



BlueScope Steel Limited
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25 August 2017

Company Announcements
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir,

**Re: BlueScope Steel Limited (BSL)
Corporate Governance Statement and Appendix 4G**

Please see attached BlueScope Steel Limited's 2017 Corporate Governance Statement and Appendix 4G in accordance with ASX Listing Rules 4.7.3, 4.7.4 and 4.10.3.

Yours sincerely

A handwritten signature in blue ink, appearing to read "Debra Counsell", is positioned above the printed name.

Debra Counsell
Company Secretary

CORPORATE GOVERNANCE STATEMENT FOR THE YEAR ENDED 30 JUNE 2017

INTRODUCTION

As a global organisation with businesses operating in many countries, the BlueScope Group must comply with a range of legal, regulatory and governance requirements. The Board places great importance on the proper governance of the Group.

The Board operates in accordance with a set of corporate governance principles that take into account relevant best practice recommendations. These include the Corporate Governance Principles and Recommendations of the ASX Corporate Governance Council (3rd edition) (ASX Principles and Recommendations).

The Company complies with each of the recommendations in the ASX Principles and Recommendations. This corporate governance statement, current as at 22 August 2017, has been approved by the Board of BlueScope and includes specific disclosures required by each recommendation. Further information on the Company's corporate governance policies and practices can be found under the "About Us/ Governance" section of the [Company's website](#).

The Appendix 4G, which contains a summary of the location of corporate governance information relevant to the ASX Principles and Recommendations, can also be found under the "About Us/Governance" section of the [Company's website](#).

PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

Board Charter

The Board has adopted a Charter which sets out, among other things, the respective roles and responsibilities of the Board and management, the matters delegated to the Managing Director and Chief Executive Officer and those specifically reserved for the Board.

A summary of the Company's Board Charter and a statement of the matters reserved for the Board and the areas of delegated authority to senior management are available under the "About Us/Governance" section of the [Company's website](#).

Director Appointment

The Nomination Committee determines the skill profile for new appointees (see "Board Skills and Knowledge" under Principle 2, below) and recommendations are made to the Board on candidates for appointment. The Board recognises the importance of conducting appropriate checks on potential directors and providing sufficient information to shareholders to enable them to make informed decisions in relation to the election or re-election of Directors. The Nomination Committee's role includes conducting appropriate checks on potential candidates before they are considered by the Board. This process is also applied to candidates nominating for election outside the Board process. Search firms are engaged from time to time to assist in identifying appropriate candidates for consideration by the Committee.

The Company will provide all material information in its possession that is relevant to a decision on whether or not to elect or re-elect a Director.

The Company has a written agreement with each Director and senior executive setting out the terms of their appointment.

Company Secretary

The Company Secretary is accountable directly to the Board through the Chairman on all matters to do with the proper functioning of the Board.

Diversity at BlueScope

Our goal is that our workplaces reflect the diversity of the communities in which we operate.

BlueScope recognises and values different skills, perspectives and backgrounds that our employees bring to the Company. Diversity is about having a workplace where differences are respected and valued. These differences can include ethnicity, gender identity, sexual orientation, age, physical abilities, family status, experience, perspective, religious and cultural background and beliefs and other ideologies.

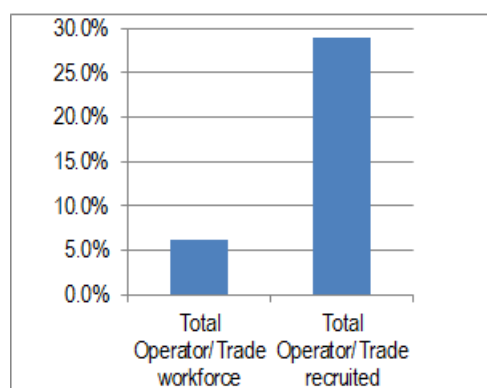
The key principles that underpin our approach to Diversity are outlined in our revised *Diversity Policy* which can be found in the About Us / Diversity section of the [Company's website](#).

In FY2017, the Company committed to a number of key focus areas and goals, and achieved the following demonstrable outcomes:

Focus Area	Commitment	Achievements
Gender Recruitment	<ul style="list-style-type: none"> • Increase the proportion of female operator and trade recruits 	<p>The recruitment approach was changed for operator and trade roles, and included:</p> <ul style="list-style-type: none"> -Partnering with labour hire companies to achieve change; -Focussing on behaviour and attitude rather than skills and experience, and; -Developing a diverse contractor pipeline. <p>Outcome: 29% of the operator and trade appointments in FY2017 were female. This compares to 7% in FY2016.</p>
Inclusion	<ul style="list-style-type: none"> • Deliver diversity interventions across 11 operational sites ▪ Continue to improve the level of diversity across candidate lists and interviewing groups ▪ Continue to actively monitor pay equity 	<p>An intervention program was established throughout the business, with the following actions:</p> <ul style="list-style-type: none"> --Innovative recruitment strategies were trialled to create new pathways for attracting women to BlueScope -A revised on-boarding program, including surveys, has been established to ensure new starters feel valued and supported; -Operator Protective Equipment clothing is now available to suit both men and women;; and; -Audit of amenities and facilities to ensure all work environments are suitable for a diverse workforce. <p>Diversity of recruitment panels (and candidate lists) is now embedded into business as usual.</p> <p>Continuation of a long established process to review pay equity is embedded in the day to day business cycle. BlueScope has no gender based bias in remuneration of equally tenured and qualified employees.</p>
Awareness, Education and Training		<p>Engaging leaders to take ownership of the diversity journey was supported with the following initiatives in FY2017:</p> <ul style="list-style-type: none"> -Executive Leadership Team has taken accountability as the Global Diversity Council; -Regional Diversity Councils have been established within each business unit; -The Diversity Policy was updated to reflect our strategic priorities and commitments, and; -A targeted development program for women who aspire to General Management roles was established.

Gender recruitment

The following data shows the percentage of women recruited into Operator/Trade roles during FY2017, as well as the total workforce representation. It highlights the step-change which has occurred at the Operator/Trade level across the global footprint.



Female representation

The following table shows the percentage of women employed in the workforce:

	FY2017	FY2016	FY2015
Board	25.0	25.0	22.2
Senior Leadership roles ¹	19.0	16.0	14.3
Executives ²	14.5	13.8	14.5
Salaried	27.0	27.2	27.1
Operator workforce ³	6.1	3.9	3.4
Total BlueScope	17.4	16.5	16.6

¹ Senior Leadership roles include all members of BlueScope's Executive Leadership Team and their direct reports

² Executive group includes all members of BlueScope's Executive Leadership Team and all other executives

³ Operator workforce includes production operators and trade employees such as labourers, drivers and machinery operators

FY2018 Plan

We will continue embedding existing initiatives into all businesses globally, and ensuring they evolve in line with our goal to have a workplace which reflects the communities in which we operate.

Focus Area	Objectives
Gender Recruitment	Continue to increase the proportion of female operator and trade recruits. Implement consistent recruitment practices and partnerships to increase attraction and recruitment of women.
Inclusion	Provide a supportive work environment for all employees and their needs. Continued focus on on-boarding new employees through a formal program to ensure inclusion in the workplace.
Awareness and Education	Training all leaders and managers on how to provide an inclusive environment and remove unconscious bias. Continue to reinforce our diversity goal through communication and awareness campaigns.

Board Reviews

The performance of the Board and its Committees are evaluated regularly. Each year a range of formal performance reviews are conducted, including confidential surveys completed by Directors and management attendees at Board and Committee meetings. Informal review mechanisms, such as meeting feedback, are also used.

The performance of individual Directors is reviewed annually. The process generally involves the completion of a confidential evaluation questionnaire by other Board members, the results of which are discussed by the Chairman with the Director concerned and with the Board as a whole. Evaluation results for the Chairman are provided to the Audit & Risk Committee Chair for discussion with the Chairman. Regular informal discussions take place between individual Directors and the Chairman.

During FY2017, a formal Board review facilitated by an external consultant was conducted (the **External Board Review**). The External Board Review covered the operation and performance of the Board and Board Committees. Feedback on individual directors was also considered as part of this review.

Senior Management Reviews

As part of the Board's oversight of senior management, all Company executives are subject to annual performance review and goal planning. This involves evaluation of the executives by their immediate superior. Each executive is assessed against a range of criteria, including achievement of goals relating to financial performance, operational excellence, safety, and delivery of strategic projects and initiatives. All senior management participated in a performance evaluation on this basis during the year ended 30 June 2017.

PRINCIPLE 2 – STRUCTURE THE BOARD TO ADD VALUE

Nomination Committee

The members of the Committee, each Director's independence and attendance at meetings is set out on pages 19 to 22 of the Directors' Report. A copy of the Committee Charter can be found under the "About Us/Governance" section of the [Company's website](#).

Board Skills and Knowledge

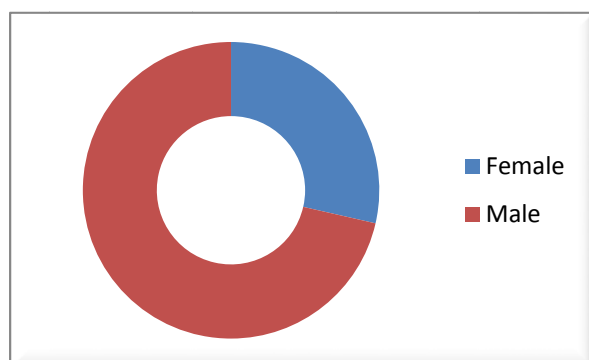
The Nomination Committee has identified the key skills and experience desirable for those on the Board as being those set out in the table below:

Skill	Description
Leadership	Senior leadership experience, including as a Director or CEO of a major listed business and leading through a period of significant disruption or change.
Strategy & Commercial Acumen	Experience in assessing and testing strategic objectives, business plans and financial performance including experience in assessing optimum outcomes from capital management and funding arrangements.
Legal, Risk & Governance	Experience and knowledge of governance requirements for listed entities and a commitment to delivering those requirements and to sustaining high standards of organisational reputation. The ability to manage, oversee or establish risk and compliance frameworks and systems processes required to identify, monitor and manage key organisational risks including environmental, safety, technological and sustainability matters.
Financial Oversight	Experience in the oversight of financial statements, financial knowledge, accounting or related financial management experience or qualifications.
People & Culture	Experience in people matters including assessing and developing workplace culture, organisational transformation, talent development and retention, employee engagement, succession planning and remuneration.
Operations Management	An understanding of major operations management including workplace health and safety, asset management, project management and engineering / technical operations.
Market Experience	Experience in some or all of the following markets or industries which are directly relevant to the organisation: Manufacturing, Building & Constructions, Building Products, Commodity trading or the Metals / Material industry.
Customer Engagement	Experience in delivering customer focused solutions through innovation, marketing or premium brands and channels.
Geographic Experience	Experience in managing projects or businesses in different countries with an exposure to a range of cultural, political, legal and social environments.

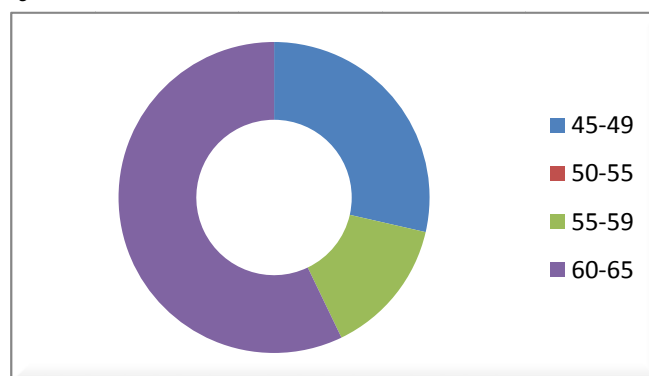
The Board has determined that the current composition of the Board provides coverage of all these identified skills and experiences.

The Board also looks for gender diversity within these skill sets and requires all recruitment processes to include at least one female shortlisted candidate and to involve at least one female interviewer. Based on the assessment by the Nomination Committee of the diversity and skills to complement current Board members, recommendations are made to the Board on candidates it considers appropriate for appointment. The following tables illustrate the diversity of the Board by reference to a number of factors.

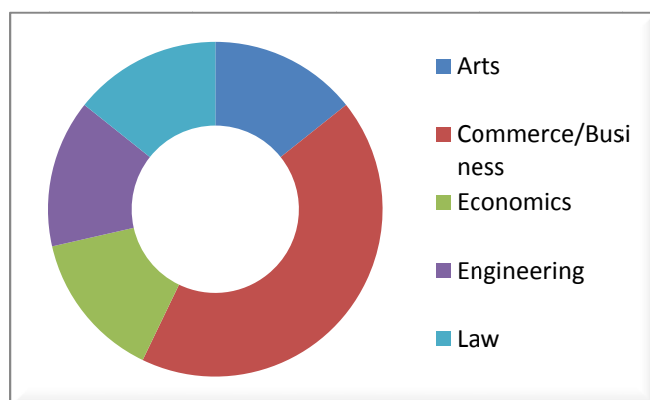
Gender



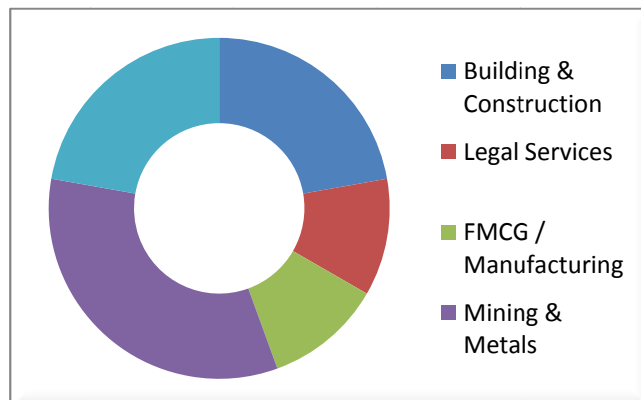
Age



Tertiary Qualifications



Industry Experience



Upon appointment, Directors are offered a comprehensive induction program covering details of the Company's policies, operations and the environment in which it operates. The program includes site visits, meetings with management and with the Company's auditors (if requested) and extensive background reading materials. In addition there is an ongoing programme of regular site visits to improve director knowledge of the Company's businesses and key management personnel.

Directors are also offered support in taking up opportunities to develop and maintain the professional skills and knowledge needed to perform their role as Directors effectively. Directors receive briefings on developments in the industry and the legislative, regulatory and industry framework.

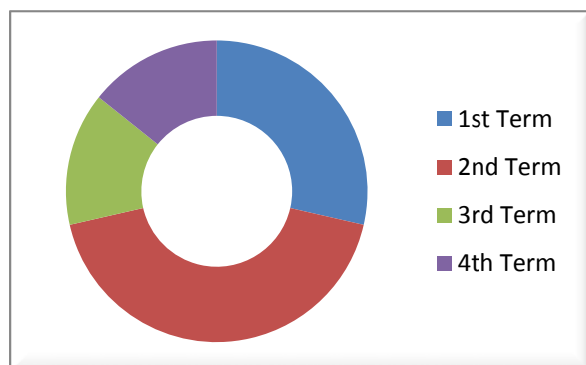
Director Independence

All Directors other than the Managing Director and Chief Executive Officer are Non-Executive Directors and the Board considers all of its Non-Executive Directors to be independent. In making this assessment, the Board considers whether the Director is free of any material business or other relationship that could, or could reasonably be perceived to interfere, in a material respect, with the exercise by the Director of an independent judgement in the best interests of the Company as a whole and its security holders generally.

Further details regarding the circumstances considered by the Board in making assessments of independence, including the Director Independence Policy, are contained under the "About Us/Governance" section of the [Company's website](#).

Length of Service

The length of service of each Director is included on pages 19 to 20 of the Directors' Report. Non-Executive Directors are required to submit for re-election by shareholders every three years. The table below illustrates the current NED tenure:



The Board has recently adopted a Non-Executive Director Tenure Policy which provides that a Non-Executive Director may serve a maximum of three terms of three years from the date of first election by shareholders, subject to extension at the discretion of the Board, if it forms the view that to do so would benefit the Company. In the event that the Board requests a director (and such director consents) to continue serving beyond three terms, the director must submit himself or herself for re-election at the next Annual General Meeting. In adopting this Policy, the Board noted that one current director currently exceeds and another is approaching this maximum tenure. The Board is undertaking a renewal process. Mr Dean and Mr Grollo intend to retire from the Board prior to the 2018 AGM.

PRINCIPLE 3 – ACT ETHICALLY AND RESPONSIBLY

Code of Conduct

The Company has a set of values known as "Our Bond" and a "Guide to Business Conduct", which provides an ethical and legal framework for all employees and the Directors. The Guide sets standards on how the BlueScope Group should relate to its customers, employees, shareholders and the community and is supported by other Company Policies and regular training. A full copy of the Guide and "Our Bond" is available under the "About Us/Governance" section of the [Company's website](#).

PRINCIPLE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING

Audit and Risk Committee

The Board has established an Audit and Risk Committee, which assists the Board in the effective discharge of its responsibilities for financial reporting, internal controls, risk management, internal and external audit, and insurance (with the exception of directors' and officers' liability insurance). The Committee's Charter is set out in full under the "About Us/Governance" section of the [Company's website](#).

Separate discussions are held by the Committee with the external and internal auditors without management present.

The composition and structure of the Committee complies with the requirements of the ASX Principles and Recommendations.

The names of the members of the Audit and Risk Committee and their attendance at meetings of the Committee are set out on page 22 of the Directors' Report. The qualifications of the members are set out on pages 19 to 20 of the Directors' Report.

CEO and CFO Certification of Financial Statements

For the 2017 financial year annual and half-year accounts released publicly, the Board received assurance from the Managing Director and Chief Executive Officer and the Chief Financial Officer that, in their opinion:

- the financial records of the Group have been properly maintained;
- the financial statements and notes required by accounting standards for external reporting:
 - (i) give a true and fair view of the financial position and performance of the Company and the consolidated BlueScope Group; and
 - (ii) comply with the accounting standards (and any further requirements in the Corporations Regulations) and applicable ASIC Class Orders; and
- the above representations are based on a sound system of risk management and internal control and the system is operating effectively in all material respects in relation to financial reporting risks.

External Auditor Available at Annual General Meeting

The Company's external audit engagement partner, or a suitably qualified member of the Company's external audit team, attends the Annual General Meeting and is available to answer questions from shareholders in relation to the audit.

PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE

The Company is subject to continuous disclosure obligations under the ASX Listing Rules and Australian corporations legislation. Subject to limited exceptions, the Company must immediately notify the market, through ASX, of any information that a reasonable person would expect to have a material effect on the price or value of its securities. As part of its continuous disclosure responsibilities, the Company has established a Continuous Disclosure Policy and guidelines to promote compliance with these requirements and to clarify accountability at a senior executive level for that compliance.

A summary of the Company's Continuous Disclosure Policy is included under the "About Us/Governance" section of the [Company's website](#).

PRINCIPLE 6 – RESPECT THE RIGHTS OF SHAREHOLDERS

Respecting the rights of shareholders is of fundamental importance to the Company. The Company recognises that shareholders must receive high-quality relevant information in a timely manner in order to be able to properly and effectively exercise their rights as shareholders.

A summary of the Company's Communications Strategy, including measures encouraging shareholder involvement in AGMs, is available under the "About Us/Governance" section of the [Company's website](#).

The Company has implemented an investor relations program to facilitate effective two-way communication with our shareholders and prospective investors. Some of the specific initiatives we have put in place include:

- webcasting important events such as financial results briefings and our AGM, and providing archives of these on our website;
- providing direct contact details of Investor Relations on all Company announcements, and responding to queries in a timely manner;
- subscription email service for announcements, and a facility to ask questions via the Company's website; and
- making available enhanced business and financial information on the Company's website including a regularly updated Investor Information Pack and 10 year financial and despatch history.

The Company provides shareholders with the option to receive communications from, and send communications to, the Company and its Registry Services Provider electronically.

PRINCIPLE 7 – RECOGNISE AND MANAGE RISK

Risk Management

The Company's Audit and Risk Committee, referred to under Principle 4 above, assists the Board in the effective discharge of its responsibilities for risk management.

Each year, the Board, with assistance of Committees, assesses whether the Company has a sound Risk Management Framework. This was confirmed by the Board with respect to the 2017 financial year. A summary of the Company's Risk Management Framework is available under the "About Us/Governance" section of the [Company's website](#).

Sustainability Risks

Pages 11 to 13 of the Operating and Financial Review in the Company's Directors' Report contains a summary of the Company's key risks including, where relevant, material economic, environmental and social sustainability risks. These risks are managed within the Company's Risk Management Framework referred to above.

The Company reports on its sustainability performance through its new annual Sustainability Report which covers governance, environment, people, community, customers and suppliers and includes information about product innovation, safety and environmental leadership and performance, the Company's risk management framework, business conduct, employee engagement and diversity, and community investment and involvement.

The Sustainability Report enhances the Company's disclosure of these matters and supercedes the Company's Community Safety and Environment Report and People Report.

In addition, the Company's Guide to Business Conduct (referred to above under Principle 4) assists management of sustainability risks.

These reports and guides can be found in the "Sustainability" page of the [Company's website](#).

In addition, the Board Health, Safety & Environment Committee reviews safety and environment performance and risk management.

Page 3 of the Operating and Financial Review in the Company's Directors' Report also contains a summary of key achievements in managing the Company's health, safety, environment and community responsibilities in FY2017 and plans to further enhance the Company's sustainability reporting going forward.

Internal Audit

The Company's internal audit activities are undertaken by a separate Internal Audit function. The primary role of Internal Audit is to provide independent and objective assurance on the adequacy and effectiveness of internal controls and governance systems. An annual internal audit plan is approved and monitored by the Audit and Risk Committee. To maintain the independence necessary to carry out its role, Internal Audit reports functionally to the Chairman of the Audit and Risk Committee and does not perform any management functions or implement any internal controls. Briefings on internal audit activities are provided at each Audit & Risk Committee meeting, including through a discussion in the absence of management.

PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY

The Board has established a Remuneration and Organisation Committee, which assists the Board in ensuring that the human resources strategy is aligned to the overall business strategy and consistent with good governance practices. The Committee's Charter is set out in full under the "About Us/Governance" section of the [Company's website](#).

The names of the members of the Remuneration and Organisation Committee and their attendance at meetings of the Committee are set out on page 22 of the Directors' Report.

The Remuneration Report (on pages 23 to 43 of the Directors' Report) sets out details of the Company's policy and practices for remunerating Directors, key management personnel and senior executives. Other than superannuation, there are no schemes for retirement benefits for Non-Executive Directors.

The Company's Securities Trading Policy prohibits entry into transactions in associated products that limit the economic risk of participating in unvested entitlements under any equity-based remuneration schemes. A copy of the Policy is available under the "About Us/Governance" section of the [Company's website](#).

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

BlueScope Steel Limited

ABN / ARBN

16 000 011 058

Financial year ended:

30 June 2017

Our corporate governance statement² for the above period above can be found at:³

- ☐ These pages of our annual report:
- ☒ This URL on our website: <http://www.bluescope.com/about-us/governance>

The Corporate Governance Statement is accurate and up to date as at 22 August 2017 and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.

Date: 25 August 2017

Name of ~~Director or~~ Secretary authorising lodgement: Debra Counsell
Company Secretary



¹ Under Listing Rule 4.7.3, an entity must lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of rule 4.10.3.

² "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

³ Mark whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where the entity's corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT		
1.1	A listed entity should disclose: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement ... and information about the respective roles and responsibilities of our board and management (including those matters expressly reserved to the board and those delegated to management): <input checked="" type="checkbox"/> under the Delegation of Authority Policy which is available at this URL on our website: http://www.bluescope.com/about-us/governance/
1.2	A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
1.5	<p>A listed entity should:</p> <p>(a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;</p> <p>(b) disclose that policy or a summary of it; and</p> <p>(c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either:</p> <p>(1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or</p> <p>(2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.</p>	<p>... the fact that we have a diversity policy that complies with paragraph (a):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and a copy of our diversity policy or a summary of it:</p> <p><input checked="" type="checkbox"/> under the Diversity Policy which is available at this URL on our website: http://www.bluescope.com/about-us/governance/</p> <p>... and the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with our diversity policy and our progress towards achieving them:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and the information referred to in paragraphs (c)(1) or (2):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>
1.6	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</p>	<p>... the evaluation process referred to in paragraph (a):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and the information referred to in paragraph (b):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>
1.7	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of its senior executives; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</p>	<p>... the evaluation process referred to in paragraph (a):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and the information referred to in paragraph (b):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 2 - STRUCTURE THE BOARD TO ADD VALUE		
2.1	<p>The board of a listed entity should:</p> <p>(a) have a nomination committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have a nomination committee that complies with paragraphs (1) and (2):</p> <p><input checked="" type="checkbox"/> on pages 19 and 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p> <p>... and a copy of the charter of the committee:</p> <p><input checked="" type="checkbox"/> under the Nomination Committee Charter which is available at this URL on our website: http://www.bluescope.com/about-us/governance/</p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input checked="" type="checkbox"/> on page 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p>
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	<p>... our board skills matrix:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>
2.3	<p>A listed entity should disclose:</p> <p>(a) the names of the directors considered by the board to be independent directors;</p> <p>(b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and</p> <p>(c) the length of service of each director.</p>	<p>... the names of the directors considered by the board to be independent directors:</p> <p><input checked="" type="checkbox"/> on pages 19 and 20 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p> <p>... and the length of service of each director:</p> <p><input checked="" type="checkbox"/> on pages 19 and 20 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p>
2.4	A majority of the board of a listed entity should be independent directors.	<p>... the fact that we follow this recommendation:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> on page 19 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports
2.6	A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement
PRINCIPLE 3 – ACT ETHICALLY AND RESPONSIBLY		
3.1	A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it.	... our code of conduct or a summary of it: <input checked="" type="checkbox"/> under the Guide to Business Conduct which is available at this URL on our website: http://www.bluescope.com/about-us/governance/

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING		
4.1	<p>The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <p>(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, who is not the chair of the board,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the relevant qualifications and experience of the members of the committee; and</p> <p>(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have an audit committee that complies with paragraphs (1) and (2):</p> <p><input checked="" type="checkbox"/> on pages 19 and 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p> <p>... and a copy of the charter of the committee:</p> <p><input checked="" type="checkbox"/> under the Audit & Risk Committee Charter which is available at this URL on our website: http://www.bluescope.com/about-us/governance/</p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input checked="" type="checkbox"/> on pages 19, 20 and 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p>
4.2	<p>The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>	<p>... the fact that we follow this recommendation:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>
4.3	<p>A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.</p>	<p>... the fact that we follow this recommendation:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE		
5.1	A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and (b) disclose that policy or a summary of it.	... our continuous disclosure compliance policy or a summary of it: <input checked="" type="checkbox"/> under the Continuous Disclosure Policy Summary which is available at this URL on our website: http://www.bluescope.com/about-us/governance/
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS		
6.1	A listed entity should provide information about itself and its governance to investors via its website.	... information about us and our governance on our website: <input checked="" type="checkbox"/> at http://www.bluescope.com/about-us/governance/
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement
6.3	A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	... our policies and processes for facilitating and encouraging participation at meetings of security holders: <input checked="" type="checkbox"/> under the Shareholder Communication Strategy which is available at this URL on our website: http://www.bluescope.com/about-us/governance/
6.4	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	... the fact that we follow this recommendation: <input checked="" type="checkbox"/> in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK		
7.1	<p>The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have a committee or committees to oversee risk that comply with paragraphs (1) and (2):</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement AND</p> <p><input checked="" type="checkbox"/> on pages 19 and 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p> <p>... and a copy of the charter of the committee:</p> <p><input checked="" type="checkbox"/> under the Audit & Risk Committee Charter which is available at this URL on our website: http://www.bluescope.com/about-us/governance/</p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input checked="" type="checkbox"/> on pages 19, 20 and 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p>
7.2	<p>The board or a committee of the board should:</p> <p>(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	<p>... the fact that board or a committee of the board reviews the entity's risk management framework at least annually to satisfy itself that it continues to be sound:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p> <p>... and that such a review has taken place in the reporting period covered by this Appendix 4G:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>
7.3	<p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... how our internal audit function is structured and what role it performs:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement</p>

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
7.4	A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	<p>... whether we have any material exposure to economic, environmental and social sustainability risks and, if we do, how we manage or intend to manage those risks:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement <u>AND</u></p> <p><input checked="" type="checkbox"/> on pages 3, 11 to 13 and 44 of our 2017 Directors' Report and in our Sustainability Report, which are available at the below URLs on our website:</p> <p>http://www.bluescope.com/investors/annual-reports <u>AND</u></p> <p>at: https://www.bluescope.com/sustainability/reports/</p>

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY		
8.1	<p>The board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.</p>	<p>[If the entity complies with paragraph (a):]</p> <p>... the fact that we have a remuneration committee that complies with paragraphs (1) and (2):</p> <p><input checked="" type="checkbox"/> on pages 20 and 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p> <p>... and a copy of the charter of the committee:</p> <p><input checked="" type="checkbox"/> under the Remuneration & Organisation Committee Charter which is available at this URL on our website: http://www.bluescope.com/about-us/governance/</p> <p>... and the information referred to in paragraphs (4) and (5):</p> <p><input checked="" type="checkbox"/> on page 22 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p>
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	<p>... separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives:</p> <p><input checked="" type="checkbox"/> on pages 23 to 43 of our 2017 Directors' Report which is available at this URL on our website: http://www.bluescope.com/investors/annual-reports</p>
8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <p>(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and</p> <p>(b) disclose that policy or a summary of it.</p>	<p>... our policy on this issue or a summary of it:</p> <p><input checked="" type="checkbox"/> in our Corporate Governance Statement AND</p> <p><input checked="" type="checkbox"/> at: https://www.bluescope.com/about-us/governance/</p>