



Company Announcements  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

7 October 2024

## Notice of 2024 Annual General Meeting

Dear Sir / Madam,

The 2024 Annual General Meeting of BlueScope Steel Limited will be held as a hybrid meeting on Tuesday 19 November 2024, commencing at 10.00am (AEDT) (**AGM**).

Attached are the following documents in relation to BlueScope's 2024 AGM (**AGM Documents**) which are also available on BlueScope's website at <https://www.bluescope.com/investors/calendar-agms>:

1. Notice of Annual General Meeting (Notice);
2. Sample Proxy Form; and
3. Virtual Meeting Online Guide.

The AGM Documents will be despatched to shareholders on 15 October 2024. A hard copy of the Notice will be sent by post to those shareholders who specifically have elected to receive notices of meeting in hard copy. An electronic copy of the Notice will be available for those shareholders who have elected to receive notices of meeting electronically. Those shareholders who have neither elected to receive notices of meeting in hard copy or electronically will receive, in addition to a personalised proxy form, the attached documents which will be despatched by post on 15 October 2024:

- a. Chair's Letter to shareholders, which informs them where they can download the Notice and access other important information about the AGM; and
- b. Shareholder Question Form.

Yours sincerely,

Penny Grau  
Company Secretary  
BlueScope Steel Limited

### Authorised for release by: the Board of BlueScope Steel Limited

For further information  
about BlueScope:  
[www.bluescope.com](https://www.bluescope.com)

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# BlueScope

Notice of Annual  
General Meeting

**2024**

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# Our Purpose

We create and inspire smart solutions in steel, to strengthen our communities for the future.

## Our Bond

### Our Customers are our partners

Our success depends on our customers and suppliers choosing us. Our strength lies in working closely with them to create value and trust, together with superior products, service and ideas.

### Our People are our strength

Our success comes from our people. We work in a safe and satisfying environment. We choose to treat each other with trust and respect and maintain a healthy balance between work and family life. Our experience, teamwork and ability to deliver steel inspired solutions are our most valued and rewarded strengths.

### Our Shareholders are our foundations

Our success is made possible by the shareholders and lenders who choose to invest in us. In return, we commit to continuing profitability and growth in value, which together make us all stronger.

### Our Local Communities are our homes

Our success relies on communities supporting our business and products. In turn, we care for the environment, create wealth, respect local values, and encourage involvement. Our strength is in choosing to do what is right.

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# Chair's Message

Office of the Chair  
Monday, 7 October 2024

Dear Shareholder

On behalf of the Directors of BlueScope Steel Limited (**Company or BlueScope**), I would like to extend a warm invitation to you to attend the Company's 2024 Annual General Meeting (**AGM**). The AGM will be held at The Grand Ballroom at the Novotel Northbeach Hotel, 2-14 Cliff Road, North Wollongong, New South Wales 2500, on Tuesday, 19 November 2024, commencing at 10.00am (AEDT). Shareholders will be able to participate in the AGM in person or online in real-time via the online platform at <https://meetings.linkgroup.com/BSL24>. Shareholders will also be able to call, listen and ask questions (but not vote) at the AGM through a dedicated telephone line.

BlueScope is looking forward to hosting a hybrid AGM to provide the Directors with an opportunity to engage with Shareholders both in person and online for those who cannot attend in person.

Details of how we will manage our AGM are set out below and in the accompanying Notice of 2024 Annual General Meeting (**Notice**). In the event that it is necessary to provide further updates on arrangements for the AGM, we will inform you through BlueScope's website at <https://www.bluescope.com/investors/calendar-agms> and an ASX announcement.

## Proxies and Shareholder questions before the AGM

Shareholders are encouraged to lodge a directed proxy in advance of the AGM, particularly if they do not intend to attend the AGM online or in person. Proxy Forms must be received before 10:00am (AEDT) on Sunday, 17 November 2024.

Shareholders are also encouraged to submit questions to the Company or its auditors by submitting an online or hardcopy Shareholder Question Form in advance of the AGM by no later than 5:00pm (AEDT) on Tuesday, 12 November 2024.

Further information on how to lodge your proxy and submit questions is provided in the Notice on page 14, under the heading 'Important Information for Shareholders'.

## Attending the AGM in person

Registration desks will be open from 9.00am (AEDT) on the day of the AGM. Please present your proxy form to assist with your registration at the AGM if you will be attending in person and not voting by proxy.

## Participating in the AGM online

Details on how Shareholders can participate in the AGM online are contained in the Notice on page 14, under the heading



'Important Information for Shareholders' and in the 'Virtual Meeting Online Guide' available at <https://www.bluescope.com/investors/calendar-agms>.

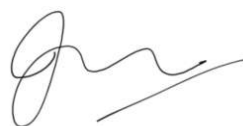
## Items of Business

The business of the AGM is to consider:

- BlueScope's 2024 Annual Report. The 2024 Annual Report (including the Financial Statements and the reports of the Directors and the auditor for the year ended 30 June 2024) is available online at <https://www.bluescope.com/investors/results-presentations/annual-reports> and has been posted to Shareholders who elected to receive a hard copy;
- the re-election of myself as a Director of the Company;
- the election of Mr Alistair Field as a Director of the Company;
- adoption of the Remuneration Report for the year ended 30 June 2024;
- approval for the grant of Share and Alignment Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella;
- approval to increase the maximum number of Directors that can be appointed;
- approval for an increase to the Non-executive Director Fee Pool; and
- renewal of the previous approval of potential termination benefits for executives.

Further detail on each of the resolutions is contained in the Notice and Explanatory Notes. The Board recommends that Shareholders vote in favour of all resolutions.

Yours sincerely,



**Jane McAloon AM**  
Chair  
BlueScope Steel Limited  
ABN 16 000 011 058

# Notice of Annual General Meeting

**Notice is given that the 2024 Annual General Meeting (AGM) of Shareholders of BlueScope Steel Limited (the Company) will be held:**

**Date:** Tuesday, 19 November 2024

**Time:** 10.00am (AEDT)

**Physical venue:** The Grand Ballroom at the Novotel Northbeach Hotel,  
2-14 Cliff Road, North Wollongong, New South Wales 2500

**Online:** at <https://meetings.linkgroup.com/BSL24>

## Items of business

### 1. Annual Report

To receive and consider the Annual Report, Financial Statements and the reports of the Directors and the auditor for the year ended 30 June 2024.

### 2. Re-election and election of Directors

To consider and, if thought fit, pass the following resolutions as separate ordinary resolutions:

- "That Ms Jane McAloon be re-elected as a Director of the Company."
- "That Mr Alistair Field be elected as a Director of the Company."

### 3. Remuneration Report

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That the Remuneration Report, which forms part of the report of the Directors for the year ended 30 June 2024, be adopted."

**Note:** The vote on this resolution is advisory only and does not bind the Directors or the Company.

### 4. Grant of Short Term Incentive (STI) Share Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, STI Share Rights be granted to Mr Mark Vassella, Managing Director and Chief Executive Officer, under the

Company's Short Term Incentive Plan and on the terms described in the Explanatory Notes accompanying this Notice of 2024 AGM."

### 5. Grant of Long Term Incentive (LTI) Alignment Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That for the purpose of ASX Listing Rule 10.14 and all other purposes, LTI Alignment Rights be granted to Mr Mark Vassella, Managing Director and Chief Executive Officer, under the Company's Long Term Incentive Plan and on the terms described in the Explanatory Notes accompanying this Notice of 2024 AGM."

### 6. Approval for an increase in the maximum number of Directors that can be appointed

To consider and, if thought fit, pass the following resolution as a special resolution:

"That in accordance with rule 11.1 of the Company's Constitution, the maximum number of Directors of the Company be increased to twelve (12) from the close of the 2025 Annual General Meeting."

## 7. Approval for an increase to the Non-executive Director Fee Pool

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That for the purposes of ASX Listing Rule 10.17, rule 11.9 of the Company's Constitution and for all other purposes, the maximum aggregate annual remuneration that may be paid by the Company for the services of the Company's Non-executive Directors be increased by \$550,000 from \$3,250,000 to \$3,800,000 per annum."

## 8. Approval for renewal of potential termination benefits

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That, for the purposes of sections 200B and 200E of the Corporations Act, approval is given for the provision of benefits to any current and future holder of a managerial or executive office in the Company or a related body corporate, in connection with the person ceasing to hold that office, as described in the Explanatory Notes accompanying this Notice of 2024 AGM."

## Voting restrictions

### Item 3

No member of the key management personnel of the Company's consolidated group (**Group**) whose remuneration details are included in the Remuneration Report (or a closely related party of any such member), may vote in any capacity, and the Company will disregard the votes cast by or on behalf of such persons, on Item 3, unless the vote is cast as proxy for a person entitled to vote on Item 3:

- in accordance with a direction on the Proxy Form; or
- by the Chair of the meeting because the Chair will receive express authority through the Proxy Form to vote undirected proxies as the Chair sees fit, even though Item 3 is connected with the remuneration of the Group's key management personnel.

### Items 4, 5 and 7

Items 4, 5 and 7 are resolutions connected directly or indirectly with the remuneration of the Group's key management personnel.

The Company will disregard:

- any votes cast in favour of Items 4 and 5 by or on behalf of Mr Mark Vassella and any of his associates, in any capacity;
- any votes cast in favour of Item 7 by or on behalf of a Director of the Company and any of their associates, in any capacity; and
- any votes cast on Items 4, 5 and 7 by a person who is a member of the Group's key management personnel and their closely related parties as proxy.

However, the Company does not need to disregard votes cast by such persons on Items 4, 5 and 7 as proxy or attorney for another person who is entitled to vote on those Items if the vote is cast:

- in accordance with the directions on the Proxy Form;
- by the Chair of the meeting because the Proxy Form provides the Chair with express authority to vote undirected proxies as the Chair decides, even though Items 4, 5 and 7 are connected with the remuneration of the Group's key management personnel; or

- in favour of the relevant Item by a holder, acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the relevant Item; and
  - the holder votes on the relevant Item in accordance with directions given by the beneficiary.

### Item 8

No votes on Item 8 may be cast by or on behalf of a Relevant Person (as defined in the Explanatory Notes to this Notice of 2024 AGM), or by any associate of such a person. However, the Company does not need to disregard those votes which are cast on Item 8 by such persons as proxy for another person who is entitled to vote on that Item provided the vote is cast in accordance with the directions on the Proxy Form.

Additionally, the Company will disregard any votes cast on Item 8 by a person who is a member of the Group's key management personnel or their closely related parties as proxy, unless the vote is cast:

- in accordance with the directions on the Proxy Form; or
- by the Chair of the meeting because the Proxy Form provides the Chair with express authority to vote undirected proxies as the Chair decides, even though Item 8 is connected with the remuneration of the Group's key management personnel.

## The Chair of the meeting and undirected proxies

The Chair of the meeting intends to vote undirected proxies (where she has been appropriately authorised) in **Favour** of each Item.

If a Shareholder appoints the Chair of the meeting as their proxy and the Shareholder does not direct her how to vote on Items 3, 4, 5, 7 and 8 the Shareholder authorises the Chair of the meeting to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Group's key management personnel.

If you do not wish to appoint the Chair of the meeting as your proxy to vote on an Item in the manner indicated above, the Company encourages you to complete the voting directions in respect of each item in Step 2 of the Proxy Form.

### How to vote

Shareholders may vote in one of the following ways:

- a. In person by physically attending the AGM.
- b. Using the online platform. We recommend logging in to the online platform at least 15 minutes prior to the scheduled start time for the AGM using the instructions below:
  - Enter <https://meetings.linkgroup.com/BSL24> into a web browser on your computer or tablet device;
  - Shareholders will need their Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**) which is on your Shareholder holding statements; and
  - Proxyholders will need their proxy number issued by the Company's share registry, Link Market Services, to register to vote and ask questions. If you have not received confirmation of your proxy number prior to the AGM, please call the Online Meeting help line on +61 1800 990 363 on the day of the AGM to request confirmation of your proxy number.

Unless otherwise determined by the Chair of the meeting, online voting will be open prior to the AGM at 9.30am (AEDT) on Tuesday, 19 November 2024 until the time at which the Chair of the meeting announces that voting has closed. More information about online participation in the AGM is available on page 14 of this Notice of 2024 AGM, under the heading 'Important Information for Shareholders' and in the 'Virtual Meeting Online Guide' available at <https://www.bluescope.com/investors/calendar-agms>.

- c. Appointing a proxy to attend and vote on your behalf, using the Proxy Form provided with this Notice of 2024 AGM or the Chair's Letter (if relevant) **OR** the **electronic Proxy Form** available at <https://investorcentre.linkgroup.com/voting/BSL>. You will need your HIN or SRN, which is on your Shareholder holding statements, to lodge your Proxy Form online.

**Proxy Forms must be received by Link Market Services by 10.00am (AEDT) on Sunday, 17 November 2024 to be valid for the AGM. Proxy Forms can be returned electronically (as per the above) or by hand, mail or facsimile (details specified below).**

- A Shareholder who is entitled to attend and cast a vote at the AGM may appoint a proxy.
- A proxy need not be a Shareholder and can be an individual or a body corporate.
- A body corporate appointed as a Shareholder's proxy may appoint a representative to exercise any of the powers the body may exercise as a proxy at the AGM (see "Corporate representatives" below).
- A Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. Should a Shareholder choose to appoint 2 proxies, an additional Proxy Form would be required. You can either copy your Proxy Form or obtain an additional copy by telephoning the Company's share registry, Link Market Services, on +61 1300 855 998 (within Australia or internationally). In such case, both Proxy Forms should be lodged together. More information about the appointment of a second proxy is available on the Proxy Form.
- The following addresses and fax number are specified for the purposes of receipt of proxy appointments:

**By hand:\***

BlueScope Steel Share Registry  
c/- Link Market Services Limited  
Parramatta Square  
Level 22, Tower 6  
10 Darcy Street  
Parramatta NSW 2150

\*During business hours (Monday to Friday, 9:00am-5:00pm)

**By fax:**

Facsimile: +61 (0)2 9287 0309

**By mail:**

BlueScope Steel Share Registry  
c/- Link Market Services Limited  
Locked Bag A14  
Sydney South, NSW, 1235 Australia

**Please note: Link Group is now known as MUFG Pension & Market Services. Over the coming months, Link Market Services will progressively rebrand to its new name MUFG Corporate Markets, a division of MUFG Pension & Market Services.**

- Should a Shareholder choose to return their hard copy Proxy Form via mail, please be aware of postal timeframes, including the possibility of delays. To be effective, the instrument by which a proxy is appointed by a Shareholder and, if the instrument is signed by the Shareholder's attorney, the authority under which the instrument is signed or a certified copy of the authority, must be received by the Company at least 48 hours before the AGM.
- Shareholders should consider directing their proxy as to how to vote on each resolution by marking either the "For", "Against" or "Abstain" box when completing their Proxy Form to ensure that their proxy is permitted to vote on their behalf in accordance with their instructions.
- Under the Corporations Act, if the appointment of a proxy specifies the way the proxy is to vote on a particular resolution:
  - if the proxy is not the Chair of the meeting, the proxy need not vote on a poll but if the proxy does so, the proxy must vote as directed (subject to any applicable voting restrictions); and
  - if the proxy is the Chair of the meeting, the proxy must vote on a poll and must vote as directed.
- In addition, there are some circumstances where the Chair of the meeting will be taken to have been appointed as a Shareholder's proxy for the purposes of voting on a resolution even if the Shareholder has not expressly appointed the Chair of the meeting as their proxy. This will be the case where:
  - the appointment of the proxy specifies the way the proxy is to vote on a resolution;
  - the appointed proxy is not the Chair of the meeting; and
  - either of the following applies:
    - i) the proxy is not recorded as attending the AGM; or
    - ii) the proxy attends the AGM but does not vote on the resolution.

For more information concerning the appointment of proxies and the addresses to which Proxy Forms may be sent, please refer to the Proxy Form.

## Corporate representatives

- A body corporate that is a Shareholder (or which is appointed as a proxy) may appoint a person to act as its representative. The representative should provide:
  - a letter or certificate authorising him or her as the body corporate's representative, executed in accordance with the body corporate's constitution or the Corporations Act; or
  - a copy of the resolution appointing the representative, certified by a secretary or director of the body corporate.A form of appointment of a corporate representative may be obtained from the Company's share registry, Link Market Services, online at [linkmarketservices.com.au](https://linkmarketservices.com.au) or on +61 1300 855 998 (within Australia or internationally).
- To be effective, the instrument appointing a person as the representative of a body corporate who has been appointed as a proxy must be received by the Company at least 48 hours before the AGM (10.00am (AEDT) on Sunday, 17 November 2024).

## Voting method

- Voting on Items 2 to 8 will be conducted by way of a poll.

## Voting entitlements

- The Board has determined that for the purposes of the AGM, shares will be taken to be held by those persons recorded on the Company's share register as at **7.00pm (AEDT) on Sunday, 17 November 2024**.

## Technical difficulties

- As the AGM is being held as a hybrid meeting with some Shareholders participating online, technical difficulties may arise during the course of the AGM. The Chair of the meeting has discretion as to whether and how the AGM should proceed if a technical difficulty arises. In exercising this discretion, the Chair of the meeting will have regard to the nature of the issue, the number of Shareholders impacted and the extent to which participation in the business of the AGM is affected.
- Where the Chair of the meeting considers it appropriate, the Chair of the meeting may continue to hold the AGM and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, Shareholders are encouraged to lodge a proxy by **10:00am (AEDT) on Sunday, 17 November 2024** even if they plan to attend the AGM online.

By order of the Board

**Penelope Grau**

Company Secretary

Monday, 7 October 2024

## Explanatory Notes

This information forms part of the 2024 Notice of AGM.

A discussion will be held on all items to be considered at the AGM.

All Shareholders are encouraged to submit questions to the Company or its auditor in advance of the AGM by completing a Shareholder Question Form. Details on how Shareholders can ask questions before the AGM are contained in this Notice of 2024 AGM on page 15, under the heading 'Important Information for Shareholders'. To allow time to collate questions and prepare answers, questions submitted in advance of the AGM using the online or hardcopy Question Forms need to be received by no later than 5.00pm (AEDT) on Tuesday, 12 November 2024.

Shareholders who attend the AGM either in person or online will also have a reasonable opportunity to ask questions during the AGM. Shareholders attending in person will be able to ask questions from the floor of the AGM and Shareholders attending online will be able to ask questions via the online AGM platform or by telephone. Important details on how Shareholders participating online can ask questions during the AGM are contained in this Notice of 2024 AGM on page 15, under the heading 'Important Information for Shareholders' and in the 'Virtual Meeting Online Guide' available at <https://www.bluescope.com/investors/calendar-agms>.

The Chair of the meeting will endeavour to address as many of the more frequently raised questions as possible during the AGM. However, there may not be enough time to address all questions raised. Please note that individual responses will not be sent to Shareholders.

### Item 1. Annual Report

The Annual Report, Financial Statements and the reports of the Directors and the auditor for the year ended 30 June 2024 will be presented for consideration.

The 2024 Annual Report is available on the Company's website at <https://www.bluescope.com/investors/results-presentations/annual-reports> and has been posted to Shareholders who elected to receive a hard copy.

The Chair of the meeting will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the management of the Company.

The auditor of the Company, Ernst & Young, will be available to take questions about the preparation and content of its report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit. The Company is required by law to forward all such questions received prior to the AGM to the auditor and the auditor is required to prepare a list of questions that the auditor considers are relevant to the conduct of the audit and the content of the auditor's report (**Audit Questions**). At the AGM, the Chair of the meeting will give the auditor a reasonable opportunity to answer any Audit Questions. The list of Audit Questions reviewed by the auditor will be available on the Company's website at <https://www.bluescope.com> immediately prior to the AGM.

### Item 2. Re-election and Election of Directors

Ms Jane McAloon retires and being eligible, offers herself for re-election, in accordance with the Company's Constitution. Mr Alistair Field was appointed as a Director in January 2024. Mr Field vacates his office in accordance with the Company's Constitution and, being eligible, offers himself for election at the 2024 AGM.

Biographical information on the Directors seeking re-election and election is set out below. Information on the process and criteria for determining the independence of these Directors for the purposes of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations is contained in the Company's 2024 Corporate Governance Statement, which can be found on the Company's website: <https://www.bluescope.com/our-company/governance/board-governance>.

#### Directors' Recommendation

The Board (in each case excluding the relevant candidate) is of the view that each of Ms McAloon and Mr Field make a positive contribution to the Board and have skills and experience which benefit the Company and, consequently, supports the re-election of Ms McAloon and election of Mr Field.

#### Jane McAloon AM

Chair (Independent)

BEC (Hons), LLB, GDip CorpGov, FAICD

Chair since: November 2023

Director since: September 2022

Directorships of other Australian listed entities in the past three years: Newcrest Mining Ltd (July 2021 to November 2023), United Malt Group Ltd (February 2020 to February 2023), HMC Capital Ltd (October 2019 to November 2022) and Viva Energy Group Ltd (June 2018 to August 2021).

Ms McAloon is Chair and a non-executive director of EnergyAustralia Holdings Ltd and a non-executive director of Allianz Australia Ltd. Ms McAloon held executive leadership positions with BHP where she spent nine years, including two years on the Group Management Committee as President Governance. She was a senior executive at AGL and held executive leadership roles with the NSW Cabinet Office and the Energy, Rail and Natural Resources Departments. She previously worked as an economist and in private legal practice.

Ms McAloon is a member of the Monash University Council and is an independent member of the advisory board of Allens Lawyers. She was a non-executive director of the Civil Aviation Safety Authority and the Port of Melbourne. She was Chair of Australian Defence Reserves Support Council, a senior adviser to Brunswick Group Asia, a director of the Australian War Memorial and a member of the Referendum Council on Constitutional Recognition for Aboriginal and Torres Strait Islander Peoples.

Ms McAloon brings to BlueScope over 30 years of business, government and regulatory experience at senior executive and board levels across the natural resources, energy, infrastructure and utilities sectors. Having spent most of her career in emissions intensive industries, she has deep experience working at the intersection of business and sustainability challenges including across the UK, US and Asia.

Ms McAloon is a member of the Remuneration & Organisation Committee and the Nomination Committee.

#### Alistair Field

Non-executive Director (Independent)

Mech Eng, MBA

Director since: January 2024

**Directorships of other Australian listed entities in the past three years:** Sims Limited (October 2015 to September 2023), Alumina Limited (January 2024 to August 2024), Alcoa Limited (August 2024 to present).

Mr Field has most recently held the position of Chief Executive Officer and Managing Director of Sims Limited based in the US and Australia. Mr Field has more than 30 years of experience in the mining, metals and manufacturing sectors. Prior to joining Sims Limited, he held a number of senior leadership positions including as director of the Patrick Terminal & Logistics division of Asciano Limited and as Chief Operating Officer of Rio Tinto's Bauxite and Alumina Division.

Mr Field brings to BlueScope a global perspective, having worked at a senior executive level in North America, the Middle East, South Africa and the UK with extensive heavy industry experience, operational and safety expertise, including an understanding of complex and large-scale capital projects.

Mr Field is a member of the Audit Committee, the Health, Safety, Environment & Community Committee and the Nomination Committee.

## Item 3. Remuneration report

The Remuneration Report forms part of the Directors' Report and is included in the Company's Annual Report for the year ended 30 June 2024. The 2024 Annual Report is available on the Company's website at <https://www.bluescope.com/investors/results-presentations/annual-reports> and has been posted to Shareholders who elected to receive a hard copy.

The Remuneration Report:

- explains the Company's remuneration framework and its alignment with the Company's performance;
- contains the remuneration details of the Directors and the other key management personnel of the Company; and
- explains the incentive arrangements in place for the Company's executive key management personnel.

#### Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of this advisory resolution.

## Items 4 and 5. Approval of grants of Short Term Incentive (STI) Share Rights and Long Term Incentive (LTI) Alignment Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella

### Overview of proposed grants of STI Share Rights and LTI Alignment Rights

As outlined in the 2024 Remuneration Report, as part of Mr Mark Vassella's (Managing Director and Chief Executive Officer) remuneration package it is proposed that, subject to Shareholder approval, he be granted:

- STI Share Rights to acquire fully paid ordinary shares in the Company under the Company's STI Plan (**STI Share Rights**); and
- LTI Alignment Rights to acquire fully paid ordinary shares in the Company under the Company's LTI Plan (**LTI Alignment Rights**).

Items 4 and 5 seek Shareholder approval for those grants for FY2025.

### Grant of STI Share Rights

Under the Company's STI Plan, Mr Vassella has the option to receive a portion of his potential STI award as STI Share Rights (instead of cash). For FY2025 Mr Vassella has chosen to receive 100% of his STI award in STI Share Rights. The maximum number of STI Share Rights Mr Vassella can be granted for FY2025 is 65,315. That number was calculated by:

- dividing \$1,343,400 (being Mr Vassella's maximum STI opportunity for FY2025) by the volume weighted average price (**VWAP**) of the Company's shares traded on the ASX for the 3 months up to and including 31 August 2024 (which was \$20.5679); and
- multiplying the result by 100%, the percentage of Mr Vassella's potential FY2025 STI award that he has elected to receive in STI Share Rights.

### Vesting of STI Share Rights

Mr. Vassella's STI outcome for FY2025 will be dependent on the achievement of specific financial and non-financial measures and targets set by the Board, which include measures for return on invested capital and free cash flow. The Company's policy is not to provide earnings guidance and accordingly the details of the relevant financial measures will not be disclosed in advance.

The STI plan is also designed to incentivise Mr Vassella to achieve targets relating to environmental, social and governance matters, including safety and specific business strategy priorities. The Company considers the measures relating to execution of the strategy initiatives to be commercial-in-confidence with the result that publication of that information prior to the end of the performance period may be prejudicial to the interests of the Company.

The targets will be disclosed in the Company's FY2025 Remuneration Report.

The proportion of STI Share Rights that may vest will be dependent on the performance against the measures set by the Board in accordance with the table below:

Satisfaction of performance conditions	% of STI Share Rights that may vest
Below threshold	0%
Threshold	33%
Target	67%
Maximum	100%

Between the "threshold" and "maximum" levels, the number of STI Share Rights that vest will be determined on a pro-rata straight-line basis.

The Board has discretion to adjust the number of STI Share Rights that vest (both up and down). The Board will only do this in exceptional circumstances.

### Grant of LTI Alignment Rights

It is proposed that Mr Vassella be granted a maximum number of 97,973 LTI Alignment Rights. This number was determined by dividing \$2,015,100 (Mr Vassella's LTI opportunity for FY2025) by the VWAP of the Company's shares traded on ASX for the

three (3) months up to and including 31 August 2024 which was \$20.5679. These LTI Alignment Rights will be subject to the conditions described below.

#### Vesting of LTI Alignment Rights

Except in limited circumstances mentioned below, the LTI Alignment Rights will only vest if the following conditions are met:

- **Underlying EBIT ROIC:** The Company's average annual "Underlying EBIT ROIC" over the performance period is greater than 10%. "Underlying EBIT ROIC" is the ratio of the Company's consolidated underlying earnings before interest and tax (EBIT) to the Company's average net operating assets (defined as net assets minus future income tax benefits and net cash plus provision for deferred tax plus provision for income tax). The Company's average net operating assets are calculated as the average of the opening balance and each of the 12 months in the relevant period (i.e., a 13-month average).
- **Leverage:** The ratio of the Company's average annual "Leverage," calculated at six-month intervals over the performance period, is less than 1.3. "Leverage" is the ratio of the Company's consolidated current and non-current external borrowings, less cash and cash equivalents, to the Company's consolidated underlying earnings before interest, tax, depreciation and amortisation (EBITDA) for the relevant period.

The performance period starts on 1 July 2024 and ends on 30 June 2027. The calculation of "Underlying EBIT ROIC" and "Leverage" is to be as determined by the Board, after such adjustments (if any) as the Board determines.

If one or both performance conditions are not satisfied, all LTI Alignment Rights will lapse, unless the Board exercises its discretion to allow them to vest, which it will only do in exceptional circumstances. If all performance conditions are met, all LTI Alignment Rights will vest.

#### Additional information for Items 4 and 5

Listing Rule 10.14 requires a listed company to obtain Shareholder approval before permitting a director to acquire equity securities under an employee incentive scheme. Consequently, the proposed grant of STI Share Rights and LTI Alignment Rights to Mr Vassella require Shareholder approval under Listing Rule 10.14.

The resolutions under Items 4 and 5 seek the necessary Shareholder approval for these grants. If these resolutions under

Items 4 and 5 are passed, the Company will proceed with granting the STI Share Rights and LTI Alignment Rights to Mr Vassella.

If the resolution under Item 4 is not passed, the Company will not be able to grant the STI Share Rights and will instead award Mr Vassella any STI in cash. If the resolution under Item 5 is not passed, the Company will not be able to grant the LTI Alignment Rights. This may impact the Company's ability to incentivise Mr Vassella, align his interests with those of Shareholders, and align his remuneration arrangements with those of the Company's other senior executives. In these circumstances, the Board will need to consider alternative remuneration arrangements.

Mr Vassella's total annual remuneration package for FY2025 is outlined below and consists of:

- **Fixed remuneration (base pay and superannuation):** \$2,015,100;
- **Short Term Incentive (STI):** Maximum opportunity set at 67% of fixed remuneration, which is \$1,343,400; and
- **Long Term Incentive (LTI):** Maximum opportunity set at 100% of fixed remuneration, which is \$2,015,100.

Details of Mr Vassella's total remuneration package for FY2024 is outlined in the Company's 2024 Remuneration Report.

#### STI Share Rights and LTI Alignment Rights ("Right(s)")

Each Right entitles Mr Vassella to one fully paid ordinary share in the Company upon vesting.

Mr Vassella is not required to pay any amount for the award or exercise of the Rights. However, he will be liable for income tax on the Rights in accordance with applicable tax laws.

#### Exercise and lapse of Right(s)

If a Right vests, Mr Vassella may exercise it and will receive a fully paid ordinary share in the Company. These shares will be acquired for Mr Vassella by the trustee of the Company's share plan trust, either through the subscription of new shares or by purchasing shares on-market with funds provided by the Company. If a Right does not vest, it will lapse.

#### Ceasing employment

The table below outlines how the Rights will be treated if Mr Vassella ceases employment with BlueScope. In all cases (other than where Mr Vassella ceases employment because of injury, death or disability), the Board has discretion to determine a different treatment.

	How Rights will be treated if cessation occurs because of:			
	BlueScope initiated termination	Resignation	Redundancy / Retirement / Mutual Separation	Injury / Death / Disability
<b>Unvested STI Share Rights</b>	Lapse	Lapse	On or before 31 December 2024: Lapse  From 1 January 2025: A pro-rata portion will lapse reflecting the performance period remaining when the cessation occurs	Vest without regard to the relevant performance conditions
<b>Vested STI Share Rights</b>	Lapse	Remain eligible to be exercised	Remain eligible to be exercised	Remain eligible to be exercised
<b>Unvested LTI Alignment Rights</b>	Lapse	Lapse	A pro-rata portion will lapse reflecting the service period remaining when the cessation occurs	Vest without regard to the relevant performance conditions
<b>Vested LTI Alignment Rights</b>	Lapse	Remain eligible to be exercised	Remain eligible to be exercised	Remain eligible to be exercised

### Malus/Clawback

The Board has discretion to determine that STI Share Rights and LTI Alignment Rights lapse if Mr Vassella fails to adhere to the Company's policies, conduct himself in accordance with the Company's values, or if his conduct is otherwise deemed unsatisfactory. This includes serious misconduct by Mr Vassella that undermines the Company's performance, financial soundness, and reputation, such as misrepresentation or material misstatements due to errors, omissions, or negligence.

Additionally, the Board has discretion, in certain circumstances, to claw back LTI Alignment Rights, any resulting shares, or the financial benefit of those shares. These circumstances include fraud or gross misconduct, breach of law, material breach of policies or standards, actions that bring the Company into disrepute, material misstatement in financial statements, certain oversight failures, or any other situation an inappropriate benefit would be received. This clawback applies for a period of three years after the vesting of any LTI Alignment Rights.

### Change of control

If, at any time while there are outstanding STI Share Rights or LTI Alignment Rights that have not lapsed or vested, a takeover bid is made to acquire the entire issued ordinary share capital of the Company, or a transaction is announced which, if implemented, would result in a person owning all of the issued shares in the Company, the Board may permit the STI Share Rights or LTI Alignment Rights to vest.

The Company must permit the STI Share Rights and LTI Alignment Rights to vest if a person acquires more than 50 per cent of the issued share capital of the Company, provided that the Board determines the performance hurdles have been satisfied, taking into account the shorter performance period.

### Other Information

- Mr Vassella is the sole Director who is entitled to participate in the STI Plan and LTI Plan for FY2025. Any additional individuals covered by Listing Rule 10.14 who become entitled to participate in these plans after Items 4 and 5 are approved, and who were not named in the Notice of 2024 AGM, will require separate approval under that rule before participating.
- There is no loan scheme in relation to the STI Plan or LTI Plan.
- Any STI Share Rights or LTI Alignment Rights awarded to Mr Vassella will be granted promptly following the 2024 AGM, and otherwise no later than 12 months following the 2024 AGM. 539,275 STI Share Rights and 803,801 LTI Alignment Rights have previously been granted to Mr Vassella under the Company's STI Plan and LTI Plan respectively, since his appointment as Managing Director and Chief Executive Officer, with no amount paid by him for these Rights.
- Details of any STI Share Rights and LTI Alignment Rights granted under the Company's STI Plan and LTI Plan will be disclosed in the Company's annual report relating to the period in which they are granted, accompanied by confirmation of approval obtained under Listing Rule 10.14.

### Directors' Recommendation

The Directors (with Mr Mark Vassella abstaining) recommend that Shareholders vote in favour of Items 4 and 5. The proposed grant of STI Share Rights and LTI Alignment Rights for FY2025 to Mr Vassella is an important component of his overall remuneration package and is considered appropriate in light of the Company's size, scope, complexity and strategic objectives, as well as Mr Vassella's unique skills and experience.

## Item 6. Increase in the maximum number of Directors

Rule 11.1 of the Company's Constitution limits the maximum number of Directors (including the Managing Director) of the Company to ten (10) Directors, unless the Company in general meeting resolves otherwise.

At the 2021 AGM, Shareholders approved a temporary increase to the maximum number of Directors (including the Managing Director) who can be appointed to the Board from ten (10) to twelve (12) until the conclusion of the 2025 AGM, to enable orderly Board succession and to facilitate the transfer of corporate knowledge whilst one Director is appointed, and another retires.

The Board now considers it desirable to permanently increase the number of Directors to twelve, noting it is the Board's intention to manage orderly succession below that cap. The Company operates a capital intensive, cyclical business and retaining Directors' experience of managing through the cycle is essential. It means a fit for purpose overlap between incoming and outgoing Non-executive Directors is important to facilitate corporate knowledge and experience.

Increasing the maximum number of Directors to twelve will enable the Board to:

- appoint Directors as it reviews its composition to ensure it possesses the appropriate expertise and skills, geographic, industry and other relevant experience, and thought diversity to best support BlueScope's strategic and cultural priorities into the future; and
- as outlined above, engage in appropriate and orderly Board succession and renewal, allowing overlap and corporate knowledge transfer when one Director retires, and another is appointed.

Accordingly, increasing the maximum number of Directors who can be appointed to the Board to twelve is considered to be in the best interests of the Company.

### Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Item 6.

## Item 7. Approval of Increase to Non-executive Director Fee Pool

The current Non-executive Director fee pool of A\$3,250,000 per annum was approved by Shareholders at the Company's 2022 Annual General Meeting. Consistent with Item 6, the Directors are seeking Shareholder approval to increase the Non-executive Director fee pool by approximately 17% to A\$3,800,000 per annum, an increase of A\$550,000 per annum, for the following reasons:

- The Board regularly reviews its composition to ensure it possesses the appropriate expertise and skills, geographic, industry and other relevant experience and thought diversity to best support BlueScope's strategic and cultural priorities into the future. This may necessitate the appointment of additional Non-executive Directors to the Board, as BlueScope continues to grow both locally and internationally.
- It is important that BlueScope engages in appropriate and coordinated Board succession planning. This may require a temporary increase in the number of Directors to ensure appropriate knowledge transfer and overlap whilst one Director is appointed, and another retires from the Board.
- Flexibility to allow for payment of appropriate globally diverse Non-executive Director fees over time. This will allow for the

recognition of growing responsibilities in a globally complex business, future market-based fee adjustments, and the ability to absorb any fee changes due to foreign exchange fluctuations (applicable to overseas-based Non-executive Directors).

The details of the Company's approach and the amount of remuneration paid to Non-executive Directors is set out in the 2024 Remuneration Report.

If this resolution is not approved, the Fee Pool will remain at A\$3,250,000. This would limit the capacity of the Board to appoint additional Directors with critical skills required to govern and add value to the growth and performance of the Company. It will also limit the ability to engage in appropriate and orderly Director succession, which would present a level of risk to the organisation.

No securities have been issued to Non-executive Directors under ASX Listing Rules 10.11 and 10.14 in the last three years.

#### Directors' Recommendation

Given the interests of the Non-executive Directors in this item, the Board makes no recommendation to the Shareholders as to how to vote in relation to Item 7.

## Item 8. Approval for renewal of Potential Termination Benefits

#### Approval of potential termination benefits

The Corporations Act restricts the benefits (**termination benefits**) that can be given to certain employees who hold or have held a managerial or executive office in the Company or a related body corporate of the Company. Under the Corporations Act, the Company may only provide a termination benefit to such a person if it is approved by Shareholders or if an exemption applies.

The Company's policy regarding termination benefits is to treat ceasing employees and Key Management Personnel (**KMP**) fairly and consistently, and in accordance with applicable laws and market practice. To ensure the Company can meet this objective, Shareholder approval is sought for any potential termination benefits that may be provided to a Relevant Person (as defined below), including as a result of the exercise of Board discretion, under:

- their employment or service agreement;
- the Company's various incentive plans; and
- applicable laws and regulations.

Approval by Shareholders does not guarantee that a Relevant Person will receive termination benefits, but rather preserves the Board's discretion to determine the most appropriate termination arrangements for the person in accordance with the relevant employment agreement and incentive plan rules.

#### Shareholders' previous approval

At the 2021 Annual General Meeting, Shareholders provided approval under the Corporations Act to authorise the Company to provide benefits of the kind contemplated by this Item. The approval was granted for a three-year period, expiring at the 2024 AGM. Shareholders are now requested to renew the approval for a further three years.

#### Board proposal

The Company's remuneration strategy and arrangements are described in the Remuneration Report section of the Annual

Report and this Notice. Shareholders are not being asked to approve any increase or changes in the employment arrangements, remuneration, individual entitlements, benefits, or incentive plans for Relevant Persons. Rather, Shareholders are being asked to approve the Company's existing policy and practices to enable the Company to continue operating its remuneration programs in support of its strategy.

The Board has proposed this Item 8 as it considers it appropriate to refresh the previous Shareholder approval, at the 2024 Annual General Meeting.

#### Who is the Company seeking approval for?

Approval is being sought in respect of any current or future personnel who:

- are or become members of the Company's KMP; or
- otherwise hold a managerial or executive office in the Company or a related body corporate of the Company (including Directors of the Company's subsidiaries) on or within the three years prior to their termination (**Relevant Person**).

Given the wide application of restrictions on the payment of termination benefits in the Corporations Act and the fact that the Company is an international business with subsidiaries and operations in many jurisdictions, many Relevant Persons are employed outside Australia. Their employment terms have been designed to meet local laws, regulations and practices and are not necessarily the same as the terms applying to employees in Australia.

Approval is not being sought in respect of Non-executive Directors. The Company's policy is that Non-executive Directors do not receive retirement benefits other than in accordance with the Company's superannuation obligations.

#### What termination benefits is the Company seeking approval for?

The termination benefits or entitlements for which Shareholder approval is sought are:

- the service payments payable to executive KMP under their employment agreements (as outlined below);
- other payments and entitlements to a Relevant Person under their employment agreement in connection with their cessation of employment (as outlined below), including payments in lieu of notice or allowing a Relevant Person to retain certain property (e.g. a mobile phone or other electronic device);
- amounts due under applicable laws, regulations and local practice of the jurisdiction in which the Relevant Person is employed, including redundancy, severance or separation payments. As Relevant Persons are employed in many jurisdictions, it is not possible to succinctly describe each of those benefits and its treatment in advance for each Relevant Person; and
- the benefits that may be provided to a Relevant Person under the Company's various incentive plans, some of which may involve the exercise of discretion by the Board (or its delegate) to allow awards to be retained or the vesting of awards to be accelerated. Further details on how awards granted under the Company's incentive plans are treated where a Relevant Person ceases employment are outlined in the Explanatory Notes for Items 4 and 5 and in the Company's Remuneration Report section of the Annual Report.

Terms	
Employment Agreements	<p>The Managing Director and Chief Executive Officer is employed under an agreement which provides a maximum 12-month notice period by either party when initiating termination of employment.</p> <p>Other executive KMP, excluding the Managing Director and Chief Executive Officer, are employed under agreements with a maximum 6-month notice period by either party.</p> <p>All executive KMP contracts include a maximum 12-month service payment in the event of termination by the Company other than for cause or misconduct.</p> <p>Directors of related bodies corporate of the Company are employed under agreements capable of termination by the relevant related body corporate or the director on providing certain periods of notice (depending on the individual employment agreement).</p> <p>The Company may make a payment in lieu of some or all of the notice period in accordance with the terms of the relevant contract. This payment can include other allowances or entitlements, as contemplated in the employment agreement including but not limited to non-monetary benefits, relocation expenses and superannuation benefits.</p>

#### Value of the potential termination benefits

- The amount and value of the termination benefits for which the Company is seeking approval is the maximum potential benefit that could be provided under the relevant employment agreement, the Company's incentive plans and the Company's policies and practices, as summarised above.
- The amount and value of the termination benefits and entitlements that may be provided cannot be ascertained in advance as they will depend on a number of factors, including:
  - the circumstances in which the Relevant Person ceases to hold office and whether they serve all or part of any applicable notice period;
  - the Relevant Person's base salary at the time of cessation of employment;
  - the Relevant Person's length of service with the Company and its related bodies corporates and the portion of any relevant performance or qualification periods that have expired at the time they cease employment;
  - the number of unvested rights or other entitlements held by the Relevant Person prior to cessation of employment and the number that the Board determines to vest, lapse or leave on foot in accordance with the relevant plans;
  - the Company's share price at the relevant time;
  - any other factors the Board determines to be relevant when exercising a discretion (such as its assessment of the individual's performance up to the termination date);
  - the jurisdiction in which the Relevant Person is based at the time they cease employment, and the applicable laws in that jurisdiction; and
  - any changes in law, regulation or market practice between the date the Company or its related body corporate enters into an employment agreement with the Relevant Person and the date they cease employment.

#### Approval period

If approval is obtained, it will be effective for a period of approximately three years from the date the resolution is passed, until the conclusion of the Company's 2027 Annual General Meeting. If considered appropriate, the Board will seek a new approval from Shareholders at the Company's 2027 Annual General Meeting.

It can be reasonably anticipated that aspects of relevant employment agreements, STI, LTI, and Equity Incentive Plans, and the Company's policies will be amended from time to time in line with market practice and changing governance standards. Relevant changes regarding KMP will be reported in the Company's future remuneration reports. However, this approval is intended to remain valid for as long as these agreements, plans and policies provide for the treatment on cessation of employment as set out in this Notice.

#### Directors' Recommendation

The Directors (with Mr Vassella abstaining) recommend that Shareholders vote in favour of Item 8.

## Important information for Shareholders

### How do I access the Notice of 2024 AGM?

A copy of the Notice of 2024 AGM can be found on the Company's website at <https://www.bluescope.com/investors/calendar-agms>.

### How do I attend the 2024 AGM?

Subject to any unforeseen restrictions, BlueScope is holding its 2024 AGM both in person and online.

#### To attend BlueScope's 2024 AGM in person:

Attend The Grand Ballroom at the Novotel Northbeach Hotel, 2-14 Cliff Road, North Wollongong, New South Wales 2500, on Tuesday, 19 November 2024.

Registration desks will be open from 9.00am (AEDT). Please present your Proxy Form to assist with your registration at the AGM if you will be attending in person and not voting by proxy.

#### To attend BlueScope's 2024 AGM online:

Enter <https://meetings.linkgroup.com/BSL24> into a web browser on your desktop computer or tablet device. We recommend you log into the online platform by 9.45am (AEDT) on the day of the AGM to check your connection.

**Shareholders:** you will need your Shareholder Reference Number (SRN) or Holder Identification Number (HIN), which is on your Shareholder's holding statements, to ask questions and vote at the AGM once you log in. Please note this includes the 'X' or the 'I' which precedes the number.

**Proxyholders:** you will need your proxy number issued by Link Market Services, the Company's share registry, to register to vote and ask questions at the AGM once you log in. If you have not received confirmation of your proxy number prior to the AGM, please call the Online Meeting help line on +61 1800 990 363 on the day of the AGM to request confirmation of your proxy number.

Once the AGM commences at 10.00am (AEDT), you will see the live webcast on the left side of your screen, with presentation slides displaying on the right side.

### Am I eligible to vote at the 2024 AGM?

You are eligible to vote at the AGM if you are registered as a holder of ordinary shares in the Company at 7.00pm (AEDT), Sunday, 17 November 2024.

### How do I appoint a proxy?

Eligible Shareholders can appoint a proxy to vote on their behalf at the AGM electronically at <https://investorcentre.linkgroup.com/voting/BSL> by selecting 'Voting' and following the instructions to complete the online Proxy Form **OR** if you received a paper copy Proxy Form, by following the instructions to complete the Proxy Form and by returning that form in accordance with the details set out on that form.

If you wish to appoint a proxy using the paper copy Proxy Form, please be aware of postal timeframes, including the possibility of delays. Proxies must be received by Link Market Services by **10.00am (AEDT) on Sunday, 17 November 2024** to be valid for the AGM.

As all resolutions will be voted on by a poll, if you direct your proxy how to vote at the AGM, your proxy must vote as directed.

### How do I vote during the 2024 AGM?

#### To vote in person

Instructions will be provided by the Chair at the meeting. A paper voting card will be provided for this purpose.

#### To vote online

Unless otherwise determined by the Chair of the meeting, online voting will be open prior to the commencement of the AGM at 9.30am (AEDT) on 19 November 2024 and continue until the time at which the Chair closes the voting.

To join the AGM, enter <https://meetings.linkgroup.com/BSL24> into a web browser on your desktop computer or tablet device. We recommend you log into the online platform by 9.45am (AEDT) on the day of the AGM to check your connection.

**Shareholders:** you will need your Shareholder Reference Number (SRN) or Holder Identification Number (HIN), which is on your Shareholder's holding statements, to vote at the AGM. Please note this includes the 'X' or the 'I' which precedes the number.

**Proxyholders:** you will need your proxy number issued by the Company's share registry to vote at the AGM.

Shareholders who have appointed a proxy prior to the AGM can still attend and take part in the AGM. If the Shareholder votes on a resolution during the AGM, the proxy is not entitled to vote and must not vote as the Shareholder's proxy on that resolution.

More detailed information on how to vote online during the AGM is provided in the 'Virtual Meeting Online Guide' available online at <https://www.bluescope.com/investors/calendar-agms>.

## How do I ask questions before the 2024 AGM?

We encourage Shareholders to submit questions in advance of the AGM by completing a Shareholder Question Form:

- at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au), by selecting 'Voting' then 'Ask a Question' under the 'Action' tab and completing the online Question Form; or
- for those that have not elected to receive all their communications electronically and therefore received a paper copy Question Form, by completing and returning that question form in the reply-paid envelope.

Questions submitted in advance of the AGM need to be received by **no later than 5.00pm (AEDT) on Tuesday, 12 November 2024**.

## How do I ask questions at the 2024 AGM?

**Shareholders and proxyholders can ask questions during the AGM.**

- **In-person:** questions can be asked from the floor of the meeting. Instructions will be provided by the Chair at the AGM.
- **Online:** by using the online platform and their SRN, HIN or proxy number, selecting 'Ask a Question', choosing the item of business relevant to their question and typing their question.
- **By telephone:** a telephone facility will also be available for those who prefer to ask questions verbally. To ask questions during the AGM using the telephone facility, you can phone 1800 416 188 (toll free) or +61 2 9189 1107 (outside Australia) and use your unique Personal Identification Number (PIN). Your unique PIN is required for verification purposes and may be obtained by contacting Link Market Services Limited on 1800 990 363 (toll free), or +61 1800 990 363 (outside Australia) **before 9.30am (AEDT) on Tuesday, 19 November 2024**.

For further information, refer to the 'Virtual Meeting Online Guide' available online at: <https://www.bluescope.com/investors/calendar-agms>.

## Questions

- Questions should be stated clearly and should be relevant to the business of the AGM, including matters arising from the Financial Report, Directors' Report (including the Remuneration Report) and Auditor's Report, and general questions about the performance, business or management of the Company;
- Questions should be asked one at a time on one particular item of business; and
- No questions should be asked at the AGM regarding personal matters or those that are commercial in confidence.

More detailed information on how to ask questions during the AGM using the online platform and via the telephone line is provided in the 'Virtual Meeting Online Guide' available online at <https://www.bluescope.com/investors/calendar-agms>.

More information about online participation in the AGM is available in the 'Virtual Meeting Online Guide' at <https://www.bluescope.com/investors/calendar-agms>.

A webcast of the AGM will be made available at <https://www.bluescope.com/investors/calendar-agms> following the AGM.



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**Date:** Tuesday, 19 November 2024

**Time:** 10.00am (AEDT)

**Physical Venue:** The Grand Ballroom at the Novotel  
Northbeach Hotel, 2-14 Cliff Road  
North Wollongong, New South Wales 2500

**Online:** at <https://meetings.linkgroup.com/BSL24>



A webcast of the AGM will be made available at  
<https://www.bluescope.com/investors/calendar-agms>  
following the AGM.

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BlueScope Registered Office  
Level 24, 181 William Street  
Melbourne, Victoria 3000 Australia

[bluescope.com](https://www.bluescope.com)



**LODGE YOUR PROXY FORM****ONLINE**<https://investorcentre.linkgroup.com/voting/BSL>**BY MAIL**

BlueScope Steel Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia

**BY FAX**

+61 2 9287 0309

**BY HAND**

Link Market Services Limited  
Parramatta Square, Level 22, Tower 6,  
10 Darcy Street, Parramatta NSW 2150

\*During business hours Monday to Friday

**ALL ENQUIRIES TO**

Telephone: +61 1300 855 998

**LODGE A PROXY FORM**

This Proxy Form (and any Power of Attorney under which it is signed, or a certified copy of the Power of Attorney) must be received by a method given above by **10.00am (AEDT) on Sunday, 17 November 2024**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:

**ONLINE**<https://investorcentre.linkgroup.com/voting/BSL>

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the Proxy Form).

**HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM****YOUR NAME AND ADDRESS**

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

**APPOINTMENT OF PROXY**

If you wish to appoint the Chair of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

**DEFAULT TO CHAIR OF THE MEETING**

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel.

**VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT**

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

**APPOINTMENT OF A SECOND PROXY**

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each

proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and

- (b) return both forms together.

**SIGNING INSTRUCTIONS**

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, any shareholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

**CORPORATE REPRESENTATIVES**

If a representative of the corporation is to attend the Meeting, the appropriate letter, certificate or resolution should be received by the Company prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

**IMPORTANT INFORMATION**

Link Group is now known as MUFG Pension & Market Services. Over the coming months, Link Market Services will progressively rebrand to its new name MUFG Corporate Markets, a division of MUFG Pension & Market Services.

NAME SURNAME  
ADDRESS LINE 1  
ADDRESS LINE 2  
ADDRESS LINE 3  
ADDRESS LINE 4  
ADDRESS LINE 5  
ADDRESS LINE 6



X99999999999

## PROXY FORM

I/We being a member(s) of BlueScope Steel Limited (the **Company**) and entitled to attend and vote hereby appoint:

### APPOINT A PROXY

☐ **the Chair of the Meeting (mark box)**

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chair of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10.00am (AEDT) on Tuesday, 19 November 2024 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid meeting. You can participate by attending in person at **The Grand Ballroom at the Novotel Northbeach Hotel, 2-14 Cliff Road, North Wollongong, New South Wales 2500** or online in real-time at <https://meetings.linkgroup.com/BSL24> (refer to details in the Virtual Annual General Meeting Online Guide available at <https://www.bluescope.com/investors/calendar-agms>). For those attending the meeting online, an email will be sent to your appointed proxy with details on how to access the online meeting.

**Important for Resolutions 3, 4, 5, 7 and 8:** If the Chair of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chair of the Meeting to exercise the proxy in respect of Resolutions 3, 4, 5, 7 and 8, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel.

**The Chair of the Meeting intends to vote undirected proxies in favour of each item of business.**

### VOTING DIRECTIONS

**Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.**

**Please read the voting instructions overleaf before marking any boxes with an ☒.**

#### Resolutions

	For	Against	Abstain*		For	Against	Abstain*
<b>2a</b> Re-election of Ms Jane McAloon as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>5</b> Grant of Long Term Incentive (LTI) Alignment Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>2b</b> Election of Mr Alistair Field as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>6</b> Approval for an increase in the maximum number of Directors that can be appointed	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>3</b> Adoption of the Remuneration Report for the year ended 30 June 2024 (non-binding advisory vote)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>7</b> Approval for an increase to the Non-executive Director Fee Pool	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>4</b> Grant of Short Term Incentive (STI) Share Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>8</b> Approval for renewal of potential termination benefits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



\* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

### SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

This form should be signed by the shareholder. If a joint holding, any shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

BSL PRX2401N

# Virtual Meeting Online Guide

## Before you begin

Ensure your browser is compatible.  
Check your current browser by going to  
the website: **[whatismybrowser.com](http://whatismybrowser.com)**

---

Supported browsers are:

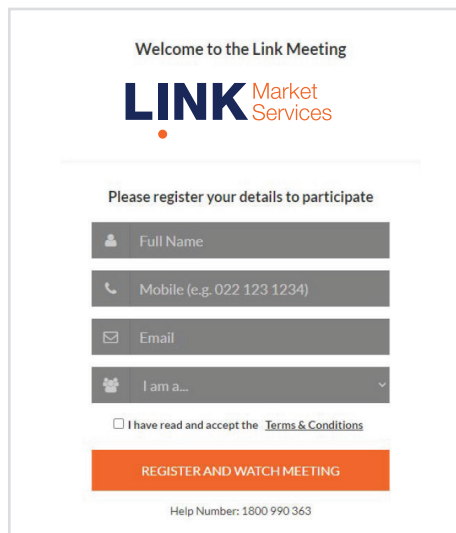
- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Edge – 92.0 and up

**To attend and vote you must have your  
securityholder number and postcode.**

Appointed Proxy: Your proxy number will  
be provided by Link before the meeting.

**Please make sure you have this  
information before proceeding.**

# Virtual Meeting Online Guide



Welcome to the Link Meeting

**LINK** Market Services

Please register your details to participate

Full Name

Mobile (e.g. 022 123 1234)

Email

I am a...

☐ I have read and accept the [Terms & Conditions](#)

**REGISTER AND WATCH MEETING**

Help Number: 1800 990 363

## Step 1

Open your web browser and go to <https://meetings.linkgroup.com/BSL24>

## Step 2

Log in to the portal using your full name, mobile number, email address, and participant type

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

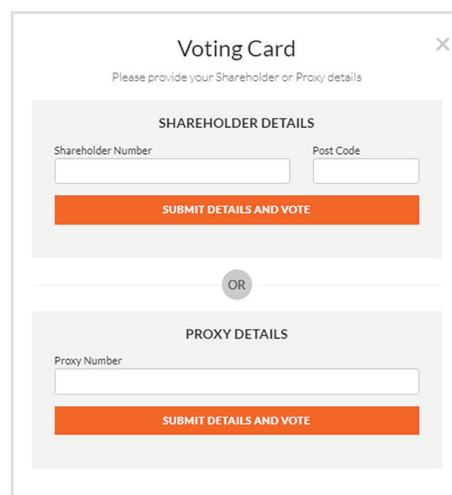
- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

**Note:** If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

## 1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.



**Voting Card**

Please provide your Shareholder or Proxy details

**SHAREHOLDER DETAILS**

Shareholder Number

Post Code

**SUBMIT DETAILS AND VOTE**

OR

**PROXY DETAILS**

Proxy Number

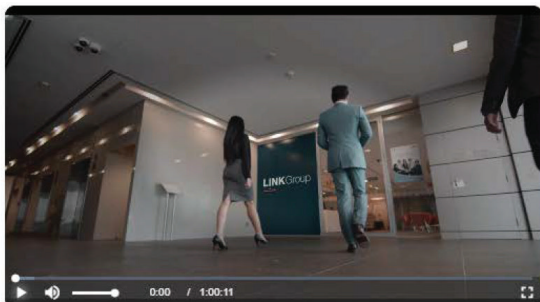
**SUBMIT DETAILS AND VOTE**

If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.



## Link Market Services Meeting

**+**  
Get a Voting Card

**?**  
Ask a Question

### Downloads

- Speakers Bio's
- Sustainability Report
- Notice of meeting
- Online Guide
- Annual Report

JOHN SAMPLE

\*\*\*\*\*0014

### Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the shareholder's voting instructions.

Full Vote

Partial Vote

Resolution 1

For

Against

Abstain

GENERAL BUSINESS

SUBMIT VOTE

## Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

## Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

**Note:** If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

**Note:** You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards. Once voting has been closed all submitted voting cards cannot be changed.

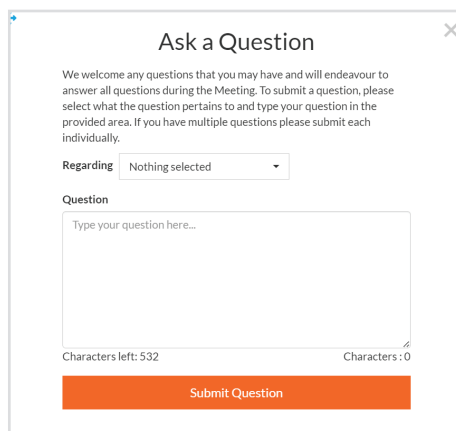
# Virtual Meeting Online Guide *continued*

## 2. How to ask a question

**Note:** Only verified Securityholders, Proxyholders and Corporate Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your security holder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The '**Ask a Question**' box will pop up and you have the option to type in a written question or ask an audio question over the phone line.

A screenshot of a web-based 'Ask a Question' dialog box. The title bar says 'Ask a Question' with a close button. The main text reads: 'We welcome any questions that you may have and will endeavour to answer all questions during the Meeting. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.' Below this is a 'Regarding' section with a dropdown menu currently showing 'Nothing selected'. Underneath is a 'Question' section with a large text input area containing the placeholder 'Type your question here...'. At the bottom left of the input area, it says 'Characters left: 532' and at the bottom right, 'Characters : 0'. A red 'Submit Question' button is at the bottom center.

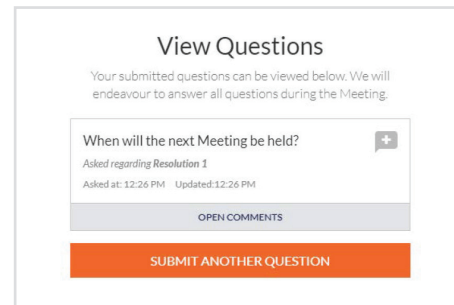
In the '**Regarding**' section click on the drop down arrow and select the category/resolution for your question.

Click in the '**Question**' section and type your question and click on 'Submit'.

A '**View Questions**' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.

A screenshot of a 'View Questions' box. The title is 'View Questions'. Below the title, it says: 'Your submitted questions can be viewed below. We will endeavour to answer all questions during the Meeting.' There is a list of questions, with the first one visible: 'When will the next Meeting be held?'. Below the question text, it says 'Asked regarding Resolution 1', 'Asked at: 12:26 PM', and 'Updated: 12:26 PM'. To the right of the question is a plus icon in a speech bubble. Below the question list is a grey button that says 'OPEN COMMENTS'. At the bottom of the box is a red button that says 'SUBMIT ANOTHER QUESTION'.

## 3. Downloads

View relevant documentation in the Downloads section.

## 4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

## Phone Participation

### What you will need

- a) Land line or mobile phone
- b) The name of your holding/s
- c) To obtain your unique PIN, please contact Link Market Services on +61 1800 990 363.

### Joining the Meeting via Phone

#### Step 1

From your land line or mobile device,  
call: 1800 416 188 (within Australia) or  
+61 2 9189 1107 (outside of Australia)

#### Step 2

You will be greeted with a welcome message and provided instructions on how to participate in the Meeting. Please listen to the instructions carefully.

At the end of the welcome message you will be asked to enter your **PIN** followed by the hash key. This will verify you as a Member and allow you to ask a question and vote on the resolutions at the Meeting.

#### Step 3

Once you have entered your **PIN**, you will be greeted by a moderator. Once the moderator has verified your details you will be placed into a waiting room and will hear music playing.

Note, If your holding cannot be verified by the moderator, you will attend the Meeting as a visitor and will not be able to vote or ask a question.

#### Step 4

At the commencement of the Meeting, you will be admitted to the Meeting where you will be able to listen to proceedings.

### Asking a Question

#### Step 1

When the Chair calls for questions on each resolution, you will be asked to **press \*1** on your keypad should you wish to raise your hand to ask a question.

#### Step 2

The moderator will ask you what item of business your question relates to? Let the moderator know if your question relates to General Business or the Resolution number.

Your question will be taken over the phone by the moderator, and will then be put into the online queue.

You will also be asked if you have any additional questions.

#### Step 3

When it is your time to ask your question, you will hear an auto prompt that your line has been unmuted and you can then start speaking.

Note, if at any time you no longer wish to ask your question, you can lower your hand by **pressing \*1** on your key pad. If you also joined the Meeting online, we ask that you mute your laptop or desktop device while you ask your question.

#### Step 4

Your line will be muted once your question has been answered.

### Contact us

#### Australia

T +61 1800 990 363  
E [info@linkmarketservices.com.au](mailto:info@linkmarketservices.com.au)

# 2024 Annual General Meeting



Dear Shareholder

On behalf of the Directors of BlueScope Steel Limited (**Company** or **BlueScope**), I would like to extend a warm invitation to you to attend the Company's 2024 Annual General Meeting (AGM) at The Grand Ballroom at the Novotel Northbeach Hotel, 2-14 Cliff Road, North Wollongong, New South Wales 2500, on Tuesday, 19 November 2024, commencing at 10.00am (AEDT). We are also pleased to provide Shareholders with the opportunity to participate in the AGM online in real-time at <https://meetings.linkgroup.com/BSL24>. A webcast of the AGM will be made available at <https://www.bluescope.com/investors/calendar-agms> following the AGM.

BlueScope is looking forward to hosting a hybrid AGM to provide the Directors with an opportunity to engage with Shareholders, both in person and online for those who cannot attend in person.

Details of how we will manage our AGM are set out overleaf and in the Notice of 2024 Annual General Meeting (**Notice**). In the event that it is necessary to provide further updates on arrangements for the AGM, we will inform you through BlueScope's website at <https://www.bluescope.com/investors/calendar-agms> and an ASX announcement.

As you are a Shareholder who has not elected to receive notices of meeting in hard copy, a copy of the Notice can be viewed and downloaded from:

1. the Company's website at <https://www.bluescope.com/investors/calendar-agms>; and
2. on the Company's ASX Market announcement page at <https://www.asx.com.au>, under the Company's ticker code, BSL.

Enclosed is your personalised proxy form. If you do not intend to attend the AGM in person or online, you should lodge your proxy online at <https://investorcentre.linkmarketservices.com.au/voting/BSL>, fax it to the number noted at the top of your proxy form, or complete and return your proxy form by mail in the envelope provided. Instructions on how to lodge your proxy online are set out overleaf.

## Attending the AGM in person

Registration desks will be open from 9.00am (AEDT) on the day of the AGM. Please present your proxy form to assist with your registration at the AGM if you will be attending in person and not voting by proxy.

## Participating in the AGM online

Details on how Shareholders can participate in the AGM online are contained overleaf and in the Notice on page 14, under the heading 'Important Information for Shareholders' and in the 'Virtual Meeting Online Guide' available at <https://www.bluescope.com/investors/calendar-agms>.

## Shareholder questions prior to the AGM

Shareholders are encouraged to submit questions to the Company or its auditor in advance of the AGM by completing a Shareholder Question Form either online or by completing and returning the enclosed form.

## Items of Business

The business of the AGM is to consider:

- BlueScope's 2024 Annual Report. The 2024 Annual Report (including the Financial Statements and the reports of the Directors and the auditor for the year ended 30 June 2024) is available online at <https://www.bluescope.com/investors/results-presentations/annual-reports> and has been posted to Shareholders who elected to receive a hard copy;
- the re-election of myself as a Director of the Company;
- the election of Mr Alistair Field as a Director of the Company;
- adoption of the Remuneration Report for the year ended 30 June 2024;
- approval for the grant of Share and Alignment Rights to the Managing Director & Chief Executive Officer, Mr Mark Vassella;
- approval to increase the maximum number of Directors that can be appointed;
- approval for an increase to the Non-executive Director Fee Pool; and
- renewal of the previous approval of potential termination benefits for executives.

Further detail on each of the resolutions is contained in the Notice and Explanatory Notes. The Board recommends that Shareholders vote in favour of all resolutions.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Jane McAloon".

**Jane McAloon AM**  
Chair

## IMPORTANT INFORMATION FOR SHAREHOLDERS

### To attend BlueScope's 2024 AGM in person:

Attend The Grand Ballroom at the Novotel Northbeach Hotel, 2-14 Cliff Road, North Wollongong, New South Wales 2500, on Tuesday, 19 November 2024.

Registration desks will be open from 9.00am (AEDT). Please present your Proxy Form to assist with your registration at the AGM if you will be attending in person and not voting by proxy.

### To attend BlueScope's 2024 AGM online:

Enter <https://meetings.linkgroup.com/BSL24> into a web browser on your desktop computer or tablet device. We recommend you log into the online platform by 9.45am (AEDT) on the day of the AGM to check your connection.

**Shareholders:** you will need your Shareholder Reference Number (**SRN**) or Holder Identification Number (**HIN**), which is on your holding statements, to ask questions and vote at the AGM once you log in. Please note this includes the 'X' or the 'I' which precedes the number.

**Proxyholders:** you will need your proxy number issued by Link Market Services, the Company's share registry, to register to vote and ask questions at the AGM once you log in. If you have not received confirmation of your proxy number prior to the AGM, please call the Online Meeting help line on +61 1800 990 363 on the day of the AGM to request confirmation of your proxy number.

Once the AGM commences at 10.00am (AEDT), you will see the live webcast on the left side of your screen, with presentation slides displaying on the right side.

### Am I eligible to vote at the 2024 AGM?

You are eligible to vote at the AGM if you are registered as a holder of ordinary shares in the Company at 7.00pm (AEDT), Sunday, 17 November 2024.

### How do I appoint a proxy?

Eligible Shareholders can appoint a proxy to vote on their behalf at the AGM electronically at <https://investorcentre.linkgroup.com/voting/BSL>, by selecting 'Voting' and following the instructions to complete the online Proxy Form **OR** if you received a paper copy Proxy Form, by following the instructions to complete the Proxy Form and by returning that form in accordance with the details set out on that form.

If you wish to appoint a proxy using the paper copy Proxy Form, please be

aware of postal timeframes, including the possibility of delays. Proxy Forms must be received by Link Market Services by **10.00am (AEDT) on Sunday 17 November 2024** to be valid for the AGM.

As all resolutions will be voted on by a poll, if you direct your proxy how to vote at the AGM, your proxy must vote as directed.

### How do I vote during the 2024 AGM?

**To vote in person:** instructions will be provided by the Chair at the meeting. A paper voting card will be provided for this purpose.

**To vote online:** unless otherwise determined by the Chair of the meeting, online voting will be open prior to the commencement of the AGM at 9.30am (AEDT) on 19 November 2024 and continue until the time at which the Chair closes the voting. To join the AGM, enter <https://meetings.linkgroup.com/BSL24> into a web browser on your desktop computer or tablet device. We recommend you log into the online platform by 9.45am (AEDT) on the day of the AGM to check your connection.

**Shareholders:** you will need your Shareholder Reference Number (**SRN**) or Holder Identification Number (**HIN**), which is on your Shareholder's holding statements, to vote at the AGM. Please note this includes the 'X' or the 'I' which precedes the number.

**Proxyholders:** you will need your proxy number issued by the Company's share registry to vote at the AGM.

Shareholders who have appointed a proxy prior to the AGM can still attend and take part in the AGM. If the Shareholder votes on a resolution during the AGM, the proxy is not entitled to vote and must not vote as the Shareholder's proxy on that resolution.

More detailed information on how to vote online during the AGM is provided in the 'Virtual Meeting Online Guide' available online at <https://www.bluescope.com/investors/calendar-agms>.

### How do I ask questions before the 2024 AGM?

We encourage Shareholders to submit questions in advance of the AGM by completing a Shareholder Question Form:

- at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au), by selecting 'Voting' then 'Ask a Question' under the 'Action' tab and completing the online Question Form; or
- for those who have not elected to receive all their communications electronically and therefore received

a paper copy Question Form, by completing and returning that question form in the reply-paid envelope.

Questions submitted in advance of the AGM need to be received by **no later than 5.00pm (AEDT) on Tuesday, 12 November 2024**.

### How do I ask questions at the 2024 AGM?

Shareholders and proxyholders can ask questions during the AGM.

**In Person:** questions can be asked from the floor of the meeting. Instructions will be provided by the Chair at the AGM.

**Online:** by using the online platform and their SRN, HIN or proxy number, selecting 'Ask a Question', choosing the item of business relevant to their question and typing their question.

**By telephone:** a telephone facility will also be available for those who prefer to ask questions verbally. To ask questions during the AGM using the telephone facility, you can phone 1800 416 188 (toll free) or +61 2 9189 1107 (outside Australia) and use your unique Personal Identification Number (PIN). Your unique PIN is required for verification purposes and may be obtained by contacting Link Market Services Limited on 1800 990 363 (toll free), or +61 1800 990 363 (outside Australia) **before 9.30am (AEDT) on Tuesday, 19 November 2024**.

For further information, refer to the 'Virtual Meeting Online Guide' available online at: <https://www.bluescope.com/investors/calendar-agms>.

### Questions

Questions should be stated clearly and should be relevant to the business of the AGM, including matters arising from the Financial Report, Directors' Report (including the Remuneration Report) and Auditor's Report, and general questions about the performance, business or management of the Company.

Questions should be asked one at a time on one particular item of business.

No questions should be asked at the AGM regarding personal matters or those that are commercial in confidence.

More detailed information about online participation in the AGM and how to ask questions during the AGM using the online platform and via the telephone line is provided in the 'Virtual Meeting Online Guide' available online at <https://www.bluescope.com/investors/calendar-agms>.



# BlueScope Steel Limited

ABN 16 000 011 058

## LODGE YOUR QUESTIONS



### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)



### BY MAIL

BlueScope Steel Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia



### BY FAX

+61 2 9287 0309



### BY HAND

Link Market Services Limited  
Parramatta Square, Level 22, Tower 6,  
10 Darcy Street, Parramatta NSW 2150



### ALL ENQUIRIES TO

Telephone: +61 1300 855 998



X99999999999

Please use this form to submit any questions about BlueScope Steel Limited (**Company**) that you would like us to respond to at the Company's 2024 Annual General Meeting. Your questions should relate to matters that are relevant to the performance, business or management of the Company or business of the meeting, as outlined in the Notice of Meeting and Explanatory Notes which can be found on the Company's website at <https://www.bluescope.com/investors/calendar-agms>. If your question is for the Company's auditor, it should be relevant to the preparation and content of the auditor's report or the conduct of the audit of the financial report.

This form must be received by the Company's share registrar, Link Market Services Limited, by **5.00pm (AEDT) on Tuesday, 12 November 2024**.

Questions will be collated. During the course of the Annual General Meeting, the Chair of the Meeting will endeavour to address as many of the more frequently raised shareholder topics as possible and, where appropriate, will give a representative of the Company's auditor the opportunity to answer written questions submitted to the auditor. However, there may not be sufficient time available at the meeting to address all topics raised. Please note that individual responses will not be sent to shareholders.

### My question relates to *(please mark the most appropriate box)*

☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

General suggestion

☐

Remuneration Report

☐

Sustainability/Environment

☐

Other

☐

My question is for the auditor

☐

Future direction


☐

Performance or financial reports

☐

A resolution being put to the AGM

☐

General suggestion

☐

Remuneration Report

☐

Sustainability/Environment

☐

Other

☐

My question is for the auditor

☐

Future direction


QUESTIONS