



29 July 2022

B&M European Value Retail S.A.

AGM Voting Results

All resolutions proposed at the Annual General Meeting of the Company held on 28 July 2022 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 2022	690,135,303	99.8	1,613,795	0.2	691,749,098	69.09	1,769,229
2	To receive the consolidated and unconsolidated Financial Statements and Annual Accounts for the financial year ended March 2022 and the Auditor's Reports thereon	690,135,303	99.8	1,613,795	0.2	691,749,098	69.09	1,769,229
3	To approve the consolidated Financial Statements and Annual Accounts of the Company for the year ended 26 March 2022	690,135,303	99.8	1,613,795	0.2	691,749,098	69.09	1,769,229

4	To approve the unconsolidated Financial Statements and Annual Accounts of the Company for the year ended 31 March 2022	690,134,972	99.8	1,614,126	0.2	691,749,098	69.09	1,769,229
5	To approve the result of the Company for the year ended 31 March 2022 and allocation	692,447,944	100	0	0.0	692,447,944	69.16	1,070,383
6	To approve the total dividend of the Company for the year ended 31 March 2022	692,448,944	100	0	0.0	692,448,944	69.16	1,069,383
7	To receive and approve the annual report on the Directors' Remuneration	637,198,382	94.3	38,312,060	5.7	675,510,442	67.47	18,007,885
8	To discharge each of the Directors for the financial year ended 31 March 2022	687,806,873	99.5	3,355,234	0.5	691,162,107	69.03	2,356,220
9	To re-elect Peter Bamford as a Director	660,170,568	95.3	32,277,376	4.7	692,447,944	69.16	1,070,383
10	To re-elect Simon Arora as a Director	671,929,416	97.0	20,518,528	3.0	692,447,944	69.16	1,070,383
11	To re-elect Alejandro Russo as a Director	689,686,373	99.6	2,760,947	0.4	692,447,320	69.16	1,071,007
12	To re-elect Ron McMillan as a Director	584,930,361	86.5	91,350,493	13.5	676,280,854	67.55	17,237,473

13	To re-elect Tiffany Hall as a Director	638,580,013	92.2	53,867,207	7.8	692,447,220	69.16	1,071,107
14	To re-elect Carolyn Bradley as a Director	667,183,563	96.4	25,263,757	3.6	692,447,320	69.16	1,071,007
15	To re-elect Paula MacKenzie as a Director	692,096,400	99.9	351,544	0.1	692,447,944	69.16	1,070,383
16	To discharge the Independent Auditor for the year ended 31 March 2022	688,545,309	99.6	2,617,422	0.4	691,162,731	69.03	2,355,596
17	To re-appoint KPMG Luxembourg Société Coopérative as Independent Auditor of the Company	677,254,487	98.0	13,579,622	2.0	690,834,149	68.99	2,684,178
18	To authorise the Directors to determine the Independent Auditor's remuneration	678,868,282	98.0	13,579,622	2.0	692,447,944	69.16	1,070,383
19	To authorise the Company to make market purchases of its ordinary shares of up to 10% of its ordinary issued shares *	688,778,366	99.5	3,338,993	0.5	692,117,359	69.13	1,400,968
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	692,296,618	99.98	152,326	0.02	692,448,944	69.16	1,069,383

	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	690,606,503	99.7	1,781,172	0.3	692,387,675	69.15	1,130,652

* Whilst the Company seeks authority on an annual basis to perform share buybacks (as is customary for UK PLCs), the Board notes that it has no current intention of utilising this authority, reflecting the complexities of executing an on market buyback for a company incorporated in Luxembourg such as B&M. The Board continuously reviews the Group's capital structure and has regularly returned funds to all its shareholders by way of both ordinary and special dividends.

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 of the Company in issue on the record date on 14 July 2022 (for being eligible to vote at the AGM) was 1,001,226,836 ordinary shares.

Enquiries

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