BHP Group Ltd Form 6-K February 21, 2019

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

February 21, 2019

BHP GROUP LIMITED

BHP GROUP PLC

(ABN 49 004 028 077)

(REG. NO. 3196209)

(Exact name of Registrant as specified in its charter)

(Exact name of Registrant as specified in its charter)

VICTORIA, AUSTRALIA

ENGLAND AND WALES

(Jurisdiction of incorporation or organisation)

(Jurisdiction of incorporation or organisation)

171 COLLINS STREET, MELBOURNE,

NOVA SOUTH, 160 VICTORIA STREET

VICTORIA 3000 AUSTRALIA

LONDON, SW1E 5LB

(Address of principal executive offices)

UNITED KINGDOM

(Address of principal executive offices)

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

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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

Issued by: BHP Group Plc

Date: 21 February 2019

To: London Stock Exchange

Australian Securities Exchange

cc: JSE Limited

New York Stock Exchange

For Release: Immediately

Contact: Helen Ratsey +44 (0) 20 7802 7540

BHP Group Plc Notification of Major Interest in Shares

The following notification was received on 20 February 2019 by BHP Group Plc from Norges Bank relating to major interests in shares of BHP Group Plc.

BHP Group Limited ABN 49 004 028 077 BHP Group Plc Registration number 3196209

LEI WZE1WSENV6JSZFK0JC28 LEI 549300C116EOWV835768
Registered in Australia Registered in England and Wales

Registered Office: 171 Collins Street Registered Office: Nova South, 160 Victoria Street

Melbourne Victoria 3000 Australia London SW1E 5LB United Kingdom

Tel +61 1300 55 4757 Fax +61 3 9609 3015 Tel +44 20 7802 4000 Fax +44 20 7802 4111

Members of the BHP Group which is headquartered in Australia

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer <u>and</u> to the FCA in Microsoft Word format if possible)ⁱ

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attachedⁱⁱ:

BHP Group PLC

1b. Please indicate if the issuer is a non-UK issuer (please mark with an X if appropriate)

Non-UK issuer

2. Reason for the notification (please mark the appropriate box or boxes with an X)

An acquisition or disposal of voting rights

An acquisition or disposal of financial instruments

An event changing the breakdown of voting rights

Other (please specify)iii:

3. Details of person subject to the notification obligation iv

Name Norges Bank

City and country of registered office (if applicable) Oslo, Norway

4. Full name of shareholder(s) (if different from 3.)^v

Name

City and country of registered office (if applicable)

5. Date on which the threshold was crossed or reached i: 19/02/2019

6. Date on which issuer notified (DD/MM/YYYY): 20/02/2019

7. Total positions of person(s) subject to the notification obligation

Total Positions of Position (a) subject to the notation of Subject to the							
% of voting rights attached % of voting rights Total of both in % Total number of							
	to shares the (total of 8. A)	rough financial instruments (total of 8.B 1 + 8.B 2)	(8.A + 8.B)	voting rights of issuer ^{vii}			
Resulting situation on the							
date on which threshold							
was crossed or reached	3.07%	0.00%	3.07%	2,112,071,796			
Position of previous							
notification (if applicable)	2.99%	0.00%	2.99%				

- 8. Notified details of the resulting situation on the date on which the threshold was crossed or reached viii
- A: Voting rights attached to shares

Class/type of shares

Number of voting rights % of voting rights

Indirect
Direct (Art 10 of Directive Direct (Art 10 of Directive)

Direct (Art 10 of Directive Direct (Art 10 of Directive (Art 9 of Directive 2004/109/EC) (Art 9 of Directive 2004/109/EC) (DTR5.1) (DTR5.2.1)2004/109/EC) (DTR5.1) (DTR5.2.1)

ISIN code (if possible) **2004/109/EC) (DTR5.1)** (**DTR5.2.1)2004/109/EC) (D'** GB00BH0P3Z91 64,753,649 3.07%

SUBTOTAL 8. A 64,753,649 3.07%

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Number of voting rights that may be acquired if the instrument

Expiration Exercise/ is % of voting

Type of financial instrument date x Conversion Period xi exercised/converted. rights

SUBTOTAL 8. B 1

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

	Exercise/	Physical or	
	Expiratio Conversion	cash	Number of % of voting
Type of financial instrument	date x Period xi	settlement xii	voting rights rights

SUBTOTAL 8.B.2

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an X)

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer^{xiii}

<u>Full</u> chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity^{xiv} (please add additional rows as necessary)

% of voting rights if it equals or is higher than the notifiable threshold % of voting rights through financial instruments if it equals or is higher than the notifiable threshold

Total of both if it equals or is higher than the notifiable threshold

10. In case of proxy voting, please identify:

Name of the proxy holder

Namexv

The number and % of voting rights held

The date until which the voting rights will be held

11. Additional information^{xvi}

Place of completion Oslo, Norway **Date of completion** 20/02/2019

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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 Group Limited and BHP Group Plc

Date: February 21, 2019 By: /s/ Rachel Agnew

Name: Rachel Agnew Title: Company Secretary