BHP BILLITON PLC
Form 6-K
December 28, 2007

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 23, 2007

BHP Billiton Plc

(Translation of registrant's name into English)

Neathouse Place London SW1V 1BH United Kingdom

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F: [x] 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

FORM 8.1

DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES

FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS

(Rules 8.1(a) and (b)(i) of the Takeover Code)

1. KEY INFORMATION

Name of person dealing (Note 1)	Billiton ESOP Trustee Limited
Company dealt in	BHP Billiton Plc
(1) Class of relevant security to which the dealings being disclosed relate **(Note 2)**	Ordinary Shares of US$0.50 each
(2) Date of dealing	21 November 2007

2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

(a) Interests and short positions (following dealing) in the class of relevant security dealt in

(Note 3)

	Long		Short	
	Number	(%)	Number	(%)
(1) Relevant securities	404,001 0.02%			
(2) Derivatives (other than options)				
(3) Options and agreements to purchase/sell				
Total	404,001			

(b) Interests and short positions in relevant securities of the company, other than the class dealt in

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
(1) Relevant securities				
(2) Derivatives (other than options)				
(3) Options and agreements to purchase/sell				
Total				

(c) Rights to subscribe

(Note 3)

Class of relevant security:	Details
(3)	

3. DEALINGS

(Note 4)

(a) Purchases and sales

Purchase/sale	Number of securities	Price per unit (Note 5)
Sale	52	GBP 15.13
Transfer	3,944	N/A

(b) Derivatives transactions (other than options)

Product name,	Long/short	Number of securities	Price per unit

e.g. CFD	(Note 6)	(Note 7)	(Note 5)

(c) Options transactions in respect of existing securities

(i) Writing, selling, purchasing or varying

Product name, e.g. call option	Writing, selling, purchasing, varying etc.	Number of securities to which the option relates (Note 7)	Exercise price	Type, e.g. American, European etc.	Expiry date	Option money paid/received per unit (Note 5)

(ii) Exercising

Product name, e.g. call option	Number of securities	Exercise price per unit (Note 5)

(d) Other dealings (including new securities)

(Note 4)

Nature of transaction (Note 8)	Details	Price per unit (if applicable) (Note 5)

4. OTHER INFORMATION

Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.
None

Is a Supplemental Form 8 attached?

(Note 9) NO

(4) Date of disclosure	23 November 2007
(5) Contact name	Gail McGrath
(6) Telephone number	+44 (0)20 7802 4108
Name of offeree/offeror with which associated	BHP Billiton Plc
Specify category and nature of associate status **(Note 10)**	Billiton ESOP Trustee Limited is the trustee of the BHP Billion Employee Share Ownership Trust (associate)

Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at

www.thetakeoverpanel.org.uk

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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 Plc

Date: 23 November 2007 By: Jane McAloon

Name: Jane McAloon Title:Group Company Secretary