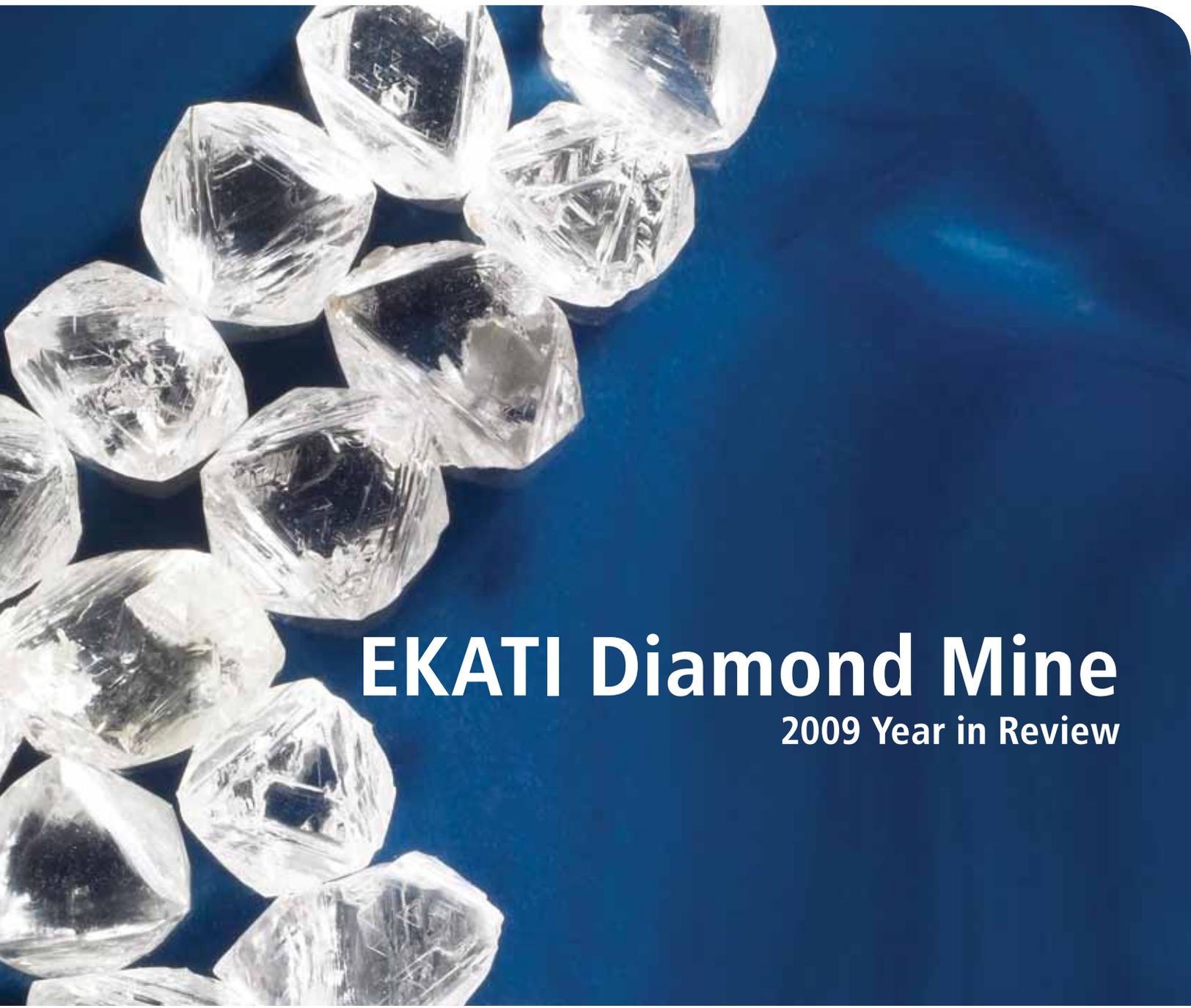




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resourcing the future



EKATI Diamond Mine

2009 Year in Review



We are BHP Billiton, a leading global natural resources company.

Our purpose is to create long-term shareholder value through the discovery, development and conservation of natural resources and the provision of innovative customer and market-focused solutions.

For almost a decade, we have been committed to a long-term strategy of investing in low-cost, world-class, expandable and export-oriented operations that reflect diversification across markets and geographic regions.

Today...this strategy remains unchanged.

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bhpbilliton
resourcing the future

Building a Responsible Future



Responsible Operations



Measuring Performance



Message from the President



In a year in which the world confronted extraordinary economic challenges, low commodity prices and less demand for our product, BHP Billiton EKATI Diamond Mine performed with great resolve across the entire business to deliver on our commitment to the North.

Our clear strategic vision coupled with the passion of our people enabled us to deliver results far greater than market conditions allowed others to do. The true power and resilience of our business was evident in our ability to meet and exceed production targets while not sacrificing safety – our core value. We have delivered year-on-year improvements that place us among the best in the business.

During the year, we recognized 151 of our company and contractor employees for working 10 years classified-injury free. In addition, staff in our Process Plant, Reliability Department, Sorting and Valuation Facility, and Surface and Underground Operations also reached significant safety milestones.

2009 also brought recognition for EKATI Diamond Mine at BHP Billiton's global Health, Safety, Environment and Community (HSEC) Awards and from the Mining Association of Canada.

At the HSEC Awards we were acknowledged for our Safety Guarantee and awarded top prize in the Community Category for 10 years of implementing our four Impact

Benefit Agreements (IBA). We were also very pleased to be recognized by the Mining Association of Canada for our External Outreach, Energy Use and Greenhouse Gas Emissions Management plans at the Association's "Towards Sustainable Mining" awards.

In 2009, our objective was to deliver a safe operation that developed people and resources while returning greater value to our stakeholders. We continued to exceed our predicted local employment targets by 3,406 person years of employment cumulatively. To date, we have spent close to \$4.3 billion of which 81 per cent has been spent in the North.

Significant investments were also made in the communities in which we operate including partnering on the launch of a day shelter for the homeless of the Yellowknife area, investments in cultural and educational programs, introduction to trades training, and career focusing in our IBA communities.

While no one can truly predict how long this financial turbulence will last, we will continue to work in a way that brings out the best in our people so that we can continue to deliver on Zero Harm to our people, the environment and the communities in which we operate.

A handwritten signature in black ink, appearing to read 'Paul Harvey', written over a circular stamp or mark.

Paul Harvey
President and Chief Operating Officer, EKATI Diamond Mine

EKATI Diamond Mine Year at a Glance

BHP Billiton EKATI Diamond Mine is pleased to announce its 2009 year end results reporting on safety, employment and training, business spend and community investments.



- A decrease by over 47 per cent in our Total Recordable Injury Frequency Rate (TRIFR)* from 2008 and by over 78 per cent over the past five years;
- Winner in the Community Category at BHP Billiton Group's Health, Safety, Environment and Community (HSEC) awards for 10 years of implementing our four Impact Benefit Agreements (IBA) and recipient of the Highly Commended Safety Award for EKATI Diamond Mine's "Safety Guarantee";
- Winner of the Mining Association of Canada's "Towards Sustainable Mining" for External Outreach, Energy Use and Greenhouse Gas Emissions Management plans;
- Maintained both ISO 14001 Environmental Management Standard and ISO 9001 Quality Management System;
- \$268 million spent in 2009, bringing BHP Billiton's investment in EKATI Diamond Mine to \$4.279 billion since operations began;
- \$179 million spent in 2009 with Aboriginal and Northern businesses and a total of \$3.447 billion since 1999;
- Completed the Misery Selection Study and received approval to move into the Definition Stage (Feasibility) as a pushback open pit and advanced the Pigeon Pit project ready for the Selection Study phase;
- Stabilized year round throughput in Process Plant due to the installation of a new \$5.5 million cone crusher ensuring safer, more reliable processing of kimberlite;
- Implemented a new marketing methodology for rough diamond sales. Spot Market and Term Market Sales were rolled out and fully implemented using a transparent auction platform and user friendly interface;
- 788 person-years of direct employment created at EKATI Diamond Mine over the 12-month period and 669 person-years of contractor employment created;
- 36 individuals in various stages of trades training or apprenticeships and 30 graduates of the Mineral Processing Plant Technician program; and
- Over \$2.9 million in contributions and commitments to the communities in which we operate.

* The Total Recordable Injury Frequency Rate represents the total number of injuries resulting in lost time, restricted work duties or medical-treatment per million work hours.



EKATI Diamond Mine

BHP Billiton EKATI Diamond Mine is located approximately 310 kilometers northeast of Yellowknife and 200 kilometers south of the Arctic Circle.

EKATI has produced on average over three million carats per year of rough diamonds over the last three years with production transitioning from predominantly open-cut to a mix of open-cut and underground mining. EKATI has development options for future open-cut mines.

Annual sales from EKATI represent approximately two per cent of current world rough diamond supply by weight and approximately six per cent by value. Most rough diamonds from EKATI are sold to international diamond buyers through BHP Billiton's Antwerp sales office with a smaller amount sold to Canadian manufacturers based in the Northwest Territories.



EKATI Diamond Mine



For over a decade, BHP Billiton has seen remarkable growth and development in local communities and we are proud that EKATI Diamond Mine has played a significant role in that development.

In 2009, BHP Billiton's EKATI Diamond Mine increased production throughput, saw an increase in person years of employment for the fourth year in a row, and continued investing in the communities in which we operate, all significant accomplishments given the global economic downturn.

We spent over \$268 million over the 12-month period, and cumulatively since operations began in 1998, we have spent almost \$3.48 billion with Northern Aboriginal and Northern businesses.

We could not operate EKATI Diamond Mine without the outstanding people who make up our workforce. We employed over 2,000 employees and contractors in 2009 and over 15,400 person years of employment have been created since operations began.

We have directly funded numerous training initiatives, including trades training, apprenticeships, underground mining programs, minerals processing programs, adult education, and work readiness programs, from which many Northerners have benefited. Consistently since 2000, we have exceeded our Aboriginal Northern employment target from what was predicted in the Environmental Impact Statement (EIS).



At BHP Billiton, safety is our core value and having the Courage to Care about each other is the foundation for our Safety Guarantee. We continually challenge everyone at EKATI Diamond Mine to have quality conversations about safety and the Guarantee - not only to ensure their safety, but that of every member of their team and their families.

The BHP Billiton Group recognized EKATI at the annual Health, Safety, Environment and Community (HSEC) Awards for our Safety Guarantee and for 10 Years of Impact Benefit Agreements. The Awards, which have been running for 10 years, recognize and reward excellence, as well as highlight sustainability activities that BHP Billiton undertakes around the world.

Over the past year, 151 of our employees and contractor employees were recognized for working 10 years classified-injury (CI) free. We recognized staff in our Reliability Department and Sorting and Valuation Facility for working injury-free since operations began and our Process Plant team for working over 1,000 days without incident. Surface and Underground Operations crews were also recognized for reaching one year CI-free.

Each achievement gets us that step closer to our ultimate goal: to achieve Zero Harm to our people, the environment and the communities in which we work. To deliver this goal, we continually focus on providing workplaces where it is possible to work free of harm and we are focusing our people on making safe and environmentally conscious decisions.

Over the past five years, employees and contractors have helped EKATI Diamond Mine go from a diamond mine that talks safety to a safe diamond mine.

We have seen our Total Recordable Injury Frequency Rate decrease drastically by over 78 per cent.





The EKATI claim block covers approximately 200,000 hectares of the sub-arctic tundra and BHP Billiton recognizes the importance of this land, the water and the animals to the people of the North. We are committed to environmentally responsible resource development and equally committed to returning the land to a viable and, wherever practicable, self-sustaining ecosystem.



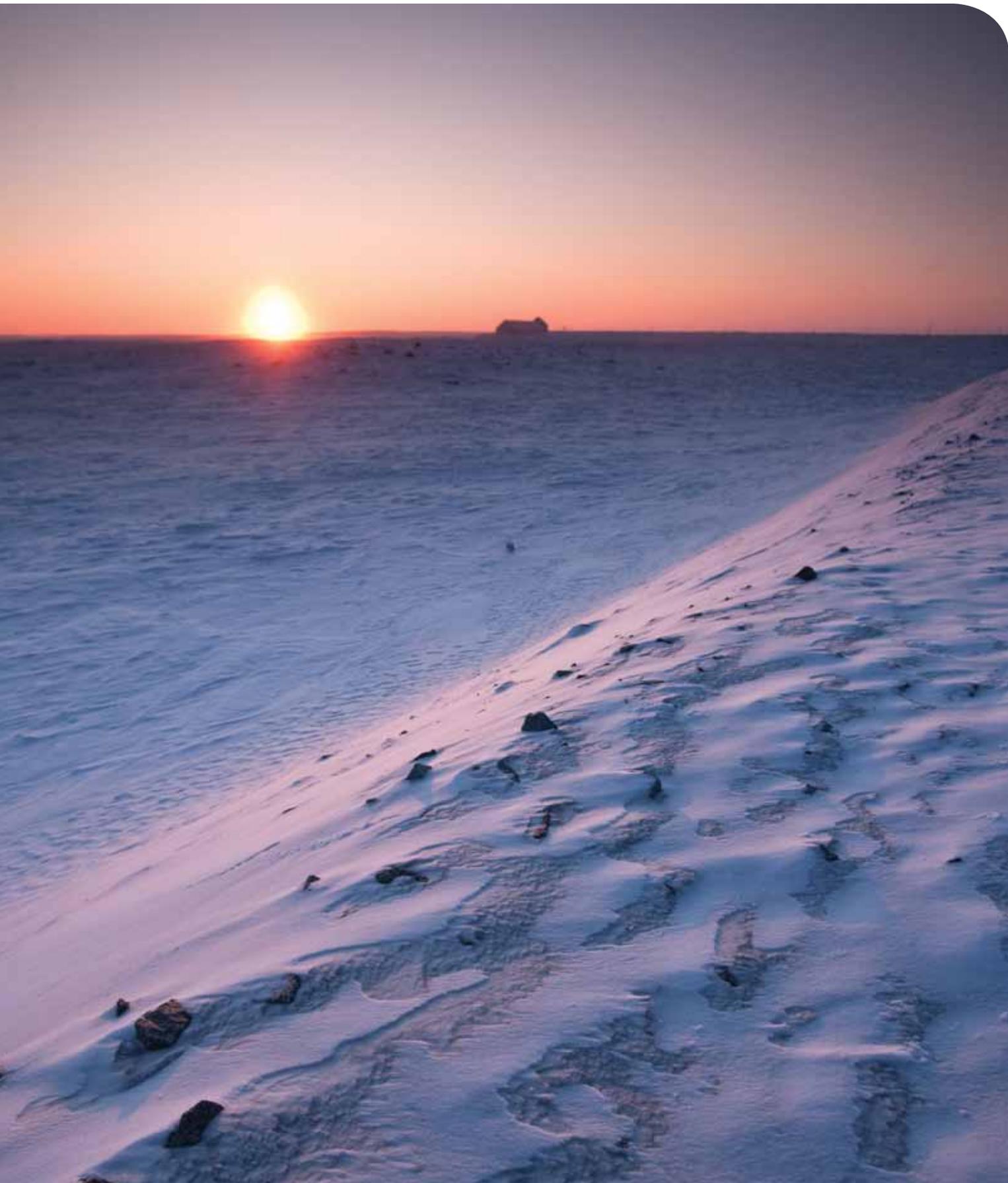
Zero Harm to the environment is one of the pillars on which BHP Billiton operates. Since diamond production began at EKATI, we have implemented numerous initiatives that have resulted in positive changes to the way we operate that help mitigate the impact we have on the air, land and water. We review those impacts with all of our stakeholders every three years during our Environmental Impact Review (EIR) with the most recent review happening in late August.

The EIR is an opportunity to showcase and highlight the work that EKATI has done over the years to reduce our ecological footprint, and meets our regulatory requirement of the Environmental Impact Statement (EIS). One of the highlighted initiatives was our Panda Diversion Channel (PDC).

Over a decade ago, BHP Billiton created a diversion channel around two of the surface mining operations called the PDC. The PDC has become a viable fish habitat and a migration corridor for a variety of fish species and is now part of our comprehensive Wildlife Monitoring Program which includes surveys of upland breeding birds, grizzly bears and other migratory and predatory animals in the area.

Our 'Get Green By Recycling' program has entered its third year where local community groups return for refund all beverage containers from EKATI. We have created an Asset Recovery Team to further investigate significant recycling opportunities and the reduction of materials going to the landfill at site. Our 'Powerwise' program continues to make significant decreases in diesel usage helping us earn recognition from the Mining Association of Canada for our Energy Use and Greenhouse Gas Emissions Management plans and our ongoing No-Idle Campaign provides for a substantial reduction in diesel use in light vehicles.

In August, BHP Billiton received a new Water Licence that was both a renewal of the Sable, Pigeon and Beartooth Water Licence and an amalgamation of it into EKATI's Main Water Licence. The renewal allows for the future possible development of the Pigeon and Sable Pipes. The amalgamation provides for a more efficient administrative process for all parties going forward. The Water Licence was also accompanied by updated Land Use Permits that are required for future resource development at EKATI Diamond Mine. The new Water Licence is valid until 2013, prior to which a renewal proceeding will be initiated.





BHP Billiton takes the long-term view for the communities in which we operate. We identify continuing needs and opportunities and invest in sustainable solutions; helping communities become resilient, resourceful and ready for the future they want.

At BHP Billiton we are committed to providing lasting contributions that benefit the communities in which we operate. We look to support projects that support people and community development, promote safety, health and wellness, are sustainable for the long-term and encourage traditional knowledge, skills and development with our Community Partnership Program (CPP).

As part of our commitment to the North, BHP Billiton researched the issue of homelessness in 2008 and commissioned a study to recommend solutions that provide homeless people with a safe place to go where they may access day programs and services that meet their needs. As a result of that work, in 2009, BHP Billiton, the Government of the Northwest Territories (GNWT) and the City of Yellowknife partnered to support a new day shelter for homeless men and women in the Yellowknife area, with BHP Billiton committing over \$150,000 over the three-year pilot to support the shelter.

With our focus firmly on social development and well being, BHP Billiton also donated \$30,000 to the SideDoor Youth Centre's Living Room Program.

The Living Room Program provides a safe and secure place for homeless youth to sleep, eat, shower, do laundry and receive counseling to help them reintegrate back into the community. The SideDoor also provides supports to assist with securing employment and/or training opportunities for youth.

Through another partnership with the GNWT, BHP Billiton has introduced a new career planning process for students attending schools in the NWT. Called Focusing My Future My Way™, this new career decision-making process is being offered to schools to provide their students the tools, skills and processes that they will need to make informed, intentional pathway decisions for learning and working. Students will learn how to identify what types of work would suit them based on their natural talents.

They will be better positioned to pursue on-the-job training, apprenticeships, technical school, and college or university education after grade 12.

BHP Billiton is funding the My Future My Way™ program implementation in the amount of \$200,000 over three years in the communities in which we operate. We also purchased the Career Cruising License to enable all schools, public libraries and career development offices across the NWT to have access to this Internet resource.

Other groups and initiatives supported in 2009 include:

- Adopt-A-Street Program
- Aven's Cottage Dementia Facility
- Behchoko Youth Centre
- Breakfast for Learning
- Canadian Cancer Society
- City of Yellowknife Bike Rodeo
- Dene National Assembly
- Folk on The Rocks
- Food Rescue Yellowknife
- Foster Family Coalition
- Frozen Eyes Photographic Society
- Kalemi Dene School
- Kaw Tay Whee School
- Kids Help Phone
- KidSport
- Miner's Picnic
- NACC Storytelling Festival
- National Aboriginal Day
- Northern Youth Abroad
- NWT Heritage Fairs Society
- Pre-Trades Training
- Rock & Ice Ultra
- Run For Our Lives
- Skills Canada NWT/NU
- Snowking Festival
- Special Olympics
- Lutsel K'e Spiritual Gathering
- TAIGA Adventure Camp
- Terry Fox Run
- Tlicho Annual Gathering
- VDay North
- Western Arctic Moving Pictures
- Whatì Community Centre
- YK1 Outreach School
- Yellowknife Community Foundation
- Yellowknife Food Bank
- Yellowknife Music Festival

Responsible Operations

For BHP Billiton, being the world's leading resources company means more than delivering product to market. It's about the impact our business has on everyday people in all parts of the world. This is achieved through our solid balance sheet, which underpins growth for future generations, and the contributions that BHP Billiton makes in the communities in which we operate.

Despite lower diamond sales volumes and a reduction in average realized prices, EKATI Diamond Mine performed beyond expectations with higher value per carat of production, improved plant recoveries and an innovative new marketing methodology.

We maintained both our ISO 14001 Environmental Management Standard and our ISO 9001 Quality Management System in the preparation of diamonds from the EKATI Diamond Mine for marketing; including rough diamond cleaning, sorting, valuation, Kimberley Process and shipping services.

The Koala Underground Mine, commissioned in December 2007, has been fully ramped-up. We also operate underground in Panda, have a surface mining operation in Fox Pit and completed mining our Beartooth Pit.

We process approximately 13,000 tonnes of kimberlite per day and produce, on average, 11,000 carats of diamonds daily.

Our commitment to building a sustainable future is demonstrated with our Research and Development (R&D) Team, where we are examining new and innovative mining techniques that could unlock potential at EKATI Diamond Mine. Two of the highlights from R&D were the introduction of two continuous surface miners and the evaluation of an alternative mining method, the underwater crawler.

Surface mining technology, originally developed from road milling machines, is becoming an integral part of the resource development industry across the world, and BHP Billiton has purchased the first two of these units in

Canada for use in our Fox Pit. While still undergoing full season trials, these surface miners reduce the need for drilling and blasting and could help contribute to lowering our operating costs.

In 2009, we evaluated a promising alternative mining method, the underwater crawler. After an exhaustive review it was decided to put further research on hold and to refocus energies on lower cost alternative mining options.

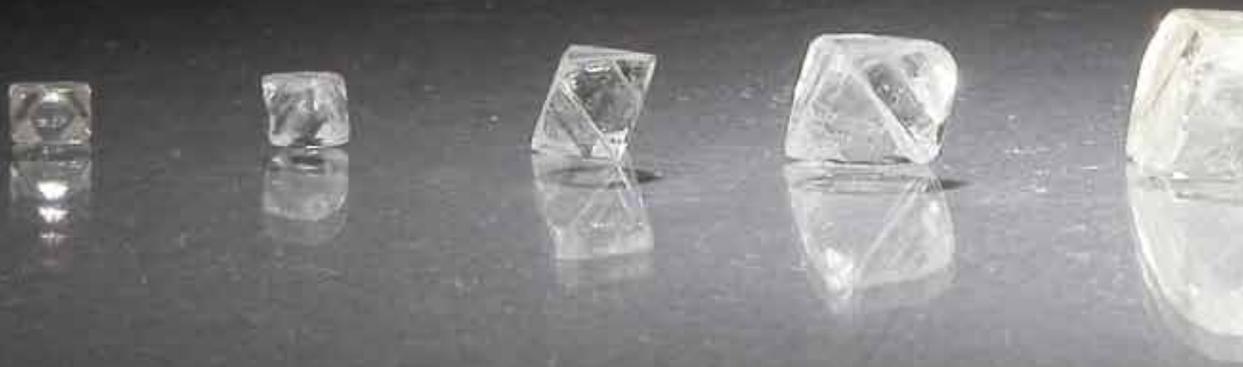
BHP Billiton's Antwerp Sales Office implemented a new marketing methodology for rough diamond sales. Spot Market and Term Market Sales were rolled out using a transparent auction platform and user friendly interface. The diamond market reacted positively to the new marketing methodology and BHP Billiton has been inundated with requests for participation.



Going into our second decade of operations, we are working diligently to reduce our operating costs to mine the kimberlite pipes in EKATI's mine plan.

We completed a Selection Study on Misery Pit and received approval to move into the Definition Stage (Feasibility) as a pushback open pit. We also advanced the Pigeon Pit project ready for the Selection Study phase in 2011. A test pit is scheduled for early 2010. It will provide a large diamond parcel for valuation purposes. We are currently investigating several variations on an open pit mine method during the Concept Study stage.



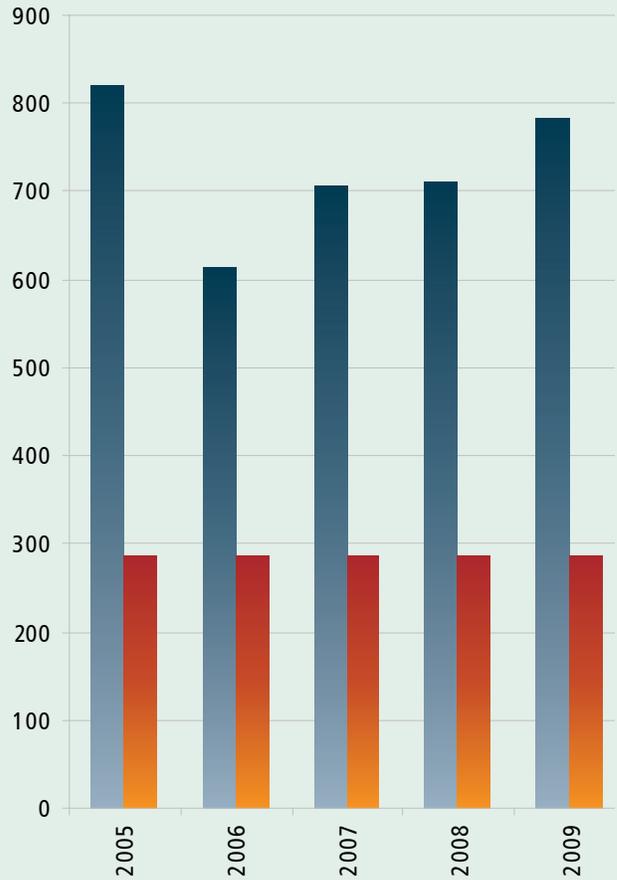






Actual Northern Employment Compared to the Environmental Impact Statement Employment Predictions

All figures are in person years.



Since 2000, BHP Billiton has consistently exceeded our actual Northern employment compared to the Environmental Impact Statement (EIS) prediction for Northern employment, For the past four years we have seen increases in person years of employment.

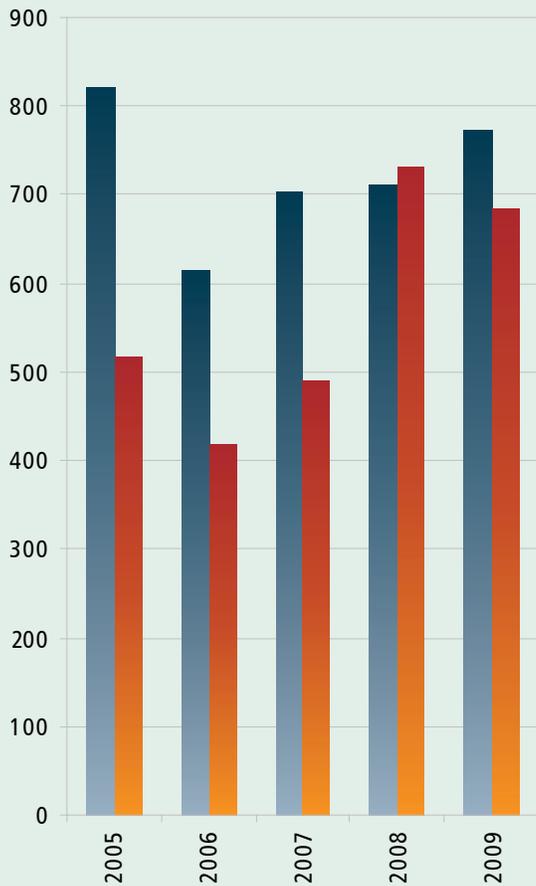
For complete details, please see page 35, Table 12.

Legend:

- Actual Employment
- EIS Prediction

Employment by Priority Group

All figures are in person years.

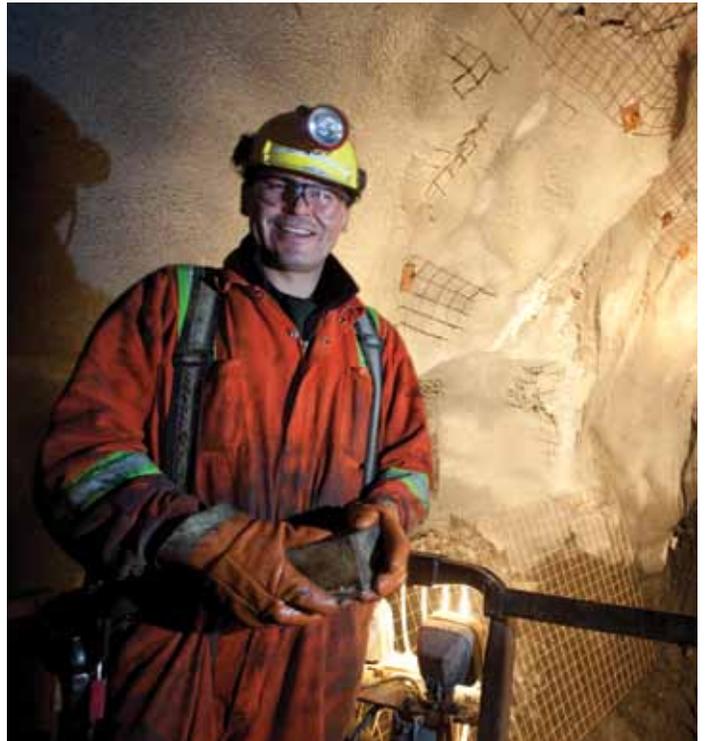


BHP Billiton has provided close to eight thousand person years of employment for Northerners from 1999 to 2009. The Northern Employment for operations has been almost evenly split between Aboriginal and Other Northerners. The level of Northern Employment represented 59 per cent of total employment. Employment for Aboriginal Northerners represented 52 per cent of total Northern employment which exceeds the SEA Aboriginal employment target by 21 per cent.

For complete details, please see page 34, Table 11.

Legend:

- Aboriginal and Northern Employment
- Other Employment





Appendix A

Table 1: Employment Priority Group (2009)

In the Socio-Economic Agreement, it was agreed that Northern Resident employment throughout the operations phase of EKATI Diamond Mine would target 62 per cent of total employment, including contractors. Aboriginal employment would target at least 50 per cent of the Northern employment total. Table 1 provides a summary of 2009 employment by priority group for BHP Billiton and its operations contractors.

BHP Billiton Employment - In 2009, BHP Billiton created 788 person years of direct employment which included 255 and 240 person years of employment for Aboriginal Northerners and Other Northerners respectively. The percentage of total Northern Employment of BHP Billiton employees was 63 per cent which is one per cent higher than the SEA target. The percentage of Aboriginal Northerners at 52 per cent is considerably above the Aboriginal Northern employment target.

Total BHP Billiton and Contractor Employment - In 2009, total BHP Billiton operations created 1,457 person years of direct employment which included 411 and 362 person years of employment for Aboriginal Northerners and Other Northerners respectively. This is a significant increase from 2008. The percentage of total Northern employment including contractor employment represented 53 per cent, and was a marked improvement of 4 per cent from last calendar year.

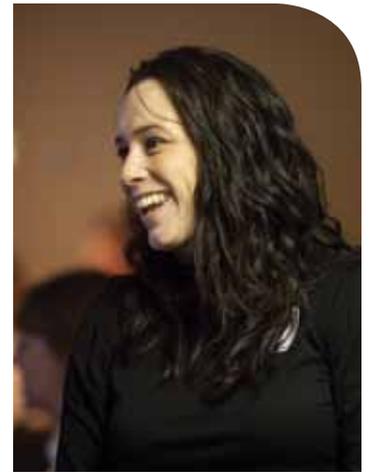
Professional and Skilled-level positions and trades people comprise a high proportion of BHP Billiton employees and our contractor labour force. As a result of the scarcity of unemployed skilled Aboriginal, Other Northerners, and trades people in the NWT, BHP Billiton and our contractors are being more and more challenged to reach employment targets set in the SEA.

In 2009, BHP Billiton Contractors created 669 person years of direct employment which included 156 and 122 person years of employment for Aboriginal Northerners and Other Northerners respectively; an increase by almost 70 per cent from 2008. The percent of total Contractor Northern Employment was 42 per cent with a 56 per cent level of employment for Aboriginal Northerners.

	Aboriginal	Other Northern	Subtotal Northern	Other	Total
	(person years)				
BHP Billiton	255	240	495	293	788
Contractors	156	122	278	391	669
Total	411	362	773	684	1,457
	(percent by priority group)				
BHP Billiton	52% *	48%	63% †	37%	100%
Contractors	56%	44%	42%	58%	100%
Total	53%	47%	53%	47%	100%

* SEA Aboriginal Target is 50% of Northern total.

† SEA Target is 62% of the overall total.



Appendix A

Table 2: Employment by Skill Level (2009)

BHP Billiton and its Contractor Employers are committed to the development of Northern Aboriginal and Other Northern employees. To help meet this commitment, BHP Billiton funds a wide range of employee training programs including trades training, apprenticeships, underground mining programs, mineral processing programs, and work readiness programs from which our employees and Northerners have benefited. In addition, we provide summer employment for students and participate in cooperative educational programs with Canadian universities.

Table 2 illustrates BHP Billiton and Contractor employment for operations by skill level at BHP Billiton's EKATI Diamond Mine in 2009. The majority of the positions and future positions are in the professional and skilled levels and require higher levels of education, training and work experience. The Northern workforce occupies more jobs in the entry and skilled levels. The Other category represents 55 per cent of our overall skilled workforce. Our commitment is to increase Northern participation in the skilled and professional job categories by continuing to invest in training partnerships, diversity management, and Aboriginal and Northern leadership development initiatives.

	Aboriginal	Other Northern	Subtotal Northern	Other	Total
(person years)					
Professional	10	70	80	87	167
Skilled	218	216	434	520	954
Semi-skilled	51	36	87	29	116
Entry Level	132	40	172	48	220
Total	411	362	773	684	1,457
(per cent by skill level)					
Professional	13%	87%	48%	52%	100%
Skilled	50%	50%	45%	55%	100%
Semi-skilled	59%	41%	75%	25%	100%
Entry Level	77%	23%	78%	22%	100%
Total	53%	47%	53%	47%	100%





Appendix A
Table 3: Employment by Gender & Priority Group (2009)

BHP Billiton and our Contractors are committed to a diverse workforce. In 2009, BHP Billiton’s workforce was comprised of 18 per cent women, an increase by four per cent from the previous calendar year.

	Aboriginal	Other Northern	Total Northern	Other	Total
	(person years)				
Men	294	270	564	634	1,198
Women	117	92	209	50	259
Total	411	362	773	684	1,457
	(per cent of total)				
Men	72%	75%	73%	93%	82%
Women	28%	25%	27%	7%	18%
Total	100%	100%	100%	100%	100%



Appendix A

Table 4a: Women Employment in Traditional and Non-Traditional Positions (2009)

As per the Socio-Economic Agreement, BHP Billiton is required to report the number of women working in traditional and non-traditional occupations. We encourage the employment of women specifically in non-traditional occupations such as skilled trades and technical fields. Table 4a shows the person years worked by women for operations at BHP Billiton in both traditional and non-traditional positions in 2009.

Since 2008, the Northern Non-Traditional positions have increased by 66 person years for women.

	Aboriginal	Other Northern	Subtotal Northern	Other	Total
(person years)					
Non-Traditional Positions	49	60	109	30	139
Traditional Positions	68	32	100	20	120
Total Positions	117	92	209	50	259
(per cent by priority group)					
Non-Traditional Positions	45%	55%	78%	22%	100%
Traditional Positions	68%	32%	83%	17%	100%
Total Positions	56%	44%	81%	19%	100%

Table 4b: Women Employment by Skill Level (2009)

Table 4b shows BHP Billiton's employee and contractor workforce for women by skill level. Contractor positions comprise 70 per cent of the female workforce at the entry level. Within BHP Billiton, the female workforce is concentrated within the semi-skilled and skilled positions representing 72 per cent of the total workforce for women, with 13 per cent more women working in the professional category.

In the professional category, women currently hold the positions of Manager of Production, Superintendents of Finance, Corporate & Community Affairs, Purchasing & Contracts, and Team Leaders of Engineering, Health & Hygiene, and Systems Integrity, Audit & Planning.

	Professional	Skilled	Semi-Skilled	Entry Level	Total
(person years)					
BHP Billiton	18	65	37	22	142
Contractors	5	21	9	82	117
Total Positions	23	86	46	104	259
(per cent by skill level)					
BHP Billiton	13%	46%	26%	15%	100%
Contractors	4%	18%	8%	70%	100%
Total	9%	33%	18%	40%	100%

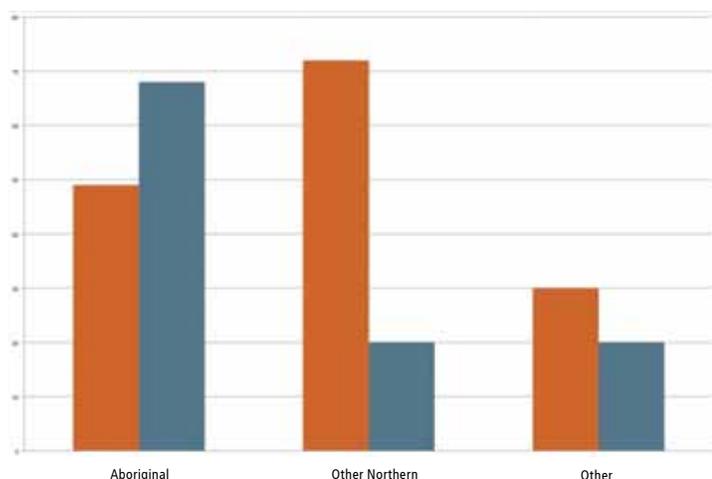






Appendix A

Table 5: Women in Traditional and Non-Traditional Positions for BHP Billiton Employees and Operations Contractors (2009)



BHP Billiton continually works with women's organizations in the North to help encourage more women to enroll in occupations traditionally held by men. Over the past number of years, we have been actively involved in the Northern Women in Mining, Oil and Gas (NWMOG) Research Project financially and with membership on the Project Advisory Committee.

The NWMOG is a highly innovative pilot project that is specifically designed to determine if the number of northern women in industrial/trades occupations can be significantly increased through a dedicated and strategic information and training initiative. Women, particularly Aboriginal women, are significantly under-represented in these occupations as well as in the overall workforce.

BHP Billiton and its Contractors are dedicated to providing the NWMOG on-going advice on labour market needs and required training, project information sharing and advertising, and human resource, financial and in-kind support over the term of the project. We have also committed to considering participants for industrial jobs and apprenticeships upon successful completion of the training.

Since 2008, we have seen an increase of 3 per cent Aboriginal women in non-traditional positions and 2 percent of Other Northern women in non-traditional positions. Overall, we have seen an increase of 113 women working in both traditional and non-traditional positions at EKATI Diamond Mine. This represents an increase of four per cent in our overall workforce.

	Aboriginal	Other Northern	Total Northern	Other	Total
(head count)					
Non-Traditional Positions	49	72	121	30	151
Traditional Positions	68	20	88	20	108
Total Positions	117	92	209	50	259
(per cent by priority group)					
Non-Traditional Positions	42%	78%	58%	60%	58%
Traditional Positions	58%	22%	42%	40%	42%
Total Positions	100%	100%	100%	100%	100%
(per cent by skill level)					
Non-Traditional Positions	32%	48%	80%	20%	100%
Traditional Positions	63%	19%	81%	19%	100%
Total Positions	45%	36%	81%	19%	100%



Appendix A

Table 6: Apprenticeships by Priority Group (2009)

BHP Billiton and its Contractors are committed to the development of Aboriginal and Other Northern residents of the NWT. To help meet this commitment BHP Billiton sponsors a wide range of employee training programs as well as apprenticeships. These include an extensive orientation program, safety training, cross cultural awareness training, as well as mine-based training progression programs, apprenticeship and support for students in post secondary studies. In addition to these programs, BHP Billiton provides opportunities for students through summer employment and co-op educational programs.

BHP Billiton also contributes significantly to underground training and development of a northern workforce and provides opportunities for new careers in our underground operations.

In 2009, a total of 36 workers benefitted from apprenticeship employment at EKATI Diamond Mine. Of this total, 25 were Aboriginal Northerners and 4 were Other Northerners.

	Aboriginal	Other Northern	Subtotal Northern	Other	Total
(head count)					
BHP Billiton	14	2	16	0	16
Contractors	11	2	13	7	20
Total	25	4	29	7	36
(per cent by priority group)					
BHP Billiton	88%	13%	100%	0%	44%
Contractors	85%	15%	65%	35%	56%
Total	86%	14%	81%	19%	100%





Appendix A

Table 7: Expenditures by Priority Group (2009)

EKATI Diamond Mine's total expenditures in 2009 exceeded \$268 million of which \$179 million was spent with Northern business. This represented 67 per cent of the total value of goods and services purchased.

Of the spending in the North, \$72 million was with Northern Aboriginal-owned businesses which represents 40 per cent of total Northern expenditures, an increase of 5 per cent over the total Northern Business spend since 2008.

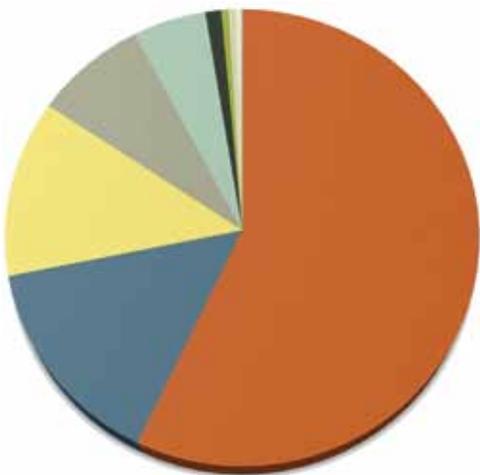
Where possible, BHP Billiton makes it a priority to support the northern economy by purchasing goods and services locally. This in turn provides local employment opportunities and contributes to business growth within the NWT.

	(\$million)	% of Northern Total	% of Total
Aboriginal Business	72	40%	27%
Other Northern Business	107	60%	40%
Subtotal Northern Business	179	100%	67%
Other	90	-	33%
Total	268	-	100%



Appendix A
Table 8: Expenditures by Category (2009)

In 2009, the largest expenditure at EKATI Diamond Mine was on goods and services which represents 57 per cent of total expenditures. Spending on fuel and contractors were the next two largest categories with each accounting for 15 per cent and 13 per cent of total expenditures respectively.



	(\$000's)	% of Total
Goods/Services	\$153,109	57%
Fuel	\$39,572	15%
Contractors	\$33,749	13%
Land Freight	\$21,175	8%
Air Transport	\$13,832	5%
Community Relations	\$2,982	1%
Northern Labour Services	\$1,352	1%
Rent/Accommodations	\$1,303	0%
Equipment	\$1,064	0%
Fee/Licence/Assessments	\$226	0%
Total	\$268,364	100%









Appendix A

Table 9: Expenditures by Priority Group (1999 - 2009)

As shown in Table 9, BHP Billiton spent almost \$4.3 billion with businesses during its operations phase from 1999 to 2009. A total of over \$3.4 billion, representing 81 per cent of total spending, was with Northern Businesses which substantially exceeded the overall SEA target of 70 per cent.

Spending with Aboriginal businesses over the period 1999 to 2009 amounted to over \$1.1 billion which represented 27 per cent of total spending. BHP Billiton spent over \$2.3 billion or 54 per cent of total spending with Other Northern businesses. Spending with other businesses was \$832 million which represented 19 per cent of total spending.

	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	Total
	(millions of dollars)											
Aboriginal Business	51	67	106	123	124	121	133	123	125	98	72	1143
Northern Business	229	193	222	231	232	201	242	203	265	180	106	2304
Subtotal Northern Business	280	260	328	354	356	322	374	326	390	278	178	3447
Other	76	56	58	60	61	91	100	92	90	58	90	832
Total	356	316	386	414	417	413	474	418	480	336	268	4279
% of Northern Total												
Aboriginal Business	14%	21%	28%	30%	30%	29%	28%	29%	26%	29%	27%	27%
Northern Business	64%	61%	58%	56%	56%	49%	51%	49%	55%	54%	40%	54%
Total Northern Business	79%	82%	85%	85%	85%	78%	79%	78%	81%	83%	66%	81%



Appendix A

Table 10: Actual Spending Compared to the EIS Spending Predictions (1999 - 2009)

The target of 70 per cent of total spending with Northern businesses was set for the operations phase in the EIS. Table 10 presents actual spending data by priority group over the period 1999 to 2009.

In a difficult year for many, our dedication to continuous business improvement and leadership development yielded results far greater than anticipated or expected foregoing production shutdowns or the reduction of employment numbers. While our total spend figure in 2009 is significantly reduced from previous years and under our EIS target by 9 million dollars, we continue to exceed the overall EIS predictions by \$452 million.

	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	Total
Actual BHP Billiton	(millions of dollars)											
Total Spend	356	316	386	414	417	413	474	418	480	336	268	4278
Northern Spend	280	260	328	354	356	322	374	326	390	278	179	3447
Percent of Total	79%	82%	85%	85%	85%	78%	79%	78%	81%	83%	67%	81%
EIS												
Total Northern Target*	249	221	270	290	292	289	332	293	336	234	188	2995
Spend in Excess of EIS												
Actual Minus Target EIS	31	39	58	64	64	33	42	33	54	44	-9	452

* Northern target spend is 70% of Total Spend.





Appendix A

Table 11: Employment Priority Group (1999 - 2009)

At EKATI Diamond Mine, BHP Billiton has provided close to eight thousand person years of employment for Northerners from 1999 to 2009. The Northern employment for operations has been almost evenly split between Aboriginal and Other Northerners. The level of Northern employment represented 59 per cent of total employment and employment for Aboriginal Northerners represented 52 per cent of total Northern employment which exceeds the SEA Aboriginal Northern employment targets.

	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	Total
Operations												
Non-Capital (person years)												
Aboriginal	235	312	357	401	399	410	429	336	418	408	411	4,116
Other Northerner	259	299	366	419	427	381	392	279	286	304	362	3,774
Subtotal Northern	494	611	723	820	826	791	821	615	704	712	773	7,890
Other	214	350	452	592	598	419	517	418	489	730	684	5,463
Total	709	961	1,174	1,412	1,424	1,209	1,337	1,034	1,193	1,442	1,457	13,353
Northern % of Total	70%	64%	62%	58%	58%	65%	61%	60%	59%	49%	53%	59%
Aboriginal % of Northern Total	48%	51%	49%	49%	48%	52%	52%	55%	59%	57%	53%	52%
Construction												
Capital Projects (person years)												
Aboriginal	0	0	13	18	16	12	36	26	0	11	31	163
Other Northerner	0	0	25	26	23	40	76	47	7	9	61	314
Subtotal Northern	0	0	38	44	39	52	112	73	17	20	92	477
Other	0	0	61	92	90	156	327	262	417	77	114	1,596
Total	0	0	99	136	128	208	439	334	434	97	206	2,073
Northern % of Total	0%	0%	38%	32%	30%	25%	26%	22%	2%	21%	45%	23%
Aboriginal % of Northern Total	0%	0%	34%	41%	41%	23%	32%	36%	0%	55%	34%	34%
Total (person years)												
Aboriginal	235	312	370	419	415	422	465	362	418	419	442	4279
Other Northerner	259	299	391	445	450	421	468	326	293	313	423	4088
Subtotal Northern	494	611	761	864	865	843	933	688	711	732	865	8367
Other	214	350	513	684	688	575	844	680	906	807	798	7059
Total	708	961	1274	1548	1553	1418	1777	1368	1617	1539	1663	15426
Northern % of Total	70%	64%	60%	56%	56%	59%	53%	50%	44%	48%	52%	54%
Aboriginal % of Northern Total	48%	51%	49%	48%	48%	50%	50%	53%	59%	57%	51%	51%



Appendix A

Table 12: Actual Employment Compared to the EIS Employment Predictions (1999 - 2009)

The targets of 62 per cent for total Northern Employment and half that total for Northern Aboriginal Employment were based on the Environmental Impact Statement (EIS). In the summer of 1995, BHP Billiton submitted its Environmental Impact Statement (EIS) on the EKATI Diamond Mine to the federally appointed Environmental Assessment Review Panel (EARP). In the EIS, BHP Billiton had predicted that during the period of operations, the mine would provide an estimated 806 person years of employment in both 1999 and 2000 and 926 person years of employment from 2001 to 2009. If the percentage targets adopted in the SEA are applied to the employment predictions in the EIS it translates into an expected employment of 500 Northerners in total for 1999 and 2000 and 574 Northerners for 2001 to 2009.

Table 12 shows that, with the exception of 1999, BHP Billiton has exceeded the expectations in the EIS in every year of operations to the end of 2009. Over the period 1999 to 2009, BHP Billiton provided 7,902 person years of employment to Aboriginals and Northerners which is 1,736 more than what was predicted in the EIS.

Table 12 also shows the actual and EIS predicted employment of Northern Aboriginal Employment over the period 1999 to 2009. As with overall Northern Employment, BHP Billiton has exceeded the Northern Aboriginal prediction in the EIS in every year since 2000. Over the period 1999 to 2009, BHP Billiton provided 4,116 person years of employment for Aboriginal Northerners which is 1,033 over what was predicted in the EIS.

	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	Total
Actual BHP Billiton	(person years)											
Total	709	961	1,174	1,412	1,424	1,209	1,337	1,034	1,193	1,442	1,457	13,352
Total Northern	495	611	723	820	826	791	821	615	704	712	783	7,902
Aboriginal	235	312	357	401	399	410	429	336	418	408	411	4,116
EIS	(person years)											
Total	806	806	926	926	926	926	926	926	926	926	926	9,946
Total Northern (62% Target)	500	500	574	574	574	574	574	574	574	574	574	6,166
Aboriginal	250	250	287	287	287	287	287	287	287	287	287	3,083
Numbers in Excess of EIS	(person years)											
Total	-97	155	248	486	498	283	411	108	267	516	531	3,406
Total Northern	-5	111	149	246	252	217	247	41	130	138	209	1,736
Aboriginal	-15	62	70	114	112	123	142	49	131	121	124	1,033





Appendix A

Table 13: Total Operations and Capital Employment Head Count by Priority Group (2009)

BHP Billiton also reports on the number of people employed by 'head count' as shown in Table 13. Over 2,000 people were employed in 2009 which included BHP Billiton employees, its many operations contractors, and the capital contractors, which are hired for shorter periods of time to work on capital projects at EKATI Diamond Mine.

	Aboriginal	Other Northern	Total Northern	Other	Total
	(head count)				
BHP Billiton	255	240	495	292	787
Contractors	180	201	381	854	1235
Total	435	441	876	1146	2022
	(per cent by priority group)				
BHP Billiton	52%	48%	63%	37%	100%
Contractors	47%	53%	31%	69%	100%
Total	50%	50%	43%	57%	100%



Appendix A

Table 14: Total Operations and Capital Employment Head Count by Priority Group and Skill Level (2009)

Table 14 shows BHP Billiton's total operations and capital employment 'head count' by both priority group and by skill level. Percentages by priority group are calculated by dividing the number of employees in each group by the grand total in each column. The percentages by skill level are calculated by dividing the number of employees across priority groups by the grand total in each row.

Over 81 per cent of BHP Billiton employees and contractor employees fell under the Professional and Skilled categories by priority group. Of the Aboriginal and Other Northern totals in percent by skill level, employment percentages were split evenly between the two priority groups.

	Aboriginal	Other Northern	Total Northern	Other	Total
(head count)					
Professional	11	76	87	137	224
Skilled	232	276	508	914	1,422
Semi-skilled	51	40	91	35	126
Entry Level	141	49	190	60	250
Total	435	441	876	1,146	2,022
(per cent by priority group)					
Professional	3%	17%	10%	12%	11%
Skilled	53%	63%	58%	80%	70%
Semi-skilled	12%	9%	10%	3%	6%
Entry Level	32%	11%	22%	5%	12%
Total	100%	100%	100%	100%	100%
(per cent by skill level)					
Professional	13%	87%	39%	61%	100%
Skilled	46%	54%	36%	64%	100%
Semi-skilled	56%	44%	72%	28%	100%
Entry Level	74%	26%	76%	24%	100%
Total	50%	50%	43%	57%	100%







Appendix B

Definitions and Employment Commitments

Standard Contract Employer Practices

BHP Billiton requires all Contract Employers to support our commitments to the people of the Northwest Territories by preferentially hiring Northern and indigenous Northern Aboriginal Residents when it is reasonably practicable.

Employment Commitments

In the Socio-Economic Agreement the following targets are set for Northern and Aboriginal Employment for the operations phase of the project.

Northern Employment will be 62 per cent of total BHP Billiton and Contractor employment.

Aboriginal Employment will equal at least 50 per cent of the Northern Resident Employment.

Definitions

Northern Resident means a person:

1. Who maintains a self-contained domestic establishment in the Northwest Territories other than a residence at a remote work site, and who primarily resides at that domestic establishment when not residing at a remote work site or attending an educational institution full time, and
2. Who:
 - i. Has continuously been a Northwest Territories resident for a period of at least six months immediately prior to being hired, or
 - ii. Is an Aboriginal.

Aboriginal means any Indian, Inuit or Métis person who is indigenous to the Northwest Territories.

Contractor means each and every contractor and sub-contractor used by BHP Billiton for the Project.

Operational Phase means that period of time commencing on the date that the first mine goes into commercial production (when diamonds in sizable quantities are recovered and offered for sale on a regular basis) within the claim block, until the permanent closure of the last mine of the Project.

Job Classifications

The skills and knowledge to perform the duties of a position fall into four basic categories. The classification scheme and criteria used are:

- **Professional:** Work for the position requires a university degree (e.g. accountant, engineer, geologist);
- **Skilled:** Work for the position requires a college or technical school diploma, certification in specialised trades (e.g. surveyor, technician, administrative assistant);
- **Semi-skilled:** Work for the position requires a GED and related work-experience, (e.g. equipment operator); and
- **Entry Level:** Formally referred to as an Unskilled classification, this category is now called Entry Level to accurately define the position. Work for entry level positions are non-specialised; GED is preferred, (e.g. helper).

Traditional and Non-traditional Occupations for Women

As per the Socio-Economic Agreement, BHP Billiton is required to report the number of women working in traditional and non-traditional occupations. For the purpose of this report, a woman who works outside the home in a job that is not historically categorized as a female occupation is considered to be working in a non-traditional occupation. For more accurate reporting, BHP

Billiton has also included women employment by skill level as shown in Table 4b.

Other Assumptions

Person Year: For operations, one person year equals 2,184 hours per year and for construction it is 2,736 hours per year.

Head Count: For the purpose of this report, "head count" shall refer to the number of individuals who have worked in connection with BHP Billiton Canada Inc., irrespective of the number of hours worked.

Rounding: The totals in the tables in this report may differ by one digit due to rounding to the closest whole number, after the addition of the un-rounded numbers has taken place.

Nunavut: The Socio-Economic Agreement was signed on October 22, 1996 prior to division of the Northwest Territories and the creation of the Nunavut Territory. Employment and expenditure data from the Hamlet of Kugluktuk and Cambridge Bay are also included in this report.



Appendix C BHP Billiton Job Categories

Professional Position Titles

Information Systems Supervisor
 Manager - Business Improvement
 Manager - Finance
 Manager - Human Resources
 Manager - Logistics & Infrastructure
 Manager - Long Range Planning,
 Research and Development
 Manager - Maintenance
 Manager - Production
 Master Black Belt
 Mine Planning Engineer
 President & Chief Operating Officer
 EKATI
 Reliability Engineer
 Senior Drill Geologist
 Senior Engineer
 Senior Financial Analyst
 Senior Geotechnical Engineer
 Senior Mine Geologist
 Senior Network Specialist
 Senior Planning Engineer
 SR Environment Advisor
 SR Human Resource Advisor
 Superintendent - Business Improvement
 Superintendent - Contracts
 Superintendent - Corporate &
 Community Affairs
 Superintendent - Environment
 Superintendent - Financial Analysis
 Superintendent - Financial Reporting
 Superintendent - Financial Services
 Superintendent - Fixed Plant
 Maintenance
 Superintendent - Geoscience
 Superintendent - Health & Safety
 Superintendent - Human Resources
 Superintendent - Informatics
 Superintendent - Logistics
 Superintendent - Long Range
 Engineering & Projects
 Superintendent - Mine Operations
 Superintendent - Mine Services
 Superintendent - Mine Technical
 Services
 Superintendent - Mobile Maintenance
 Superintendent - Organizational
 Development
 Superintendent - Operation Services
 Superintendent - Process Plant
 Superintendent - Purchasing
 Superintendent - Research &

Development

Superintendent - Training
 Superintendent - Underground
 Production
 Superintendent - Warehousing
 Superintendent - Misery Resource
 Development
 Superintendent - Reliability &
 Conformance
 Team Leader - Health & Hygiene
 Team Leader - Compliance
 Team Leader - Controls &
 Communication
 Team Leader - Development
 Team Leader - Document Management
 Team Leader - Drill & Blast
 Team Leader - Electrical
 Team Leader - Engineering
 Team Leader - Exploration
 Team Leader - Fixed Plant Maintenance
 Team Leader - Maintenance
 Foundations Project
 Team Leader - Maintenance
 Team Leader - Mine Operations
 Team Leader - Mine Services
 Team Leader - Mobile Maintenance
 Team Leader - Plant Maintenance
 Team Leader - Process Plant
 Team Leader - Process Plant
 Maintenance
 Team Leader - Production
 Team Leader - Projects
 Team Leader - Reliability
 Team Leader - Underground Fixed Plant
 Maintenance
 Team Leader - Underground
 Team Leader- Systems Integrity, Audit,
 Planning
 Vice President - Operations

Skilled Position Titles

Aboriginal Affairs Advisor
 Aboriginal Employment Coordinator
 Accounts Payable Supervisor
 Air Services Coordinator
 Airport Technician
 Black Belt Candidate
 Blaster
 Boiler Operator
 Business Systems Coordinator
 Buyer
 Career Development Advisor
 Carpenter
 Chief Boiler Operator
 Communication Specialist
 Communications Technician
 Community Relations Advisor
 Condition Monitoring Technician
 Contracts Officer
 Coordinator Operations
 Cost Control Analyst
 Crane Operator
 Curriculum Developer
 Curriculum Developer Specialist
 Database Administrator
 Desktop Support Technician
 Diamond Sorter
 Dispatcher
 Document Writer
 Draw Control Geotechnician
 Drill & Blast Engineer
 Driller
 Electrical Engineer
 Electrician
 Environment Advisor - Compliance
 Environment Advisor - Operations
 Environment Advisor - Permitting
 Environment Specialist - Compliance
 Environment Specialist - Operations
 Equipment Operator
 Equipment Operator - 992G/994
 Equipment Operator - Demag
 Equipment Operator - Excavator
 Equipment Operator - HEO
 Equipment Operator - Loader
 Equipment Operator - Production
 Equipment Operator - Support
 Equipment Operator - Truck
 Equipment Operator - Utility 1
 Equipment Operator - Utility 2
 Finance Officer
 Financial Analyst

Geological Technician
Geotechnical Engineer
Geotechnical Engineer - Misery Study
Geotechnician EIT
Health & Hygiene Administrator
Health & Safety Advisor
HSEC System Analyst
Human Resource Advisor
Human Resources Assistant
Human Resources Project Lead - 1SAP
Instructional Design Specialist
Inventory Analyst
Investigator
IT Solutions Specialist
Kimberlite Geologist
Logistics Technician
Machinist
Maintenance Business Systems Specialist
Maintenance Planner
Maintenance Specialist
Mechanical Engineer
Millwright
Mine Planner
Mine Planner - Production
Mine Scheduler
Mining Engineer
Multi Media Specialist
Overhead Door Technician
Payroll Specialist
Physician Assistant
Pipefitter
Plant Metallurgist
Plant Operations Engineer
Plumber
Process Control Technician
Production Geologist
Production Technician
Project Engineer
Rebuild Technician
Reliability Advisor
Research & Development Specialist
Scheduler
Selection Study Geologist
Senior Accounts Payable Officer
Senior Business Analyst
Senior Maintenance Planner
Senior Maintenance Planner - Shutdown
Senior Payroll Specialist
Senior Planner - Mobile
Senior R&P Technician
Senior Security Officer

Senior Surveyor
Shotcrete / Batchplant Operator
Shut Down Planner
Specialist Technical
Superintendent - Security
Surveyor
Team Leader - Administration
Team Leader - Aviation
Team Leader - Camp Services
Team Leader - Freight Handling
Team Leader - Security
Team Leader - Warehouse
Trainer
Trainer - Heavy Equipment
Trainer - Maintenance
Trainer - Underground Mining
Training Planner
Training Systems Specialist
Travel Assistant
Underground Jumbo Operator
Underground Blaster
Underground Grader Operator
Underground Scoop Operator
Underground Truck Driver
Warehouse Advisor
Warehouse Technician
Waste Water Treatment Tech
Web Programmer/Analyst
Welder

Semi-Skilled Position Titles

Accounts Payable Officer
Administrative Assistant
Administrator Operations
Apprentice - Crane
Apprentice - Electrical
Apprentice - Instrumentation
Apprentice - Millwright
Apprentice - Plumber
Apprentice - Electrical
Camp/Travel Services Administrator
Contract Specialist
Document Control Administrator
Environment Administrator
LMS Administrator
Mobile Lube Technician
Office Administrator
Security Officer
Senior Contract Specialist
Sizer / Conveyor Operator
Team Administrator
Tool Crib Assistant
Underground Mining Engineer Student
Warehouse Attendent
Wildlife Technician

Entry-Level Position Titles

Carpenter Helper - Temporary
Maintenance Assistant
Maintenance Services Assistant
Maintenance Services Technician
Mechanical Engineer Coop Student
Production Assistant
Shop Helper - Temporary
Summer Student - Contracts
Summer Student - Corporate & Community Affairs
Summer Student - Environment
Summer Student - Health & Safety
Summer Student - Human Resources
Summer Student - Informatics
Summer Student - Long Range Planning
Summer Student - Maintenance
Summer Student - Process Plant
Summer Student - Reclamation
Summer Student - Training
Summer Student - Mine Technical Services
Support Assistant
Support Technician
Warehouse Labourer
Waste Management Assistant



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