

BHP BILLITON LTD  
Form 6-K  
October 27, 2005

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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

October

27, 2005

**BHP Billiton**

**Limited**

..... (Translation of registrant's name into English) 180 Lonsdale Street Melbourne VIC 3000 Australia  
.....

(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:  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  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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27 October 2005  
Number 42/05

**BHP BILLITON PRODUCTION REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2005**

BHP Billiton today released its production report for the quarter ended 30 September 2005. Throughout this report, unless otherwise stated, production volumes refer to BHP Billiton share.

- Record quarterly copper and nickel production reflecting the successful integration of the recently acquired Olympic Dam and Nickel West (both Australia) assets.
- Petroleum volumes impacted by hurricane related production disruptions in the Gulf of Mexico (USA) and unplanned outages at North West Shelf (Australia).
- Escondida Norte (Chile) successfully commissioned on schedule.
- Western Australia Iron Ore production impacted by unseasonably wet weather conditions and a train derailment.

Crude Oil & Condensate ('000 bbl)	12,234	-1%	-12%
Natural Gas (bcf)	97.65	27%	-1%
Total Petroleum Products (million boe)	31.38	12%	-5%

Total Petroleum Products -

Total production for the September 2005 quarter of 31.4 million barrels of oil equivalent was higher than the September 2004 quarter. This primarily reflects increased natural gas production. Production was lower than the June 2005 quarter primarily reflecting hurricane related production disruptions in the Gulf of Mexico.

Crude Oil and Condensate -

Production for the September 2005 quarter was in line with the September 2004 quarter. Natural field decline at Bass Strait (Australia) and Typhoon (USA), the sale of our interest in Laminaria (Australia) in January 2005, well downtime at North West Shelf and hurricane damage at Typhoon all led to lower volumes during the quarter. Offsetting this was new production following the commissioning of ROD (Algeria) in October 2004 and Angostura (Trinidad & Tobago) and Mad Dog (USA), both in January 2005.

Production was lower than the June 2005 quarter due to natural field decline at Bass Strait, Typhoon and Liverpool Bay (UK), well downtime at North West Shelf and hurricane interrupted production at Typhoon and Mad Dog.

Natural Gas -

Production for the September 2005 quarter was significantly higher than the September 2004 quarter. This reflects the commissioning of Minerva (Australia) in January 2005, higher production of North West Shelf LNG following the commissioning of the 4th LNG Train in September 2004 and extended shut-downs at Liverpool Bay and Bruce (UK) in the September 2004 quarter.

Production for the September 2005 quarter was in line with the June 2005 quarter. Higher demand for Bass Strait and Minerva gas was offset by lower seasonal demand for Liverpool Bay gas, higher downtime at Bruce, Liverpool Bay

and North West Shelf and hurricane interruptions to production at Typhoon.

Alumina ('000 tonnes)	1,028	3%	-2%
Aluminium ('000 tonnes)	334	-1%	4%

Alumina -

September 2005 quarter production increased over the September 2004 quarter primarily reflecting increased production at Worsley (Australia). Whilst a calciner outage impacted production at Worsley in both quarters, there was a lesser effect in the current quarter.

Production was slightly below the June 2005 quarter reflecting scheduled calciner maintenance at both Worsley and Alumar (Brazil). This was partially offset by recovering production from Suriname following commissioning difficulties with the expansion project in the prior quarter.

Aluminium

- September 2005 quarter production increased over the June 2005 quarter reflecting recovering production at Bayside (South Africa) following a potline outage in April 2005.

Copper ('000 tonnes)	308.9	24%	14%
Silver ('000 ounces)	11,362	-3%	-4%
Lead (tonnes)	64,873	0%	0%
Uranium Oxide Concentrate (tonnes)	1,088	n/a	n/a

Copper -

Record quarterly copper production was achieved in the September 2005 quarter. This primarily reflects the inclusion of a full quarter of production from Olympic Dam and record quarterly production at Escondida (Chile), reflecting higher head grades and increased mill throughput. This was partially offset by lower production from Cerro Colorado following an earthquake in June 2005.

Silver -

Decreased production in the September 2005 quarter was driven by lower head grades at Cannington (Australia).

Lead -

September quarter production was in line with both the September 2004 and June 2005 quarters.

## Uranium Oxide Concentrate -

Production of 1,088 tonnes of uranium oxide for the September 2005 quarter reflects the inclusion of a full quarter of production from Olympic Dam.

Iron ore ('000 tonnes)	23,601	5%	-7%
Metallurgical Coal ('000 tonnes)	8,986	-3%	-6%
Manganese Ores ('000 tonnes)	1,387	1%	-2%
Manganese Alloys ('000 tonnes)	139	-29%	-11%

## Iron Ore -

September 2005 quarter production increased over the September 2004 quarter reflecting the ramp up of production at Western Australia Iron Ore following the completion of the Accelerated Expansion Project and Rapid Growth Project 1 in June 2004 and December 2004 respectively.

Production was lower than the June 2005 quarter reflecting unseasonably wet weather conditions and a train derailment at Western Australia Iron Ore.

## Metallurgical Coal -

September 2005 quarter production was lower than the September 2004 quarter. This primarily reflects lower Queensland Coal (Australia) production due to the depletion of reserves at Riverside, a scheduled dragline outage at Saraji and heavy rainfall at South Walker Creek. This was partially offset by increased production at Illawarra Coal (Australia) following the commissioning of Dendrobium in April 2005.

Production was lower than the June 2005 quarter due to decreased production at Queensland Coal as outlined above, and lower production at Illawarra Coal reflecting longwall changeouts at both West Cliff and Appin.

## Manganese ore -

Production for the September 2005 quarter was in line with both the September 2004 and June 2005 quarters.

## Manganese alloys -

Decreased production in the September 2005 quarter reflects scheduled maintenance at Metalloys (South Africa) and changes to product mix at Temco (Australia).

Diamonds ('000 carats)	852	-14%	-11%

Fertilizer ('000 tonnes)	244.9	n/a	n/a
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## Diamonds -

Carat production decreased in the September 2005 quarter reflecting the processing of lower grade ore at Ekati (Canada). This is expected to continue for the remainder of the 2006 financial year.

## Fertilizer -

Increased production for the September 2005 quarter reflects the inclusion of a full quarter of production from Southern Cross Fertilizer Operations (Australia) (formerly Queensland Fertilizer Operations).

Energy Coal ('000 tonnes)	24,010	3%	6%
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## Energy Coal -

Production for the September 2005 quarter was higher than the September 2004 quarter reflecting record quarterly production at New Mexico Coal (USA) due to favourable geological conditions at San Juan Coal and inventory building in preparation for a dragline outage at Navajo Coal. In addition, record production at Cerrejon Coal (Colombia) reflects the ramp up of recently expanded capacity.

Production was higher than the June 2005 quarter and primarily reflects higher production at Ingwe (South Africa) due to ongoing improvement initiatives and response to increased domestic demand, as well as record quarterly production at both New Mexico Coal and Cerrejon Coal.

Nickel ('000 tonnes)	44.1	125%	39%
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## Nickel

- Record production in the September 2005 quarter primarily reflects the inclusion of a full quarter of production from Nickel West. This was partially offset by lower production at Yabulu (Australia) reflecting maintenance and tie-in activities associated with the Yabulu expansion project.

Production at Cerro Matoso (Colombia) in the September 2005 quarter was higher than the September 2004 quarter reflecting improved operating efficiencies, however a major planned maintenance shut down led to lower production compared to the June 2005 quarter.

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Further information on BHP Billiton can be found on our Internet site: <http://www.bhpbilliton.com>

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BHP BILLITON PRODUCTION SUMMARY			QUARTER ENDED			QUARTER ENDED		% CHANGE	
			SEPT	JUNE	SEPT	SEPT	SEPT	SEP Q05	SEP Q05
			2004	2005	2005	2005	2004	vs	vs
								SEP Q04	JUN Q05
<b>PETROLEUM</b>									
Crude oil & condensate	('000 bbl)		12,366	13,939	12,234	12,234	12,366	-1%	-12%
Natural gas	(bcf)		77.19	98.79	97.65	97.65	77.19	27%	-1%
LPG	('000 tonnes)		231.03	213.71	234.24	234.24	231.03	1%	10%
Ethane	('000 tonnes)		27.75	22.97	28.02	28.02	27.75	1%	22%
Total Petroleum Products	(million boe)		28.03	33.13	31.38	31.38	28.03	12%	-5%
<b>ALUMINIUM</b>									
Alumina	('000 tonnes)		1,000	1,054	1,028	1,028	1,000	3%	-2%
Aluminium	('000 tonnes)		339	321	334	334	339	-1%	4%

BASE METALS										
	Copper	('000 tonnes)	248.8	269.8	308.9		308.9	248.8	24%	14%
	Lead	(tonnes)	64,910	64,652	64,873		64,873	64,910	0%	0%
	Zinc	(tonnes)	23,851	28,204	29,147		29,147	23,851	22%	3%
	Gold	(ounces)	30,132	31,882	53,666		53,666	30,132	78%	68%
	Silver	('000 ounces)	11,769	11,881	11,362		11,362	11,769	-3%	-4%
	Uranium oxide concentrate	(tonnes)	-	415	1,088		1,088	-	-	-
	Molybdenum	(tonnes)	323	492	573		573	323	77%	16%
CARBON STEEL MATERIALS										
	Iron ore	('000 tonnes)	22,545	25,296	23,601		23,601	22,545	5%	-7%
	Metallurgical coal	('000 tonnes)	9,241	9,570	8,986		8,986	9,241	-3%	-6%
	Manganese ores	('000 tonnes)	1,379	1,418	1,387		1,387	1,379	1%	-2%
	Manganese alloys	('000 tonnes)	195	156	139		139	195	-29%	-11%
DIAMONDS AND SPECIALTY PRODUCTS										
	Diamonds	('000 carats)	986	957	852		852	986	-14%	-11%
	Fertilizer	('000 tonnes)	-	73.9	244.9		244.9	-	-	-
ENERGY COAL										
	Energy coal	('000 tonnes)	23,245	22,703	24,010		24,010	23,245	3%	6%
STAINLESS STEEL MATERIALS										
	Nickel	('000 tonnes)	19.6	31.8	44.1		44.1	19.6	125%	39%
	Ferrochrome	('000 tonnes)	265	178	-		-	265	-100%	-100%

Throughout this report figures in italics indicate that this figure has been adjusted since it was previously reported.

BHP BILLITON ATTRIBUTABLE PRODUCTION		BHP Billiton	QUARTER ENDED					QUARTER ENDED	
			SEPT	DEC	MARCH	JUNE	SEPT	SEPT	SEPT
		Interest	2004	2004	2005	2005	2005	2005	2004
<b>PETROLEUM</b>									
Production									
	Crude oil & condensate	(000 bbl)	12,366	12,190	12,345	13,939	12,234	12,234	12,366
	Natural gas	(bcf)	77.19	87.35	82.35	98.79	97.65	97.65	77.19
	LPG	('000 tonnes)	231.03	216.07	199.29	213.71	234.24	234.24	231.03
	Ethane	('000 tonnes)	27.75	27.20	23.61	22.97	28.02	28.02	27.75
	Total Petroleum Products	(million boe)	28.03	29.38	28.49	33.13	31.38	31.38	28.03
<b>ALUMINIUM</b>									
<b>ALUMINA</b>									
Production ('000 tonnes)									
	Worsley	86%	663	686	746	718	689	689	663
	Suriname	45%	223	222	220	209	227	227	223
	Alumar	36%	114	128	126	127	112	112	114
	Total		1,000	1,036	1,092	1,054	1,028	1,028	1,000
<b>ALUMINIUM</b>									
Production ('000 tonnes)									
	Hillside	100%	173	171	169	172	172	172	173
	Bayside	100%	46	46	45	29	41	41	46
	Alumar	46.3%	44	45	43	44	45	45	44
	Valesul	45.5%	11	11	10	11	11	11	11
	Mozal	47%	65	65	65	65	65	65	65
	Total		339	338	332	321	334	334	339
<b>BASE METALS (a)</b>									
<b>COPPER</b>									



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Payable metal in concentrate ('000 tonnes)									
	Escondida	57.5%	142.5	146.3	135.4	154.0	168.6	168.6	142.5
	Antamina	33.8%	29.9	33.4	29.9	29.9	27.9	27.9	29.9
	Tintaya (b)	100%	14.6	22.1	20.7	15.3	17.3	17.3	14.6
	Total		187.0	201.8	186.0	199.2	213.8	213.8	187.0
Cathode ('000 tonnes)									
	Escondida	57.5%	21.9	22.2	21.8	21.4	19.6	19.6	21.9
	Cerro Colorado (c)	100%	28.3	30.4	29.8	24.6	14.5	14.5	28.3
	Tintaya (b)	100%	9.3	9.1	9.6	6.4	9.7	9.7	9.3
	Pinto Valley	100%	2.3	2.3	2.4	2.1	2.2	2.2	2.3
	Olympic Dam (d)	100%	-	-	-	16.1	49.1	49.1	-
	Total		61.8	64.0	63.6	70.6	95.1	95.1	61.8
LEAD									
Payable metal in concentrate (tonnes)									
	Cannington	100%	64,910	71,509	80,899	64,652	64,873	64,873	64,910
	Total		64,910	71,509	80,899	64,652	64,873	64,873	64,910
ZINC									
Payable metal in concentrate (tonnes)									
	Cannington	100%	10,968	13,956	15,241	12,676	14,188	14,188	10,968
	Antamina	33.8%	12,883	6,962	17,147	15,528	14,959	14,959	12,883
	Total		23,851	20,918	32,388	28,204	29,147	29,147	23,851
	Refer footnotes on page 4.								
<b>BASE METALS</b> (continued)									
GOLD									
Payable metal in concentrate (ounces)									
	Escondida	57.5%	25,370	24,475	25,987	20,774	19,194	19,194	25,370

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	Tintaya (b)	100%	4,762	6,772	6,165	4,066	8,048		8,048	4,762
	Olympic Dam (d) (refined gold)	100%	-	-	-	7,042	26,424		26,424	-
	Total		30,132	31,247	32,152	31,882	53,666		53,666	30,132
<b>SILVER</b>										
Payable metal in concentrate ('000 ounces)										
	Escondida	57.5%	604	639	650	658	795		795	604
	Antamina	33.8%	692	503	830	749	642		642	692
	Tintaya (b)	100%	134	186	181	129	167		167	134
	Cannington	100%	10,339	11,025	12,383	10,283	9,579		9,579	10,339
	Olympic Dam (d) (refined silver)	100%	-	-	-	62	179		179	-
	Total		11,769	12,353	14,044	11,881	11,362		11,362	11,769
<b>URANIUM OXIDE CONCENTRATE</b>										
Payable metal in concentrate (tonnes)										
	Olympic Dam (d)	100%	-	-	-	415	1,088		1,088	-
	Total		-	-	-	415	1,088		1,088	-
<b>MOLYBDENUM</b>										
Payable metal in concentrate (tonnes)										
	Antamina	33.8%	323	560	431	492	573		573	323
	Total		323	560	431	492	573		573	323
<b>CARBON STEEL MATERIALS</b>										
<b>IRON ORE (e)</b>										
Production ('000 tonnes)										
	Mt Newman Joint Venture	85%	6,157	6,611	6,475	6,493	6,234		6,234	6,157
	Goldsworthy Joint Venture	85%	1,038	1,037	1,017	1,593	1,393		1,393	1,038
	Area C Joint Venture	85%	2,990	4,358	4,451	4,813	4,286		4,286	2,990

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	Yandi Joint Venture	85%	8,767	9,238	8,713	8,943	8,409		8,409	8,767
	Jimblebar	100%	1,675	1,622	1,509	1,558	1,398		1,398	1,675
	Samarco	50%	1,918	2,050	1,823	1,896	1,881		1,881	1,918
	Total		22,545	24,916	23,988	25,296	23,601		23,601	22,545
<b>METALLURGICAL COAL (f)</b>										
Production ('000 tonnes)										
	BMA	50%	6,231	6,184	5,959	7,021	6,693		6,693	6,231
	BHP Mitsui Coal (g)	80%	1,748	1,822	1,205	882	726		726	1,748
	Illawarra	100%	1,262	1,603	1,719	1,667	1,567		1,567	1,262
	Total		9,241	9,609	8,883	9,570	8,986		8,986	9,241
<b>MANGANESE ORES</b>										
Saleable production ('000 tonnes)										
	South Africa (h)	60%	632	639	606	631	566		566	632
	Australia (h)	60%	747	722	691	787	821		821	747
	Total		1,379	1,361	1,297	1,418	1,387		1,387	1,379
	Refer footnotes on page 4.									
<b>CARBON STEEL MATERIALS (cont'd)</b>										
<b>MANGANESE ALLOYS</b>										
Saleable production ('000 tonnes)										
	South Africa (h)	60%	121	136	137	98	79		79	121
	Australia (h)	60%	74	71	60	58	60		60	74
	Total		195	207	197	156	139		139	195
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>										
<b>DIAMONDS</b>										
Production ('000 carats)										

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	Ekati (TM)	80%	986	872	802	957	852		852	986
<b>FERTILIZER</b>										
Production ('000 tonnes)										
	Southern Cross Fertilizer Operations (i)	100%	-	-	-	73.9	244.9		244.9	-
<b>ENERGY COAL</b>										
Production ('000 tonnes)										
	South Africa	100%	14,588	13,745	12,769	13,548	14,549		14,549	14,588
	USA	100%	3,899	3,731	3,169	4,128	4,561		4,561	3,899
	Australia	100%	2,595	2,189	2,258	2,823	2,568		2,568	2,595
	Colombia	33%	2,163	1,724	1,883	2,204	2,332		2,332	2,163
	Total		23,245	21,389	20,079	22,703	24,010		24,010	23,245
<b>STAINLESS STEEL MATERIALS</b>										
<b>NICKEL</b>										
Production ('000 tonnes)										
	CMSA	99.8%	11.9	12.4	13.3	13.7	12.8		12.8	11.9
	Yabulu	100%	7.7	7.3	7.5	8.9	6.1		6.1	7.7
	Nickel West (j)	100%	-	-	-	9.2	25.2		25.2	-
	Total		19.6	19.7	20.8	31.8	44.1		44.1	19.6
<b>FERROCHROME</b>										
Saleable production ('000 tonnes)										
	South Africa (h) (k)	60%	265	271	240	178	-		-	265
	(a) Metal production is reported on the basis of payable metal.									
	(b) Production at Tintaya was temporarily suspended on May 25, 2005 following civil unrest in the Espinar region.									
	Production recommenced on June 20, 2005.									

(c) Production at Cerro Colorado was temporarily suspended on June 14, 2005 following an earthquake. Production									
recommenced on June 30, 2005 and continues at half capacity.									
(d) BHP Billiton acquired Olympic Dam with the acquisition of WMC. Production data is shown from June 1, 2005.									
(e) Iron ore production is reported on a wet tonnes basis.									
(f) Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.									
(g) Shown on 100% basis. BHP Billiton interest in saleable production is 80%.									
(h) Shown on 100% basis. BHP Billiton interest in saleable production is 60%.									
(i) BHP Billiton acquired Southern Cross Fertilizer Operations (formerly Queensland Fertilizer Operations) with the acquisition of WMC.									
Production data is shown from June 1, 2005.									
(j) BHP Billiton acquired Nickel West with the acquisition of WMC. Production data is shown from June 1, 2005.									
(k) BHP Billiton sold its interest in Samancor Chrome with effect from June 1, 2005.									
<b>PRODUCTION AND SHIPMENT REPORT</b>									
QUARTER ENDED									
QUARTER ENDED									
SEPT    DEC    MARCH    JUNE    SEPT    SEPT    SEPT									
2004    2004    2005    2005    2005    2005    2004									
<b>PETROLEUM</b>									
BHP Billiton attributable production unless otherwise stated.									
<b>CRUDE OIL &amp; CONDENSATE</b> ( <sup>'000</sup> barrels)									
Bass Strait									
4,835    4,226    3,754    3,921    3,720    3,720    4,835									
Minerva (a)									
-    -    21    33    34    34    -									
North West Shelf - condensate									
1,330    1,274    1,305    1,431    1,370    1,370    1,330									
North West Shelf - Wanaea/Cossack									
1,475    1,272    1,535    1,571    1,149    1,149    1,475									
Laminaria (b)									
597    472    84    -    -    -    597									
Griffin									
414    473    403    453    436    436    414									
Pakistan									
50    54    58    49    49    49    50									
Typhoon/Boris (c)									
1,461    1,290    907    672    306    306    1,461									

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	Mad Dog (a)		-	-	251	562	440		440	-
	Other Americas		181	180	160	145	123		123	181
	Angostura (a)		-	-	799	997	998		998	-
	Liverpool Bay		1,344	1,858	1,289	1,625	1,160		1,160	1,344
	Bruce/Keith		121	321	290	279	254		254	121
	Ohanet		558	432	589	461	483		483	558
	ROD (d)		-	338	900	1,740	1,712		1,712	-
	Total		12,366	12,190	12,345	13,939	12,234		12,234	12,366
NATURAL GAS (billion cubic feet)										
	Bass Strait		35.61	27.44	20.71	31.98	35.93		35.93	35.61
	Minerva (a)		-	-	6.63	9.79	10.30		10.30	-
	North West Shelf - Domestic		3.50	3.51	3.64	3.98	3.97		3.97	3.50
	North West Shelf - LNG		17.78	22.36	20.81	22.14	21.19		21.19	17.78
	Griffin		0.68	0.71	0.54	0.70	0.56		0.56	0.68
	Moranbah Coal Bed Methane (e)		-	0.53	1.07	1.64	1.65		1.65	-
	Illawarra Coal Bed Methane (f)		1.34	1.65	1.39	1.10	1.12		1.12	1.34
	Pakistan		7.69	7.87	8.88	7.25	7.32		7.32	7.69
	Typhoon/Boris (c)		2.32	2.53	1.32	0.95	0.46		0.46	2.32
	Mad Dog (a)		-	-	0.03	0.18	0.08		0.08	-
	Other Americas		1.99	2.05	1.76	1.88	1.89		1.89	1.99
	Bruce/Keith		2.26	7.39	7.22	6.90	5.81		5.81	2.26
	Liverpool Bay		4.02	11.31	8.35	10.30	7.37		7.37	4.02
	Total		77.19	87.35	82.35	98.79	97.65		97.65	77.19
LPG ('000 tonnes)										
	Bass Strait		145.85	127.70	108.56	128.50	143.55		143.55	145.85
	North West Shelf		34.66	29.43	32.28	33.15	39.64		39.64	34.66
	Bruce/Keith		6.93	18.65	17.85	16.53	13.73		13.73	6.93
	Ohanet		43.59	40.29	40.60	35.53	37.32		37.32	43.59
	Total		231.03	216.07	199.29	213.71	234.24		234.24	231.03
ETHANE ('000 tonnes)										
			27.75	27.20	23.61	22.97	28.02		28.02	27.75

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TOTAL PETROLEUM PRODUCTS	28.03	29.38	28.49	33.13	31.38		31.38	28.03
(million barrels of oil equivalent)								
(g)								
(a) Minerva, Mad Dog and Angostura commenced production in January 2005.								
(b) BHP Billiton sold its interest in Laminaria with effect from January 14, 2005.								
(c) Typhoon/Boris production was suspended in September 2005 following severe hurricane damage sustained to the Typhoon platform.								
(d) ROD commenced production in October 2004.								
(e) Moranbah Coal Bed Methane commenced production in September 2004 and was first reported in December 2004.								
(f) Illawarra Coal Bed Methane production was first reported in December 2004.								
(g) Total barrels of oil equivalent (boe) conversions are based on the following:								
6000 scf of natural gas equals 1 boe; 1 tonne of LPG equals 11.6 boe; 1 tonne of ethane equals 4.4667 boe.								

**PRODUCTION AND SHIPMENT REPORT**

		QUARTER ENDED					QUARTER ENDED	
		SEPT	DEC	MARCH	JUNE	SEPT	SEPT	SEPT
		2004	2004	2005	2005	2005	2005	2004

**ALUMINIUM**

BHP Billiton attributable production and sales unless otherwise stated.

('000 tonnes)								
<b>ALUMINA</b>								
	Production							
	Worsley, Australia	663	686	746	718	689	689	663
	Paranam, Suriname	223	222	220	209	227	227	223
	Alumar, Brazil	114	128	126	127	112	112	114
	Total	1,000	1,036	1,092	1,054	1,028	1,028	1,000
	Sales							
	Worsley, Australia	667	681	734	774	584	584	667
	Paranam, Suriname	239	221	210	221	203	203	239
	Alumar, Brazil	129	131	118	146	107	107	129

	Total		1,035	1,033	1,062	1,141	894	894	1,035
<b>ALUMINIUM</b>									
	Production								
	Hillside, South Africa		173	171	169	172	172	172	173
	Bayside, South Africa		46	46	45	29	41	41	46
	Alumar, Brazil		44	45	43	44	45	45	44
	Valesul, Brazil		11	11	10	11	11	11	11
	Mozal, Mozambique		65	65	65	65	65	65	65
	Total		339	338	332	321	334	334	339
	Sales								
	Hillside, South Africa		155	189	153	185	168	168	155
	Bayside, South Africa		45	41	39	45	34	34	45
	Alumar, Brazil		43	44	43	46	42	42	43
	Valesul, Brazil		12	11	11	10	11	11	12
	Mozal, Mozambique		59	69	62	74	54	54	59
	Total		314	354	308	360	309	309	314

<b>PRODUCTION AND SHIPMENT REPORT</b>									
			QUARTER ENDED					QUARTER ENDED	
			SEPT	DEC	MARCH	JUNE	SEPT	SEPT	SEPT
			2004	2004	2005	2005	2005	2005	2004
<b>BASE METALS</b>									
BHP Billiton attributable production and sales unless otherwise stated. Metals production is payable metal unless otherwise stated.									
<u>Escondida, Chile</u>									
	Material mined (100%)	('000 tonnes)	100,466	97,512	90,838	85,592	90,919	90,919	100,466



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	Sulphide ore milled (100%)	('000 tonnes)	20,637	20,926	19,913	21,725	22,255		22,255	20,637
	Average copper grade	(%)	1.47%	1.47%	1.41%	1.51%	1.59%		1.59%	1.47%
	Production ex Mill (100%)	('000 tonnes)	256.8	265.1	241.1	277.8	304.4		304.4	256.8
	Production									
	Payable copper	('000 tonnes)	142.5	146.3	135.4	154.0	168.6		168.6	142.5
	Payable gold concentrate	(fine ounces)	25,370	24,475	25,987	20,774	19,194		19,194	25,370
	Copper cathode (EW)	('000 tonnes)	21.9	22.2	21.8	21.4	19.6		19.6	21.9
	Payable silver concentrate	('000 ounces)	604	639	650	658	795		795	604
	Sales									
	Payable copper	('000 tonnes)	140.0	148.3	137.1	145.9	169.4		169.4	140.0
	Payable gold concentrate	(fine ounces)	24,732	25,462	27,882	19,816	19,294		19,294	24,732
	Copper cathode (EW)	('000 tonnes)	22.7	22.7	18.6	26.8	19.3		19.3	22.7
	Payable silver concentrate	('000 ounces)	582	690	712	631	803		803	582
	<u>Tintaya, Peru (a)</u>									
	Material mined	('000 tonnes)	18,676	17,486	17,575	12,385	17,228		17,228	18,676
	Sulphide Ore milled	('000 tonnes)	1,621	1,564	1,560	1,086	1,546		1,546	1,621
	Average copper grade	(%)	1.14%	1.64%	1.56%	1.67%	1.33%		1.33%	1.14%
	Production									
	Payable copper	('000 tonnes)	14.6	22.1	20.7	15.3	17.3		17.3	14.6
	Payable gold concentrate	(fine ounces)	4,762	6,772	6,165	4,066	8,048		8,048	4,762
	Copper cathode (EW)	('000 tonnes)	9.3	9.1	9.6	6.4	9.7		9.7	9.3

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	Payable silver concentrate	('000 ounces)	134	186	181	129	167		167	134
	Sales									
	Payable copper	('000 tonnes)	5.7	25.9	23.3	17.2	17.0		17.0	5.7
	Payable gold concentrate	(fine ounces)	1,219	8,491	7,593	7,073	6,783		6,783	1,219
	Copper cathode (EW)	('000 tonnes)	10.4	8.1	9.2	8.2	10.3		10.3	10.4
	Payable silver concentrate	('000 ounces)	64	234	193	160	161		161	64
	(a) Production at Tintaya was temporarily suspended on May 25, 2005 following civil unrest in the Espinar region.									
	Production recommenced on June 20, 2005.									
	<u>Cerro Colorado, Chile</u>									
	(a)									
	Material mined	('000 tonnes)	17,554	16,378	16,856	14,805	16,696		16,696	17,554
	Ore milled	('000 tonnes)	4,232	4,362	3,865	3,144	3,344		3,344	4,232
	Average copper grade	(%)	0.87%	0.91%	1.00%	0.83%	0.79%		0.79%	0.87%
	Production									
	Copper cathode (EW)	('000 tonnes)	28.3	30.4	29.8	24.6	14.5		14.5	28.3
	Sales									
	Copper cathode (EW)	('000 tonnes)	28.9	28.2	32.5	24.8	15.0		15.0	28.9
	(a) Production at Cerro Colorado was temporarily suspended on June 14, 2005 following an earthquake.									
	Production recommenced on June 30, 2005 and continues at half capacity.									
	<u>Antamina, Peru</u>									
	Material mined (100%)	('000 tonnes)	33,177	33,201	30,808	31,802	32,839		32,839	33,177
	Sulphide ore milled (100%)	('000 tonnes)	8,069	8,027	7,072	7,557	7,367		7,367	8,069

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	Average head grades								
	- Copper	(%)	1.26%	1.45%	1.41%	1.35%	1.30%	1.30%	1.26%
	- Zinc	(%)	1.02%	0.47%	1.16%	1.09%	1.04%	1.04%	1.02%
	Production								
	Payable copper	('000 tonnes)	29.9	33.4	29.9	29.9	27.9	27.9	29.9
	Payable zinc	(tonnes)	12,883	6,962	17,147	15,528	14,959	14,959	12,883
	Payable silver	('000 ounces)	692	503	830	749	642	642	692
	Payable molybdenum	(tonnes)	323	560	431	492	573	573	323
	Sales								
	Payable copper	('000 tonnes)	32.1	32.2	30.0	28.7	30.7	30.7	32.1
	Payable zinc	(tonnes)	13,617	4,185	18,293	15,066	13,203	13,203	13,617
	Payable silver	('000 ounces)	624	632	718	769	669	669	624
	Payable molybdenum	(tonnes)	160	300	592	587	538	538	160
	<u>Cannington, Australia</u>								
	Material mined	('000 tonnes)	828	844	885	880	910	910	828
	Ore milled	('000 tonnes)	730	825	788	746	772	772	730
	Average head grades								
	- Silver	(g/t)	504	500	571	482	453	453	504
	- Lead	(%)	10.3%	10.0%	11.9%	9.8%	9.9%	9.9%	10.3%
	- Zinc	(%)	3.1%	3.0%	3.5%	3.0%	3.3%	3.3%	3.1%
	Production								
	Payable silver	('000 ounces)	10,339	11,025	12,383	10,283	9,579	9,579	10,339
	Payable lead	(tonnes)	64,910	71,509	80,899	64,652	64,873	64,873	64,910
	Payable zinc	(tonnes)	10,968	13,956	15,241	12,676	14,188	14,188	10,968
	Sales								

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	Payable silver	('000 ounces)	9,266	9,006	13,514	12,265	9,078		9,078	9,266
	Payable lead	(tonnes)	62,774	57,286	88,237	76,680	59,942		59,942	62,774
	Payable zinc	(tonnes)	12,170	9,146	18,628	13,415	10,676		10,676	12,170
	<u>Olympic Dam, Australia</u>									
	<u>(a)</u>									
	Material mined (b)	('000 tonnes)	-	-	-	855	2,007		2,007	-
	Ore milled	('000 tonnes)	-	-	-	933	2,345		2,345	-
	Average copper grade	(%)	-	-	-	2.15%	2.26%		2.26%	-
	Average uranium grade	kg/t	-	-	-	0.60	0.64		0.64	-
	Production									
	Copper cathode (ER)	('000 tonnes)	-	-	-	14.5	44.2		44.2	-
	Copper cathode (EW)	('000 tonnes)	-	-	-	1.6	4.9		4.9	-
	Uranium oxide concentrate	(tonnes)	-	-	-	415	1,088		1,088	-
	Refined gold	(fine ounces)	-	-	-	7,042	26,424		26,424	-
	Refined silver	('000 ounces)	-	-	-	62	179		179	-
	Sales									
	Copper cathode (ER)	('000 tonnes)	-	-	-	16.2	47.2		47.2	-
	Copper cathode (EW)	('000 tonnes)	-	-	-	1.1	5.5		5.5	-
	Uranium oxide concentrate	(tonnes)	-	-	-	391	879		879	-
	Refined gold	(fine ounces)	-	-	-	10,555	21,192		21,192	-
	Refined silver	('000 ounces)	-	-	-	68	144		144	-

(a) BHP Billiton acquired Olympic Dam with the acquisition of WMC. Production data was first reported from June 1, 2005.									
(b) Material mined refers to run of mine ore mined and hoisted.									
<b>Pinto Valley, USA</b>									
Production									
Copper cathode (EW)	('000 tonnes)	2.3	2.3	2.4	2.1	2.2		2.2	2.3
Sales									
Copper cathode (EW)	('000 tonnes)	1.5	1.8	2.8	2.3	2.3		2.3	1.5
<b>PRODUCTION AND SHIPMENT REPORT</b>									
QUARTER ENDED									
SEPT    DEC    MARCH    JUNE    SEPT    SEPT    SEPT									
2004    2004    2005    2005    2005    2005    2004									
<b>CARBON STEEL MATERIALS</b>									
BHP Billiton attributable production and sales unless otherwise stated.									
('000 tonnes)									
<b>IRON ORE (a)</b>									
<b>Pilbara, Australia</b>									
Production									
Mt Newman Joint Venture		6,157	6,611	6,475	6,493	6,234		6,234	6,157
Goldsworthy Joint Venture		1,038	1,037	1,017	1,593	1,393		1,393	1,038
Area C Joint Venture		2,990	4,358	4,451	4,813	4,286		4,286	2,990
Yandi Joint Venture		8,767	9,238	8,713	8,943	8,409		8,409	8,767
Jimblebar		1,675	1,622	1,509	1,558	1,398		1,398	1,675
Total (BHP Billiton share)		20,627	22,866	22,165	23,400	21,720		21,720	20,627
Total production (100%)		23,971	26,615	25,810	27,254	25,306		25,306	23,971

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	Sales (b)									
	Lump		5,533	5,944	5,757	6,849	5,879		5,879	5,533
	Fines		14,524	16,096	15,909	17,052	15,702		15,702	14,524
	Total (BHP Billiton share)		20,057	22,040	21,666	23,901	21,581		21,581	20,057
	Total shipments (100%)		23,596	25,929	25,489	28,119	25,389		25,389	23,596
	(a) Iron ore production and shipments are reported on a wet tonnes basis.									
	(b) Previously shipments, now disclosed as sales to reflect revenue recognition.									
	<u>Samarco, Brazil</u>									
	Production		1,918	2,050	1,823	1,896	1,881		1,881	1,918
	Shipments		1,976	2,142	1,768	1,728	1,900		1,900	1,976
	METALLURGICAL COAL (a)									
	<u>Queensland, Australia</u>									
	Production									
	<u>BMA</u>									
	Blackwater		1,638	1,709	1,615	1,603	1,627		1,627	1,638
	Goonyella		1,112	1,254	1,355	1,740	1,609		1,609	1,112
	Peak Downs		1,198	1,164	842	1,322	1,250		1,250	1,198
	Saraji		809	812	752	878	675		675	809
	Norwich Park		700	680	664	836	759		759	700
	Gregory Joint Venture		774	565	731	642	773		773	774
	BMA total		6,231	6,184	5,959	7,021	6,693		6,693	6,231
	<u>BHP Mitsui Coal (b)</u>									
	Riverside		910	951	480	43	-		-	910
	South Walker Creek		838	871	725	839	726		726	838
	BHP Mitsui Coal total		1,748	1,822	1,205	882	726		726	1,748
	<u>Queensland total</u>		7,979	8,006	7,164	7,903	7,419		7,419	7,979
	Shipments									

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	Coking coal		5,188	5,801	5,440	5,705	4,869		4,869	5,188
	Weak coking coal		1,665	1,722	1,609	1,619	1,207		1,207	1,665
	Thermal coal		743	527	632	815	579		579	743
	Total		7,596	8,050	7,681	8,139	6,655		6,655	7,596
	(a) Metallurgical coal production is reported on the basis of saleable product. Production figures include some thermal coal.									
	(b) Shown on 100% basis. BHP Billiton interest in saleable production is 80%.									
	<u>Illawarra, Australia</u>									
	Production		1,262	1,603	1,719	1,667	1,567		1,567	1,262
	Shipments									
	Coking coal		1,097	1,610	1,447	1,500	1,190		1,190	1,097
	Thermal coal		82	144	93	27	383		383	82
	Total		1,179	1,754	1,540	1,527	1,573		1,573	1,179
	MANGANESE ORES									
	<u>South Africa</u>									
	Saleable production (a)		632	639	606	631	566		566	632
	<u>Australia</u>									
	Saleable production (a)		747	722	691	787	821		821	747
	MANGANESE ALLOYS									
	<u>South Africa</u>									
	Saleable production (a)		121	136	137	98	79		79	121
	<u>Australia</u>									
	Saleable production (a)		74	71	60	58	60		60	74
	(a) Shown on 100% basis. BHP Billiton interest in saleable production is 60%.									

PRODUCTION AND SHIPMENT REPORT										
			QUARTER ENDED					QUARTER ENDED		
			SEPT	DEC	MARCH	JUNE	SEPT	SEPT	SEPT	
			2004	2004	2005	2005	2005	2005	2004	
<b>DIAMONDS AND SPECIALTY PRODUCTS</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
<b>DIAMONDS</b>										
<u>Ekati(TM), Canada</u>										
	Ore Processed (100%)	('000 tonnes)	1,184	1,094	1,101	1,216	1,158		1,158	1,184
	Production	('000 carats)	986	872	802	957	852		852	986
<b>FERTILIZER</b>										
<u>Southern Cross Fertilizer Operations, Australia (a)</u>										
	Production (b)	('000 tonnes)	-	-	-	73.9	244.9		244.9	-
	Sales (b)	('000 tonnes)	-	-	-	105.9	175.5		175.5	-
(a) BHP Billiton acquired Southern Cross Fertilizer Operations (formerly Queensland Fertilizer Operations) with the acquisition of WMC. Production data was first reported from June 1, 2005.										
(b) Includes diammonium phosphate and monoammonium phosphate.										
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED					QUARTER ENDED		
			SEPT	DEC	MARCH	JUNE	SEPT	SEPT	SEPT	
			2004	2004	2005	2005	2005	2005	2004	
<b>ENERGY COAL</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
<u>Ingwe, South Africa</u>										
	Production		14,588	13,745	12,769	13,548	14,549		14,549	14,588



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	Sales									
	Export		5,551	4,750	5,082	5,094	5,436		5,436	5,551
	Local utility		8,546	8,106	7,069	7,560	8,013		8,013	8,546
	Inland		383	308	353	186	309		309	383
	Total		14,480	13,164	12,504	12,840	13,758		13,758	14,480
<u>New Mexico, USA</u>										
	Production									
	Navajo Coal		2,083	1,765	2,008	2,389	2,238		2,238	2,083
	San Juan Coal		1,816	1,966	1,161	1,739	2,323		2,323	1,816
	Total		3,899	3,731	3,169	4,128	4,561		4,561	3,899
	Sales - local utility		3,897	3,739	3,447	3,319	3,769		3,769	3,897
<u>Hunter Valley, Australia</u>										
	Production		2,595	2,189	2,258	2,823	2,568		2,568	2,595
	Sales									
	Export		1,440	1,201	1,866	1,746	1,570		1,570	1,440
	Inland		1,220	595	872	1,186	983		983	1,220
	Total		2,660	1,796	2,738	2,932	2,553		2,553	2,660
<u>Cerrejon Coal, Colombia</u>										
	Production		2,163	1,724	1,883	2,204	2,332		2,332	2,163
	Sales - export		2,166	1,954	1,927	2,338	2,170		2,170	2,166
<b>PRODUCTION AND SHIPMENT REPORT</b>										
			QUARTER ENDED						QUARTER ENDED	
			SEPT	DEC	MARCH	JUNE	SEPT		SEPT	SEPT
			2004	2004	2005	2005	2005		2005	2004
<b>STAINLESS STEEL MATERIALS</b>										
BHP Billiton attributable production and sales unless otherwise stated.										
('000 tonnes)										
NICKEL										

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<u>CMSA, Colombia</u>									
	Production		11.9	12.4	13.3	13.7	12.8	12.8	11.9
	Sales		10.6	13.3	13.4	12.8	11.1	11.1	10.6
<u>Yabulu, Australia</u>									
	Production								
	Nickel metal		7.7	7.3	7.5	8.9	6.1	6.1	7.7
	Cobalt		0.5	0.4	0.5	0.4	0.3	0.3	0.5
	Sales								
	Nickel metal		7.7	7.8	7.7	8.3	6.3	6.3	7.7
	Cobalt		0.4	0.5	0.3	0.4	0.4	0.4	0.4
<u>Nickel West, Australia (a)</u>									
	Production								
	Nickel contained in finished matte		-	-	-	3.3	9.7	9.7	-
	Nickel metal		-	-	-	5.9	15.5	15.5	-
	Nickel production		-	-	-	9.2	25.2	25.2	-
	Sales								
	Nickel contained in finished matte		-	-	-	3.5	7.6	7.6	-
	Nickel metal		-	-	-	4.7	15.9	15.9	-
	Nickel sales		-	-	-	8.2	23.5	23.5	-
(a) BHP Billiton acquired Nickel West with the acquisition of WMC. Production data was first reported from June 1, 2005.									
FERROCHROME									
<u>South Africa (a)</u>									
	Saleable production (b)		265	271	240	178	-	-	265
(a) BHP Billiton sold its interest in Samancor Chrome with effect from June 1, 2005.									
(b) Shown on 100% basis. BHP Billiton interest in saleable production is 60%.									

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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 Billiton Limited

Date: 27 October 2005

By: Karen Wood

Name: Karen Wood

Title: Company Secretary