

BHP LTD
Form 6-K
May 22, 2001

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Assistant Company Secretary

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FOR ANNOUNCEMENT TO THE MARKET

In accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Law, I advise the following results of the business conducted at the meeting of shareholders of BHP Limited held on 18 May 2001.

A poll was conducted on each of the proposed resolutions. The proxy position and poll results were:

- To approve the DLC Merger, subject to the passing of resolution 2 below (an ordinary resolution)

Ⓟ

Total number of proxy votes exercisable by all proxies validly appointed - 791,709,303

Ⓟ

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 619,806,004
- was to vote against the resolution - 97,892,008
- was to abstain on the resolution - 6,081,151

- may vote at the proxy's discretion - 67,930,140

- To approve the DLC Merger (cont'd)

␣

Votes cast in favour - 737,236,040

␣

Votes cast against - 98,182,149

␣

Votes cast abstaining - Nil

- To adopt the new Constitution, subject to completion of the DLC Merger ("Completion") (a special resolution)

␣

Total number of proxy votes exercisable by all proxies validly appointed - 750,021,228

␣

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 528,882,004

- was to vote against the resolution - 100,233,018

.

was to abstain on the resolution - 47,675,097

- may vote at the proxy's discretion - 73,231,109

␣

Votes cast in favour - 651,542,457

Ⓟ

Votes cast against - 100,530,380

Ⓟ

Votes cast abstaining - Nil

- To approve a change of Company name, subject to Completion (a special resolution)

Ⓟ

Total number of proxy votes exercisable by all proxies validly appointed - 783,204,184

Ⓟ

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 609,493,612
- was to vote against the resolution - 95,361,799
-

was to abstain on the resolution - 6,795,232

- may vote at the proxy's discretion - 71,553,541

Ⓟ

Votes cast in favour - 730,475,260

Ⓟ

Votes cast against - 95,662,611

Ⓟ

Votes cast abstaining - Nil

- To elect as a Director Mr Brian Gilbertson, subject to Completion (an ordinary resolution)

¶

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

¶

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 603,803,204

- was to vote against the resolution - 90,222,094

.

was to abstain on the resolution - 18,437,652

μδδστ may vote at the proxy's discretion - 79,217,353

¶

Votes cast in favour - 732,239,143

¶

Votes cast against - 90,688,278

¶

Votes cast abstaining - Nil

- To elect as a Director Mr Michael Davis, subject to Completion (an ordinary resolution)

¶

Total number of proxy votes exercisable by all proxies validly appointed - 789,553,427

¶

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Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 600,928,484
- was to vote against the resolution - 90,526,803

was to abstain on the resolution - 18,443,390

- may vote at the proxy's discretion - 79,654,750

␣

Votes cast in favour - 729,806,733

␣

Votes cast against - 90,978,738

␣

Votes cast abstaining - Nil

- To elect as a Director Mr David Brink, subject to Completion (an ordinary resolution)

␣

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

␣

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 602,604,719

- was to vote against the resolution - 90,738,825

.

was to abstain on the resolution - 18,443,774

- may vote at the proxy's discretion - 79,892,985

Ⓟ

Votes cast in favour - 731,724,516

Ⓟ

Votes cast against - 91,187,447

Ⓟ

Votes cast abstaining - Nil

- To elect as a Director Mr Cornelius Herkstr

öter, subject to Completion (an ordinary resolution)

Ⓟ

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

Ⓟ

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 602,126,505

- was to vote against the resolution - 91,238,195

.

was to abstain on the resolution - 18,443,490

- may vote at the proxy's discretion - 79,872,113

␣

Votes cast in favour - 731,211,411

␣

Votes cast against - 91,700,836

␣

Votes cast abstaining - Nil

- To elect as a Director Mr Derek Keys, subject to Completion (an ordinary resolution)

␣

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

␣

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 601,910,948

- was to vote against the resolution - 91,397,198

.

was to abstain on the resolution - 18,443,116

- may vote at the proxy's discretion - 79,929,041

␣

Votes cast in favour - 731,065,177

␣

Votes cast against - 91,847,444

␣

Votes cast abstaining - Nil

- To elect as a Director Lord Renwick of Clifton, subject to Completion (an ordinary resolution)

␣

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

␣

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 601,154,989
- was to vote against the resolution - 92,250,442

.

was to abstain on the resolution - 18,443,136

- may vote at the proxy's discretion - 79,831,736

␣

Votes cast in favour - 730,189,118

␣

Votes cast against - 92,725,232

␣

Votes cast abstaining - Nil

- To elect as a Director Mr Barry Romeril, subject to Completion (an ordinary resolution)

Ⓟ

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

Ⓟ

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 602,334,345
- was to vote against the resolution - 90,872,569
- was to abstain on the resolution - 18,440,036

- may vote at the proxy's discretion - 80,033,353

Ⓟ

Votes cast in favour - 731,590,150

Ⓟ

Votes cast against - 91,325,551

Ⓟ

Votes cast abstaining - Nil

- To elect as a Director Mr John Jackson, subject to Completion (a special resolution)

Ⓟ

Total number of proxy votes exercisable by all proxies validly appointed - 791,680,303

Ⓟ

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Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 597,902,670
- was to vote against the resolution - 95,590,502

was to abstain on the resolution - 18,443,116

- may vote at the proxy's discretion - 79,744,015

Ⓟ

Votes cast in favour - 726,754,353

Ⓟ

Votes cast against - 96,161,408

Ⓟ

Votes cast abstaining - Nil

- To approve an increase in maximum aggregate Directors' fees, subject to Completion (an ordinary resolution)

Ⓟ

Total number of proxy votes exercisable by all proxies validly appointed - 788,228,976

Ⓟ

Total number of proxy votes in respect of which the appointments specified that the proxy:

- was to vote for the resolution - 576,659,179
- was to vote against the resolution - 119,761,697

was to abstain on the resolution - 14,308,329

- may vote at the proxy's discretion - 77,499,771

Ⓟ

Votes cast in favour - 703,001,011

Ⓟ

Votes cast against - 120,102,223

Ⓟ

Votes cast abstaining - Nil

Each of the proposed resolutions was therefore passed by the required majority, and the merger with Billiton Plc is expected to proceed, subject to satisfaction of the outstanding regulatory conditions.

R V Taylor

Secretary