



29 July 2019

B&M European Value Retail S.A.

AGM Voting Results

All resolutions proposed at the Annual General Meeting of the Company held on 26 July 2019 were passed on a poll by shareholders. The results of the poll were as follows.

| | | VOTES FOR | % | VOTES AGAINST | % | VOTES TOTAL | % of ISC VOTED | VOTES WITHHELD |
|---|---|------------------|----------|----------------------|----------|--------------------|-----------------------|-----------------------|
| 1 | To receive the Directors Report on the Annual Accounts of the Company for the year ended March 2019 | 752,792,293 | 100 | 0 | 0 | 752,792,293 | 75.24 | 1,806,937 |
| 2 | To receive the consolidated and unconsolidated Financial Statements and Annual Accounts for the financial year ended March 2019 and the Auditor's Reports thereon | 752,792,181 | 100 | 0 | 0 | 752,792,181 | 75.24 | 1,807,049 |
| 3 | To approve the consolidated Financial Statements and Annual Accounts of the Company for the year ended 30 March 2019 | 752,792,181 | 100 | 0 | 0 | 752,792,181 | 75.24 | 1,807,049 |

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|----|--|-------------|-------|------------|------|-------------|-------|-----------|
| 4 | To approve the unconsolidated Financial Statements and Annual Accounts of the Company for the year ended 31 March 2019 | 752,792,181 | 100 | 0 | 0 | 752,792,181 | 75.24 | 1,807,049 |
| 5 | To approve the result of the Company for the year ended 31 March 2019 and allocation | 752,792,181 | 100 | 0 | 0 | 752,792,181 | 75.24 | 1,807,049 |
| 6 | To approve the total dividend of the Company for the year ended 31 March 2019 | 754,599,230 | 100 | 0 | 0 | 754,599,230 | 75.42 | 0 |
| 7 | To receive and approve the annual report on the Directors' Remuneration for the year ended March 2019 | 753,060,803 | 99.95 | 383,856 | 0.05 | 753,444,659 | 75.30 | 1,154,570 |
| 8 | To discharge the Directors for the year ended 31 March 2019 | 750,571,369 | 99.77 | 1,754,000 | 0.23 | 752,325,369 | 75.19 | 2,273,861 |
| 9 | To re-elect Peter Bamford as a Director | 752,753,063 | 99.76 | 1,845,275 | 0.24 | 754,598,338 | 75.42 | 891 |
| 10 | To re-elect Simon Arora as a Director | 721,163,263 | 95.57 | 33,435,967 | 4.43 | 754,599,230 | 75.42 | 0 |
| 11 | To re-elect Paul McDonald as a Director | 752,006,314 | 99.66 | 2,592,916 | 0.34 | 754,599,230 | 75.42 | 0 |

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|----|---|-------------|-------|------------|------|-------------|-------|-----------|
| 12 | To re-elect Ron McMillan as a Director | 744,321,562 | 98.64 | 10,276,777 | 1.36 | 754,598,339 | 75.42 | 891 |
| 13 | To re-elect Kathleen Guion as a Director | 752,782,399 | 99.76 | 1,815,940 | 0.24 | 754,598,339 | 75.42 | 891 |
| 14 | To re-elect Tiffany Hall as a Director | 752,844,539 | 99.77 | 1,753,800 | 0.23 | 754,598,339 | 75.42 | 891 |
| 15 | To ratify the appointment of and to re-elect Carolyn Bradley as a Director | 752,844,539 | 99.77 | 1,753,800 | 0.23 | 754,598,339 | 75.42 | 891 |
| 16 | To ratify the appointment of and to re-elect Gilles Petit as a Director | 754,598,222 | 99.99 | 117 | 0.01 | 754,598,339 | 75.42 | 891 |
| 17 | To discharge the Independent Auditor for the year ended 31 March 2019 | 748,310,337 | 99.47 | 4,015,390 | 0.53 | 752,325,727 | 75.19 | 2,273,502 |
| 18 | To re-appoint KPMG Luxembourg Société Coopérative as Independent Auditor of the Company | 754,057,496 | 99.93 | 540,731 | 0.07 | 754,598,227 | 75.42 | 1,003 |
| 19 | To authorise the Directors to determine the Independent Auditor's remuneration | 754,057,608 | 99.93 | 540,731 | 0.07 | 754,598,339 | 75.42 | 891 |
| 20 | To authorise the Company to make market purchases of its ordinary shares | 752,336,948 | 99.83 | 1,245,816 | 0.17 | 753,582,764 | 75.32 | 1,016,465 |

| | | | | | | | | |
|----|--|-------------|-------|-----------|------|-------------|-------|-----|
| 21 | To confirm the Board of Directors have full power to issue ordinary shares on a non-pre-emptive basis for cash representing 5% of the issued share capital of the Company generally, as provided by the Articles of Association and to acknowledge the Directors' intention to comply with the Statement of Principles on Dis-applying Pre-Emption Rights to the extent practical for a Luxembourg company | 754,597,768 | 99.99 | 1,462 | 0.01 | 754,599,230 | 75.42 | 0 |
| 22 | To confirm the Directors have full power, in addition to any authority granted under resolution 21, to issue ordinary shares on a non-pre-emptive basis, for cash representing a further 5% of the issued share capital of the Company for the purposes of financing an acquisition or a capital investment (or refinancing such a transaction) as defined in the Statement of Principles on Dis-Applying Pre-Emption Rights, as provided by the Articles of Association | 746,610,884 | 98.94 | 7,987,454 | 1.06 | 754,598,338 | 75.42 | 891 |

The results of the poll will also be posted on the Company's website at www.bandmretail.com

The total number of shares in issue of the Company as at the date of the AGM was 1,000,561,222 ordinary shares.

Please note that a vote withheld is not a vote in law and is not counted in the calculation of votes for and against a resolution.

Enquiries

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