

+ **FORM OF PROXY** B&M European Value Retail S.A. +

Registered Office: 68-70, Boulevard de la Pétrusse, L-2320 Luxembourg
RCS Luxembourg B 187275

This form is **only** for use by holders of ordinary shares in certificated form or account holders of dematerialised shares with LuxCSD. It is **not** for use by holders of CREST Depository Interests or other indirect holders of beneficial interests.

Investor Code:

**ORDINARY GENERAL MEETING of B&M European Value Retail S.A.
to be held on Monday 31 October 2022 commencing at 11:00 am (CET)
at 5, Rue Goethe, L-1637 Luxembourg.**

This Form of Proxy is for completion by shareholders who hold registered shares in B&M European Value Retail S.A. (the "Company").

It is to be used in relation to the Ordinary General Meeting of the Company (the "Meeting") to be held at 5, Rue Goethe, L-1637 Luxembourg on **Monday 31 October 2022**, commencing at 11:00 am (CET).

Please complete, sign and return this form to Banque Internationale à Luxembourg, Agency Services Team, 69, Route d'Esch, L-2953 Luxembourg **so as to be received by no later than 11:00 am (CET) on Thursday 27 October 2022.**

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ORDINARY GENERAL MEETING

Investor Code:

I/We being a holder of ordinary shares of the Company hereby appoint the Chairman of the Meeting OR the person indicated in the box below (see over Note 1)

Name of proxy

Number of shares proxy appointed over

as my/our proxy to vote on my/our behalf at the Ordinary General Meeting of the Company to be held at 11:00 am (CET) on Monday 31 October 2022 (and, unless otherwise provided, at any adjournment thereof) in respect of the resolutions proposed for adoption at the Ordinary General Meeting. I/We have indicated with an "X" below how I/we wish my/our votes to be cast on each resolution.

If you wish to appoint multiple proxies see over Note 2. Please tick this box if this proxy appointment is one of multiple appointments being made:

For the full text of the resolutions to be put to the Ordinary General Meeting, please refer to the agenda of the Ordinary General Meeting enclosed with this Form of Proxy.

1. To appoint Oliver Tant as a Director of the Company.

For Against Vote withheld
X X X

2. To appoint Mike Schmidt as a Director of the Company.

X X X

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the Meeting.

Signature

Date

In the case of a corporation this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised stating their capacity (e.g. director, secretary).

Notes:

1. Every shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the Meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see over). If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account). If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how, he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether, and if so how, he votes).
 2. Under Luxembourg law, you may only appoint more than one proxy if (i) you hold shares in more than one securities account or (ii) you act professionally on behalf of natural or legal persons. To appoint more than one proxy you may photocopy this form. Please indicate in the box next to the proxy holder's name (see over) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box (see over) if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
 3. If you submit more than one valid proxy appointment in respect of the same share, the appointment received last before the deadline for the receipt of proxies will take precedence.
 4. Any alterations to this form should be initialled.
 5. The "Vote Withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
 6. Entitlement to attend and vote at the Meeting and the number of votes which may be cast at the Meeting will be determined by reference to the number of shares held by a shareholder as at 12:00 midnight (CET) on Monday 17 October 2022. By this time the shareholder must have their name entered on the Share Register of the Company, or be recorded as holding shares in dematerialised form in an account with LuxCSD. Changes on the Share Register of the Company and any transfer of shares after that time will be disregarded in determining the rights of any person to attend and vote at the Meeting.
 7. In the case of joint holdings, unless otherwise notified to the Company by the joint holders, the vote of the senior joint holder who tenders voting instructions will be accepted to the exclusion of the voting instructions of the other joint holder(s). For this purpose seniority will be determined by the order in which the names stand in the Company's Share Register in respect of their joint holdings.
 8. The completion and return of this form will not preclude a member from attending the Meeting and voting in person.
 9. The Form of Proxy must arrive at Banque Internationale à Luxembourg, Agency Services Team, 69, Route d'Esch, L-2953 Luxembourg, Grand-Duchy of Luxembourg, so as to be received by no later than 11:00 am (CET) on Thursday 27 October 2022. **Any Form of Proxy received after that deadline will be disregarded.**
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