## **Appendix 4G**

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Name of entity	
Beacon Lighting Group Limited	
ABN/ARBN	Financial year ended
164 122 785	28 June 2015

Our corporate governance statement<sup>2</sup> for the above period above can be found at:<sup>3</sup>

these pages of our annual report: pages 8 to 13

this URL on our website: <a href="http://www.beaconlightinggroup.com.au/investor-center/governance">http://www.beaconlightinggroup.com.au/investor-center/governance</a>

The Corporate Governance Statement is accurate and up to date as at 28 June 2015 and has been approved by the board.

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

Date here:

August 20, 2015

Sign here:

**Company Secretary** 

Print name:

**Tracey Hutchinson** 

<sup>&</sup>lt;sup>1</sup> 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.

<sup>&</sup>lt;sup>2</sup> "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.

<sup>&</sup>lt;sup>3</sup> 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.

## ANNEXURE - KEY TO CORPORATE GOVERNANCE DISCLOSURES

recommendation is therefore not applicable	http://www.beaconlightinggroup.com.au/investor- center/governance/Board Charter/		
we are an externally managed entity and this	at this location:		
Governance Statement <u>OR</u>	in our Corporate Governance Statement OR	of their appointment.	
an explanation why that is so in our Corporate	the fact that we follow this recommendation:		1.3
	center/governance/ board charter/	on whether or not to elect or re-elect a director.	
recommendation is therefore not applicable	http://www.beaconlightinggroup.com.au/investor-	<ul><li>(b) provide security holders with all material information in its possession relevant to a decision</li></ul>	
we are an externally managed entity and this	at this location:		
Governance Statement <u>OR</u>	in our Corporate Governance Statement OR	(a) undertake appropriate checks before appointing a	
an explanation why that is so in our Corporate	the fact that we follow this recommendation:	1.2 A listed entity should:	1.2
	http://www.beaconlightinggroup.com.au/investor- center/governance/Board Charter/		
	at this location:		
	management):		
	responsibilities of our board and management (including those		
	celiter/governance		
recommendation is therefore not applicable	http://www.beaconlightinggroup.com.au/investor-	those delegated to management.	
we are an externally managed entity and this	at this location:	(b) those matters expressly reserved to the board and	
Governance Statement OR	in our Corporate Governance Statement OR	(a) the respective roles and responsibilities of its board and management; and	
an explanation why that is so in our Corporate	the fact that we follow this recommendation:	1.1 A listed entity should disclose:	1.1
	NT AND OVERSIGHT	PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT	PR
We have $\underline{NOT}$ followed the recommendation in full for the whole of the period above. We have disclosed	We have followed the recommendation in full for the whole of the period above. We have disclosed	Corporate Governance Council recommendation	S <sub>c</sub>

Corp	Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have $\underline{\text{NOT}}$ followed the recommendation in full for the whole of the period above. We have disclosed
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:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance/Board Charter/	an explanation why that is so in our Corporate Governance Statement OR we are an externally managed entity and this recommendation is therefore not applicable
1.5	A listed entity should:  (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;	the fact that we have a diversity policy that complies with paragraph (a):  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance	an explanation why that is so in our Corporate Governance Statement OR we are an externally managed entity and this recommendation is therefore not applicable
	(b) disclose that policy or a summary of it; and	and a copy of our diversity policy or a summary of it:    It is location:	
	(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:  (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  (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.	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:  ☐ in our Corporate Governance Statement OR ☐ at this location here ☐ in our Corporate Governance Statement OR ☐ in our Corporate Governance Statement OR ☐ at this location: ☐ in our Corporate Governance Statement OR ☐ at this location here	
		Insert location here	

Corpor	Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have $\underline{NOI}$ followed the recommendation in full for the whole of the period above. We have disclosed
1.6	A listed entity should:  (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and	the evaluation process referred to in paragraph (a):	an explanation why that is so in our Corporate Governance Statement OR  we are an externally managed entity and this recommendation is therefore not applicable
		http://www.beaconlightinggroup.com.au/investor-center/governance/Remuneration & nominations Committee Charter	
	(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	and the information referred to in paragraph (b):  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investorcenter/governance	
1.7	A listed entity should:  (a) have and disclose a process for periodically evaluating the performance of its senior executives; and	the evaluation process referred to in paragraph (a):  in our Corporate Governance Statement OR  at this location: Page 18 -25 of Annual Report  http://www.beaconlightinggroup.com.au/investor- center/governance/Board	an explanation why that is so in our Corporate Governance Statement OR we are an externally managed entity and this recommendation is therefore not applicable
		http://www.beaconlightinggroup.com.au/investor-center/governance/Remuneration & nominations Committee Charter	
	(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that	and the information referred to in paragraph (b): in our Corporate Governance Statement OR	
	process.	at this location: Page 18-25 of Annual Report	

,			AND MINISTER IN THE AND THE PROPERTY AND
corpor	corporate governance council recommendation	We have tollowed the recommendation in full for the whole of the period above. We have disclosed	We have $\underline{NOT}$ followed the recommendation in full for the whole of the period above. We have disclosed
PRINCI	PRINCIPLE 2 - STRUCTURE THE BOARD TO ADD VALUE		
2.1	The board of a listed entity should:  (a) have a nomination committee which:	[If the entity complies with paragraph (a):] the fact that we have a nomination committee that complies with paragraphs (1) and (2):	an explanation why that is so in our Corporate Governance Statement <u>OR</u>
	<ul><li>(1) IIds at least three members, a majority of whom are independent directors; and</li><li>(2) is chaired by an independent director,</li><li>and disclose:</li></ul>	in our Corporate Governance Statement <b>OR</b> at this location:	we are an externally managed entity and this recommendation is therefore not applicable
	and disclose:	http://www.beaconlightinggroup.com.au/investor-center/governance	
	(3) the charter of the committee;	and a copy of the charter of the committee:  at this location:	
		http://www.beaconlightinggroup.com.au/investor- center/governance/Remuneration & nominations Committee Charter	
	(4) the members of the committee; and		
	(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; <b>OR</b>	and the information referred to in paragraphs (4) and (5):  in our Corporate Governance Statement OR  at this location: Page 17 of Annual Report	
	(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	[If the entity complies with paragraph (b):] the fact that we do not have a nomination committee and	
	board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and	the processes we employ to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to	
	responsibilities effectively.	enable it to discharge its duties and responsibilities effectively:	
		in our Corporate Governance Statement OR	
		at this location:	
		Insert location here	

N.	<u> </u>	<del></del>	K. 1	T	
2.4			2.3	2.2	Corpora
A majority of the board of a listed entity should be independent directors.	(c) the length of service of each director.	(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	A listed entity should disclose:  (a) the names of the directors considered by the board to be independent directors;	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.	Corporate Governance Council recommendation
the fact that we follow this recommendation: in our Corporate Governance Statement OR at this location:  Insert location here	the length of service of each director: in our Corporate Governance Statement OR at this location: Page 8 of Annual Report http://www.beaconlightinggroup.com.au/investorcenter/governance	where applicable, the information referred to in paragraph (b):  in our Corporate Governance Statement OR  at this location: Page 5 of Annual Report	the names of the directors considered by the board to be independent directors:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance	our board skills matrix:	We have followed the recommendation in full for the whole of the period above. We have disclosed
an explanation why that is so in our Corporate Governance Statement OR we are an externally managed entity and this recommendation is therefore not applicable			an explanation why that is so in our Corporate Governance Statement	an explanation why that is so in our Corporate Governance Statement <u>OR</u> we are an externally managed entity and this recommendation is therefore not applicable	We have $\underline{NOT}$ followed the recommendation in full for the whole of the period above. We have disclosed

Corpo	Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have $\underline{NOT}$ 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: in our Corporate Governance Statement OR at this location:	an explanation why that is so in our Corporate Governance Statement OR  we are an externally managed entity and this recommendation is therefore not applicable
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:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance	an explanation why that is so in our Corporate Governance Statement OR we are an externally managed entity and this recommendation is therefore not applicable
		http://www.beaconlightinggroup.com.au/investor-center/governance/Remuneration & nominations Committee Charter	
PRINC	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: in our Corporate Governance Statement OR at this location:	an explanation why that is so in our Corporate Governance Statement
		http://www.beaconlightinggroup.com.au/investor- center/governance/Code of Conduct	
PRINC	PRINCIPLE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING		
4.1	The board of a listed entity should:  (a) have an audit committee which:  (1) has at least three members, all of whom are	[If the entity complies with paragraph (a):] the fact that we have an audit committee that complies with paragraphs (1) and (2):	an explanation why that is so in our Corporate Governance Statement
	non-executive directors and a majority of whom are independent directors; and  (2) is chaired by an independent director, who is not	in our Corporate Governance Statement <b>OR</b> At this location:	
	the chair of the board,	http://www.beaconlightinggroup.com.au/investor-center/governance	

		Corporat
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.	and disclose:  (3) the charter of the committee;  (4) the relevant qualifications and experience of the members of the committee; and  (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  (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.	Corporate Governance Council recommendation
the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investorcenter/governance	and a copy of the charter of the committee:    This location:   Interpretation   Interp	We have followed the recommendation in full for the whole of the period above. We have disclosed
an explanation why that is so in our Corporate Governance Statement		We have $\underline{\text{NOT}}$ followed the recommendation in full for the whole of the period above. We have disclosed

	http://www.beaconlightinggroup.com.au/investor-center/governance		
an explanation why that is so in our Corporate Governance Statement	the fact that we follow this recommendation: in our Corporate Governance Statement OR at this location:	6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	<u></u>
	http://www.beaconlightinggroup.com.au/investor-center/governance		
an explanation why that is so in our Corporate Governance Statement	information about us and our governance on our website: $\boxed{X}$ at this location:	6.1 A listed entity should provide information about itself and its governance to investors via its website.	6
		PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS	פַן
Governance Statement		<ul> <li>(a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and</li> <li>(b) disclose that policy or a summary of it.</li> </ul>	
	our continuous disclosure compliance policy or a summary of	PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE  5.1 A listed entity should:	(7   1-0
an explanation why that is so in our Corporate Governance Statement <u>OR</u> we are an externally managed entity that does not hold an annual general meeting and this recommendation is therefore not applicable	the fact that we follow this recommendation:	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.	4
We have $\underline{\text{NOT}}$ followed the recommendation in full for the whole of the period above. We have disclosed	We have followed the recommendation in full for the whole of the period above. We have disclosed	Corporate Governance Council recommendation	0

6.3 A listed e it has in r meetings			selected the belief above. The light disclosed
	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:    in our Corporate Governance Statement OR     at this location:   http://www.beaconlightinggroup.com.au/investorcenter/governance     http://www.beaconlightinggroup.com.au/investorcenter/governance/Communciations Policy	an explanation why that is so in our Corporate Governance Statement OR  we are an externally managed entity that does not hold periodic meetings of security holders and this recommendation is therefore not applicable
6.4 A listed entity receive comm communication electronically.	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:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance  http://www.beaconlightinggroup.com.au/investor-center/governance/Communciations Policy	an explanation why that is so in our Corporate Governance Statement
7.1 The board (a) have each (1) have and d	PRINCIPLE 7 – RECOGNISE AND MANAGE RISK  7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose:	[If the entity complies with paragraph (a):] the fact that we have a committee or committees to oversee risk that comply with paragraphs (1) and (2):  in our Corporate Governance Statement OR at this location:  Insert location here	an explanation why that is so in our Corporate Governance Statement

											20
	7.2										Corpor
	The board or a committee of the board should:  (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and  (b) disclose, in relation to each reporting period, whether such a review has taken place.			management framework.	(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	the period and the individual attendances of the members at those meetings; <b>OR</b>	<ul><li>(4) the members of the committee; and</li><li>(5) as at the end of each reporting period, the number of times the committee met throughout</li></ul>			(3) the charter of the committee;	Corporate Governance Council recommendation
605	the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance	http://www.beaconlightinggroup.com.au/investor-center/governance/Board Charter	http://www.beaconlightinggroup.com.au/investor-center/governance	in our Corporate Governance Statement OR at this location:	[If the entity complies with paragraph (b):] the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework:	Insert location here	in our Corporate Governance Statement OR at this location:	and the information referred to in paragraphs (4) and (5):	Insert location here	at this location:	We have followed the recommendation in full for the whole of the period above. We have disclosed
	an explanation why that is so in our Corporate Governance Statement										We have $\underline{\rm NOT}$ followed the recommendation in full for the whole of the period above. We have disclosed

7.3	7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs: OR	We have followed the recommendation in full for the whole of the period above. We have disclosed  [If the entity complies with paragraph (a):] how our internal audit function is structured and what role it performs:	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed  an explanation why that is so in our Corporate Governance Statement
	b structuled allo what fole it perioritis, OK	in our Corporate Governance Statement <b>OR</b> at this location:	
	(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.	[If the entity complies with paragraph (b):] the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes:    In our Corporate Governance Statement OR at this location:	
		http://www.beaconlightinggroup.com.au/investor-center/governance	
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.	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:  in our Corporate Governance Statement OR at this location:  http://www.beaconlightinggroup.com.au/investor-	an explanation why that is so in our Corporate Governance Statement
PRINC	PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY	http://www.beaconlightinggroup.com.au/investor-center/governance	
8.1	The board of a listed entity should:	[If the entity complies with paragraph (a):]	an explanation why that is so in our Corporate
	(a) have a remuneration committee which:  (1) has at least three members, a majority of whom	complies with paragraphs (1) and (2):	Governance Statement <u>OR</u> we are an externally managed entity and this
	<ol> <li>is chaired by an independent director,</li> </ol>	at this location:	recommendation is therefore not applicable
	and disclose:		

Corpor	Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have $\overline{\text{NOT}}$ followed the recommendation in full for the whole of the period above. We have disclosed
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.	separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives:  in our Corporate Governance Statement OR  at this location: Page 18 -25 of Annual Report  http://www.beaconlightinggroup.com.au/investor-center/governance	an explanation why that is so in our Corporate Governance Statement OR we are an externally managed entity and this recommendation is therefore not applicable
	A listed entity which has an equity-based remuneration scheme should:  (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  (b) disclose that policy or a summary of it.	our policy on this issue or a summary of it:  in our Corporate Governance Statement OR  at this location:  http://www.beaconlightinggroup.com.au/investor-center/governance/Securities Trading Policy	an explanation why that is so in our Corporate Governance Statement OR  we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable OR  we are an externally managed entity and this recommendation is therefore not applicable