



29 July 2021

B&M European Value Retail S.A.

AGM Voting Results

All resolutions proposed at the Annual General Meeting of the Company held on 29 July 2021 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 2021	802,689,197	100	0	0	802,689,197	80.20	7,647,330
2	To receive the consolidated and unconsolidated Financial Statements and Annual Accounts for the financial year ended March 2021 and the Auditor's Reports thereon	802,689,197	100	0	0	802,689,197	80.20	7,647,330
3	To approve the consolidated Financial Statements and Annual Accounts of the Company for the year ended 27 March 2021	802,688,962	100	0	0	802,688,962	80.20	7,647,565

4	To approve the unconsolidated Financial Statements and Annual Accounts of the Company for the year ended 31 March 2021	802,688,690	99.99	272	0.01	802,688,962	80.20	7,647,565
5	To approve the result of the Company for the year ended 31 March 2021 and allocation	804,855,254	99.92	603,993	0.08	805,459,247	80.48	4,877,280
6	To approve the total dividend of the Company for the year ended 31 March 2021	804,846,646	99.92	611,728	0.08	805,458,374	80.48	4,878,153
7	To receive and approve the annual report on the Directors' Remuneration	625,507,615	77.20	184,637,845	22.80	810,145,460	80.95	191,067
8	To approve the Directors' Remuneration Policy	659,985,530	81.46	150,159,930	18.54	810,145,460	80.95	191,067
9	To discharge all the Directors for the financial year ended 31 March 2021	800,944,464	99.56	3,527,470	0.44	804,471,934	80.38	5,864,593
10	To re-elect Peter Bamford as a Director	801,228,672	99.72	2,258,375	0.28	803,487,047	80.28	6,849,480
11	To re-elect Simon Arora as a Director	793,430,724	98.50	12,028,758	1.50	805,459,482	80.48	4,877,045
12	To ratify the appointment of and to re-elect Alejandro Russo as a Director	804,203,315	99.84	1,256,167	0.16	805,459,482	80.48	4,877,045

13	To re-elect Ron McMillan as a Director	649,469,916	80.65	155,731,744	19.35	805,201,660	80.45	5,134,867
14	To re-elect Tiffany Hall as a Director	760,764,269	94.45	44,694,978	5.55	805,459,247	80.48	4,877,280
15	To re-elect Carolyn Bradley as a Director	761,639,558	94.79	41,847,489	5.21	803,487,047	80.28	6,849,480
16	To discharge the Independent Auditor for the year ended 31 March 2021	800,291,556	99.48	4,180,143	0.52	804,471,699	80.38	5,864,828
17	To re-appoint KPMG Luxembourg Société Coopérative as Independent Auditor of the Company	803,478,925	99.75	1,980,557	0.25	805,459,482	80.48	4,877,045
18	To authorise the Directors to determine the Independent Auditor's remuneration	805,458,860	99.99	622	0.01	805,459,482	80.48	4,877,045
19	To authorise the Company to make market purchases of its ordinary shares	802,653,287	99.75	1,988,737	0.25	804,642,024	80.40	5,694,503
20	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	805,235,178	99.97	244,304	0.03	805,459,482	80.48	4,877,045

	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							
21	To confirm the Board of Directors have full power, in addition to any authority granted under resolution 20, 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	797,010,303	98.95	8,449,179	0.05	805,459,482	80.48	4,877,045
22	To approve and authorise the use by the Company of electronic means of communication of information to shareholders	805,450,232	99.99	750	0.01	805,450,982	80.48	4,885,545

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

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.

The total number of shares in issue of the Company on the record date of 15 July 2021 for being eligible to vote at the AGM was 1,000,839,779 ordinary shares.

We are pleased that all the resolutions proposed at the AGM were passed with strong shareholder support. We note that the vote in favour of the resolution to approve the Directors' Remuneration Report fell just below the 80% level. Prior to the AGM, we undertook a detailed and extensive consultation with shareholders regarding remuneration for FY22 onwards to gain an understanding of their views. Following the AGM, we will implement the refreshed Directors' Remuneration Policy, which was approved with a vote in favour of 81.46%, and invite shareholders to continue to engage with us as part of an ongoing constructive dialogue.

Enquiries

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