

BHP BILLITON LTD  
Form 6-K  
November 13, 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

November 9, 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)

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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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Issued by: BHP Billiton Limited

To:  
London Stock Exchange  
Australian Stock Exchange

Cc:  
New York Stock Exchange  
JSE Limited  
Swiss Stock Exchange  
Deutsche Bank  
UBS Zurich

Date: 9 November 2006

For Release: Immediately

Dear Shareholder

**BEWARE OF OFFERS TO PURCHASE YOUR BHP BILLITON SHARES - THEY MAY UNDERVALUE YOUR INVESTMENT**

I am writing to inform and warn you about unsolicited offers to purchase your BHP Billiton shares.

A company called 'Direct Share Purchasing Corporation Pty Ltd' (DSPC) has written to BHP Billiton requesting a copy of our share register. Under the Corporations Act they are entitled to do this.

We understand that the company is associated with Mr David Tweed. You may know of him; he is mentioned frequently in the media for making offers to the holders of small parcels of shares in listed companies.

You may receive an offer from DSPC. It concerns me that shareholders may unknowingly accept an offer for their BHP Billiton shares that substantially undervalues their shareholding, so if you do receive such an offer, please check it carefully. In particular, please check:

- that you are going to receive **fair value** for your shares because it is possible that you could receive more for your shares if you sold them on market through your broker. You can check the current market value of BHP Billiton shares on the Australian Stock Exchange's website at [www.asx.com.au](http://www.asx.com.au) or in the daily newspapers; and
- the **terms and conditions** of the offer and, in particular, **how quickly you are going to be paid**. If you sold your shares on market through a broker, you would usually receive payment within approximately 3 days. You should check that the

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offer does not contemplate that you will be paid over a long period of time because this would reduce the real value to you. It may also result in unforeseen taxation consequences for you.

Of course any decision about sale of your BHP Billiton shares is one for you. I only urge you to carefully consider the terms of any offer you receive and contact your broker or financial advisor for advice. If you do not have a regular broker, information on how to get in touch with one is available from the Australian Stock Exchange's Customer Service Centre, telephone 131 279.

If you would like any further clarification on matters raised in this letter you may contact our Manager, Share Registry Services on +61 3 9609 4539.

Thank you for your support as a shareholder in BHP Billiton.

Yours sincerely

Don Argus  
Chairman

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**





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

Date: 9 November 2006

By: Karen Wood

Name: Karen Wood

Title: Group Company Secretary