdale Street

Melbourne Victoria 3000

Australia

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 | <input checked="" type="checkbox"/> |  | Form 40-F | <input type="checkbox"/> |
|-----------|-------------------------------------|--|-----------|--------------------------|

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 | <input type="checkbox"/> |  | No | <input checked="" type="checkbox"/> |
|-----|--------------------------|--|----|-------------------------------------|

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

23 November 2004

|     |                           |     |                             |
|-----|---------------------------|-----|-----------------------------|
|     |                           |     |                             |
| To: | Australian Stock Exchange | cc: | Swiss Stock Exchange        |
|     | London Stock Exchange     |     | Johannesburg Stock Exchange |
|     |                           |     | Deutsche Bank               |
|     |                           |     | New York Stock Exchange     |
|     |                           |     |                             |

**Off-Market Share Buy-Back - Final Notice**

Please find attached, for the information of your markets, a notice in the form (Appendix 3F) required by the Listing Rules of the Australian Stock Exchange advising the final number of shares bought back and the total consideration payable in respect of the off-market share buy-back announced on 5 October 2004.

Yours faithfully

Sam Butcher  
Assistant Company Secretary

Rule 3.8A

Appendix 3F

Final share buy-back notice

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(except minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001.

Information and documents given to ASX become ASX's property and may be made public.

|                      |                |
|----------------------|----------------|
| Name of entity       | ABN            |
| BHP Billiton Limited | 49 004 028 077 |

We (the entity) give ASX the following information.

Description of buy-back

|   |                  |  |
|---|------------------|--|
| 1 | Type of buy-back | Selective buy-back on equal access buy-back conditions as modified |
|---|------------------|--|

Details of all shares bought back

|   |                              |             |
|---|------------------------------|-------------|
| 2 | Number of shares bought back | 180,716,428 |
|---|------------------------------|-------------|

|   |  |                     |
|---|--|---------------------|
| 3 | Total consideration paid or payable for the shares | A\$2,271,605,499.96 |
|---|--|---------------------|

|   |  |   |
|---|--|---|
| 4 | If buy-back is an on-market buy-back - highest and lowest price paid | <p>highest price:</p> <p>date: N/A</p><br><p>lowest price:</p> <p>date: N/A</p> |
|---|--|---|

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

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Sign here: ..... Date: ...23 November 2004...

(~~Director~~/Company secretary)

Print name: ....Sam Butcher....

BHP Billiton Limited ABN 49 004 028 077

BHP Billiton Plc Registration number 3196209

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

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 BILLI

TON LIMITED  
/s/ KAREN WOOD

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Karen Wood  
Title: Company Secretary  
Date: 23 November 2004