

NOTICE OF EXTRAORDINARY GENERAL MEETING

B&M European Value Retail S.A.

Société Anonyme

Registered office: 9, Allée Scheffer - L-2520 Luxembourg

Grand-Duchy of Luxembourg

R.C.S. Luxembourg: B 187275

Notice of the Extraordinary General Meeting of B&M European Value Retail S.A. to be held at 1:00 pm (CET) on Monday 30 July 2018 at the Sofitel Luxembourg Europe, 4, rue du Fort Niedergrünwald, L-2226 Luxembourg before a Luxembourg notary, is set out on pages 4 to 7 of this document.

This document is important and requires your immediate attention.

If you are in any doubt about the action you should take, you are recommended to seek your own financial advice immediately from a stockbroker, bank manager, lawyer, accountant or other authorised independent professional adviser.

If you have sold or transferred all your ordinary shares, or Depositary Interests representing ordinary shares in B&M European Value Retail S.A., you should pass this Notice and all other documents enclosed with it to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected.

Ordinary Shareholders

The enclosed blue Form of Proxy, for use in connection with the meeting by Ordinary Shareholders only, should be completed and returned, in accordance with the instructions printed thereon, as soon as possible and by no later than 1:00 pm (CET) on Thursday 26 July 2018.

Depositary Interest Holders

The enclosed blue Form of Direction, for use in connection with the meeting by Depositary Interest holders only, should be completed and returned, in accordance with the instructions printed on it, as soon as possible and by no later than 1:00 pm (CET) on Wednesday 25 July 2018. Alternatively, CREST members may instruct the Depositary on how to vote the ordinary shares underlying their Depositary Interests by using the electronic voting service. Further details are set out in the notes to the blue Form of Direction.

Bondholders

Holders of Bonds in B&M European Value Retail S.A. may not vote but are entitled to attend and speak at the Extraordinary General Meeting.



B&M European Value Retailing

B&M EUROPEAN VALUE RETAIL S.A. - EXTRAORDINARY GENERAL MEETING

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Letter from the Chairman

21 June 2018

Dear Shareholder,

Notice of the Extraordinary General Meeting of B&M European Value Retail S.A. (the "Company") to be held at 1:00 pm (CET) on Monday 30 July 2018

On behalf of the board of directors (the "Board"), I am writing to inform you that an Extraordinary General Meeting of the Company will be held on Monday 30 July 2018 at the Sofitel Luxembourg Europe, 4, rue du Fort Niedergrünwald, L-2226 Luxembourg at 1:00 pm (CET) ("EGM" or "Meeting").

The notice convening the Extraordinary General Meeting is set out on pages 4 to 7.

Amendments to Articles of Association

Amendments to the Articles of Association of the Company are being proposed by the Company to be considered at an Extraordinary General Meeting of shareholders, which is to be held on the same date as the AGM on 30 July 2018.

The Company is subject to the Luxembourg Law on Commercial Companies dated 10 August 1915 (as amended from time to time). This law was amended on 10 August 2016 to modernise Luxembourg company law. A transitional period was set for Luxembourg companies to make any necessary amendments to their articles of association by 23 August 2018 to bring them up to date.

The Board is therefore proposing amendments to be made to the Articles of Association of the Company (the "Articles") to update them to reflect changes made to the Luxembourg Law on Commercial Companies under the Law of 10 August 2016, and, also to renew the Board's existing authority under the Articles to issue shares in the Company up to the maximum amount of the authorised share capital. In common with other Luxembourg companies this authority is included in the Articles of Association of the Company and for a period of 5 years. The existing 5 year authority under Article 5.2 will otherwise be due to expire in August 2019. It is therefore convenient to renew it now while the EGM is being held this year.

The Board believes that each of the amendments proposed to be made to the Articles are in the best interests of the Company.

Further details of each of the proposed amendments to the Articles are included in the explanatory notes below.

Voting and attendance at the EGM

In accordance with Luxembourg law and Article 24.6.3 of the Articles, all resolutions put to the EGM must be passed by at least two-thirds of the votes cast with at least half of the share capital of the Company being present or represented at the EGM. If this quorum is not met, a second meeting may be convened in accordance with Article 24.6.3 and such second meeting may validly deliberate regardless of the proportion of the share capital represented, however the same two-thirds majority requirement will still apply.

The results of the votes on all the resolutions at the EGM will be announced via the Regulatory News Service and published on the Company's website at www.bandmretail.com as soon as possible following the EGM.

The Board appreciates that as the location of the EGM is in Luxembourg, as required by our constitution, many shareholders will be unable to attend in person. However, **your vote is important and I would encourage you, irrespective of the number of ordinary shares you hold, to vote** by either appointing a proxy if you are a registered shareholder, or by giving your direction to Link Market Services Trustees Limited if you are a Depository Interests holder in CREST. A blue Form of Direction to be completed is enclosed for Depository Interests holders and for voting must be returned in accordance with the instructions and closing date timelines set out on pages 11 and 12 below.

If you want to participate in the EGM, whether by proxy or in person, in accordance with Luxembourg law on the exercise of certain rights of shareholders relating to the general meetings of listed companies, it is important to note as follows.

For shareholders (who do not hold their shares in CREST), you are required to complete and return a blue Declaration of Participation which is enclosed, if you wish to participate in the EGM in person or by proxy. The blue Declaration of Participation must be received by the Company by the record date which, for this year's EGM is **Monday 16 July 2018 at 12:00 midnight (CET)** in accordance with the procedures set out below.

The blue Declaration of Participation is not a substitution for the blue Form of Proxy, and the procedure for lodging the blue Form of Proxy for shareholders (who do not hold their shares in CREST) will need to be followed as set out in the form and in the notes below.

Holders of Depositary Interests in CREST do not need to complete a Declaration of Participation, but for voting must lodge their blue Form of Direction under the procedure set out below.

Resolutions

For each of the resolutions in the Notice of the EGM on pages 4 to 7, an explanatory note is set out on pages 8 and 9 of this document.

Recommendation

Your Board recommends that shareholders vote in favour of all the resolutions set out in the Notice of the Extraordinary General Meeting, which they consider to be in the best interests of shareholders as a whole. The Directors intend to vote in favour of all resolutions in respect of their own beneficial shareholdings totalling 116,948 ordinary shares representing approximately 0.01% of the present issued ordinary share capital of the Company¹.

Yours faithfully,

Peter Bamford

Chairman

On behalf of the Board

¹ Not including shareholdings of related parties or associates.

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Société Anonyme

Registered office: 9, Allée Scheffer - L-2520 Luxembourg

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Notice is hereby given that an Extraordinary General Meeting of the shareholders of B&M European Value Retail S.A. (the "Company") will be held at the Sofitel Luxembourg Europe, 4, rue du Fort Niedergrünwald, L-2226 Luxembourg on **Monday 30 July 2018 starting at 1:00 pm (CET)** to consider and to vote upon the following items.

AGENDA

Extraordinary resolutions

Each of the following resolutions are proposed to amend the Articles of Association of the Company (the "Articles") without amending the corporate object of the Company.

1. To update the Articles by referring to the Luxembourg law on commercial companies of 10 August 1915 as having been amended by the Luxembourg law of 10 August 2016 on the modernisation of company law, by replacing Article 1.1 with the following text:

"1.1 The present articles of association (the "Articles") are those of a Luxembourg public limited liability company (société anonyme) (the "Company") governed by the laws of the Grand-Duchy of Luxembourg (and in particular, the law dated 10 August 1915 on commercial companies as amended from time to time including without limitation as amended by the law of 10 August 2016 (with references in these Articles to the "1915 Law" meaning the law as so amended)) and by the present Articles."

2. To update the Articles to include the power for the Board to transfer the address of the registered office of the Company to any other municipality in Luxembourg, by replacing the present Articles 2.2 and 2.3 with the following text to be numbered Article 2.2:

"2.2 The Board of Directors (as defined below) of the Company is authorised to change the address of the registered office of the Company within the same municipality of the Company's registered office from time to time. The registered office may be transferred to any other municipality in the Grand-Duchy of Luxembourg by the Board of Directors and they shall have the power to amend the present article of the Articles accordingly, or, by a resolution of an extraordinary shareholders meeting passed in the manner provided for amendments to be made to these Articles;"

and,

by renumbering each of the existing Articles 2.4, 2.5 and 2.6 respectively as Articles 2.3, 2.4 and 2.5.

3. To provide for the text of any amendments to the Articles and the resulting draft coordinated Articles to be available for inspection at the registered office of the Company for fifteen (15) days before the general meeting of shareholders called to consider those amendments instead of eight (8) days under Article II (48) of the law of 10 August 2016, by inserting the following additional paragraph at the end of Article 24.6.3:

"Fifteen (15) days before the extraordinary general meeting of shareholders called to deliberate upon amendments to the Articles, any shareholder may inspect at the registered office of the Company the draft of the proposed amendments and the draft of the resulting consolidated Articles."

4. To amend the Articles to authorise the Board of Directors to allocate existing or newly issued shares of the Company for free to employees and officers of the Company's Group and to be paid up out of available reserves, by making the following amendments to Article 5.2:

(a) in the first sentence of the second paragraph of Article 5.2, by inserting immediately after the words "(including in favor of new shareholders)" the following additional words "or free of charge (as permitted below by this article 5.2) paid up out of available reserves";

(b) by replacing the whole of the sub-paragraph numbered (3) in the fourth paragraph of Article 5.2, with the following text:

"(3) in connection with employee share options or similar awards including also allocations of existing shares of the Company without consideration, or, the issue of new shares free of charge paid up out of available reserves;"

(c) by adding the following additional paragraph in Article 5.2 immediately after the paragraph which starts with the words "For the avoidance of doubt,..." as a separate paragraph as follows:

"Within the limits of the authorised share capital, the Board of Directors is authorised to allocate existing shares of the Company without consideration, or, to issue new shares free of charge paid up out of available reserves, in each case, to employees and corporate officers (including directors) of the Company and of companies of which at least ten per cent (10%) of the issued share capital or of the total voting rights of its shareholders are directly or indirectly held by the Company. The Board of Directors shall determine the terms and conditions of such allocation and issue of shares."

5. To update the amount of the unissued but authorised share capital as recorded in the Articles following the issue by the Board, acting in accordance with Article 5.2 of the Articles, of 561,222 new shares in aggregate to employees and directors of the Group who have exercised share options during the financial year 2017/18, by amending the first paragraph of Article 5.2 of the Articles by replacing the reference to "two hundred ninety-seven million two hundred twenty-two thousand two hundred twenty-two Pounds Sterling and twenty pence (GBP 297,222,222.20), to be divided into two billion nine hundred seventy-two million two hundred twenty-two thousand two hundred twenty-two (2,972,222,222) shares" with "two hundred and ninety-seven million one hundred and sixty-six thousand and one hundred Pounds Sterling (GBP 297,166,100), represented by two billion nine hundred and seventy-one million six hundred and sixty-one thousand (2,971,661,000) shares".

6. To renew the authority of the Board of Directors to increase the issued share capital up to the amount of the authorised and unissued share capital of the Company (as set out in resolution number 5) for a period of five years (having acknowledged the report of the Board of Directors pursuant to article 420-26(5) of the Luxembourg law on commercial companies) by replacing the whole of the paragraph of Article 5.2 which begins with the words “The authorisation will expire on the fifth anniversary...” with the following new paragraph in place of it:

“The Board of Directors is authorised to increase the issued share capital on one or more occasions up to the maximum amount of the authorised share capital, for a period of five (5) years from the date of the extraordinary general meeting of shareholders held on 30 July 2018, without prejudice to any renewal, amendment or revocation made in accordance with applicable law.”

7. To update Article 10 following CD&R European Value Retail Investment S.à r.l. having sold their shareholding in the Company and generally also as follows:

(a) in the first paragraph of Article 10.1 by deleting the words in parenthesis “proposed for appointment by the CD&R Shareholder and one Director” and immediately after the words in parenthesis “Arora Family” by inserting the words “where they satisfy the shareholding condition set out below”;

(b) in the second paragraph of Article 10.1 by deleting each of the following text from that paragraph:

“- as long as the CD&R Shareholder, and together with its associates, in the aggregate, hold ten per cent (10%) or more of the Company’s share capital, two (2) Directors shall be appointed from candidates put forward by the CD&R Shareholder (save that this requirement shall be reduced to one (1) Director for so long as Sir Terence Leahy is a Director).”;

“- as long as the CD&R Shareholder, and together with its associates, in the aggregate, hold five per cent (5%) or more (but less than 10%) of the Company’s share capital, one (1) Director shall be appointed from candidates put forward by the CD&R Shareholder.”;

and,

“- “CD&R Shareholder” means CD&R European Value Retail Investment S.à r.l., a private limited liability companies (société à responsabilité limitée) incorporated in Luxembourg having its registered office at 5, rue Guillaume Kroll, L-1882 Luxembourg and registered with the Luxembourg trade registry under number B 187.072.”;

(c) in the second paragraph of Article 10.1 where the words “- any other Director appointed by the shareholders” are set out, by replacing the word “Director” with “Directors” in that sentence;

(d) in the second paragraph of Article 10.1 immediately after the words “SSA Investments S.à r.l.,” by inserting the words “a private limited liability company (société à responsabilité limitée) incorporated in Luxembourg and registered with the Trade and Companies Register under number B 187.251.”;

(e) in Article 10.4 by deleting the words “(i) in the event of vacancy of a CD&R Director, the other Directors shall appoint a person from candidates proposed by the CD&R Shareholder to fill such vacancy and (iii)”.

8. To include in the Articles the right for shareholders together holding ten percent (10%) or more of the share capital of the Company to ask written questions of the Board of Directors relating to acts concerning the management of the Company’s group, by inserting a new article after the end of Article 25 to be numbered Article 26 with the following text:

“26. Rights to ask questions.

One or more shareholders together holding at least ten percent (10%) of the share capital or the voting rights of all shares or securities in the Company may ask written questions of the Board of Directors relating to acts of management in connection with the Company or companies controlled by the Company, provided that in the latter case, the questions shall be assessed in relation to the corporate interests of the companies in the group. Copies of the answers to the questions shall also be provided to the statutory auditor or the independent auditor (réviseur(s) d’entreprises agréé(s)).

In the absence of answers being provided within one month, those shareholder(s) may apply to the judge presiding at the chamber of the Tribunal d’Arrondissement dealing with commercial matters, and sitting as an urgent matter, to appoint one or more experts to prepare a report on the acts of management to which the relevant written questions relate.”;

and,

to renumber each of the existing Articles 26, 27, 27.1, 27.2, 28, 28.1 to 28.8 (inclusive), 29, 29.1, 29.2, 30, 31, 31.1 to 31.4 (inclusive), 32, 32.1 to 32.5 (inclusive) and 33, respectively as, Articles 27, 28, 28.1, 28.2, 29, 29.1 to 29.8 (inclusive), 30, 30.1, 30.2, 31, 32, 32.1 to 32.4 (inclusive), 33, 33.1 to 33.5 (inclusive) and 34.

9. To increase the aggregate cap per annum on directors fees in Article 11.1(a) by replacing the figure “£800,000” in that article with “£1,000,000”.

NOTICE OF EXTRAORDINARY GENERAL MEETING continued

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10. To amend the Articles to remove the requirement for the consent of bondholders to certain matters and the right for bondholders to attend and speak at general meetings of shareholders of the Company, reflecting the changes in the Law of 10 August 2016 as follows:
 - (a) by inserting a new article after the end of Article 24.6.5 to be numbered Article 24.6.6, as follows:

“24.6.6 The nationality of the Company may be changed by a resolution of the general meeting of shareholders adopted in the manner required for the amendment of these Articles.”;
 - (b) by replacing the existing Article 24.6.6 as follows and renumbering it as Article 24.6.7:

“24.6.7 The commitments of the shareholders of the Company may be increased only with the unanimous consent of all the shareholders.”;
 - (c) by deleting the existing Article 24.6.7;
 - (d) by inserting the following additional paragraph at the end of Article 24.8:

“Holders of bonds issued by the Company do not have the right to attend and speak at general meetings of shareholders of the Company.”; and
 - (e) by deleting the existing Article 24.18.
11. To update the Articles to refer to the new shareholding threshold required for shareholders to require the adjournment of general meetings of shareholders, by replacing the words “one-fifth” with the words “one-tenth” in Article 24.9.
12. To amend the Articles in relation to the requirements for the place and date of the annual general meeting of shareholders in Luxembourg, by replacing Article 25 with the following text:

“25. Annual shareholders’ meeting.
At least one shareholders’ meeting shall be held each year in the Grand-Duchy of Luxembourg within six (6) months of the end of the financial year of the Company on a date and at a place determined by the Board of Directors and specified in the notice convening the meeting.”
13. To amend the Articles to reflect the requirements of the Law of 10 August 2016 in relation to capital impairment rules by replacing the existing Article 31.4 (to be numbered Article 32.4 pursuant to resolution 8 above) with the following text:

“32.4. Capital impairment rules
If as a result of losses, the net assets of the Company fall below half the share capital, the Board of Directors shall convene a shareholders’ meeting so that it is held within a period not exceeding two months from the time at which the loss was or should have been ascertained by them and such meeting shall resolve in accordance with the conditions provided in article 24.6 on the possible dissolution of the Company.

The Board of Directors shall set out the causes of that situation and the reasons justifying its proposals in a special report which must be made available at the registered office of the Company to shareholders fifteen (15) days before the general meeting referred to above. If it is proposed to continue the business of the Company, the report shall set out the measures intended to be taken to remedy the financial situation of the Company. Copies of the report shall be sent to the registered shareholders at the same time as sending the notice of the general meeting.

Failure to draw up the report shall invalidate the decision of the general meeting, unless all the shareholders of the Company have waived the requirement for the report to be provided.

The same rules shall be observed if as a result of losses the net assets of the Company fall below one quarter of the share capital of the Company, provided that in such case, dissolution shall take place if approved by one-fourth of the votes cast at the shareholders’ meeting.

In the event of any infringement of the foregoing provisions, the directors, may be declared personally and jointly and severally liable vis-à-vis the Company for all or part of the increase of the loss.”
14. To update the Articles in relation to the following changes of a typographical, clarifying or technical nature:
 - (a) to update references in the Articles to each of the official registries and official publications whose names have changed, as follows:
 - i. in Article 2.6 (to be re-numbered 2.5), Article 7.2.3 and Article 24.3.1 (a) by replacing all references to “Mémorial Recueil des Sociétés et Associations”, “Mémorial” and “Mémorial C, Recueil des Sociétés et Associations” with the words in each case “Recueil Electronique des Sociétés et Associations”; and
 - ii. in Article 24.3.1 (a), the last paragraph of Article 24.3.1, and Article 24.6.3 by replacing all references to “Official Gazette” with the words “Journal des publications” in each case;
 - (b) in the first and third paragraphs of Article 5.1, the second paragraph of Article 5.2, Article 5.3 (b) and in Article 5.3 (c) immediately before each reference to “capital” (except where it is already preceded by the word “share”) by inserting the word “share”;
 - (c) in Article 5.2 by deleting the whole of the paragraph which begins with the words “Notwithstanding the above, the Board of Directors...” and which ends with “...in the second paragraph of this article.”

- (d) in the last paragraph of Article 5.1 and in Article 5.3 (c) by replacing the word “articles” with the word “Articles”;
- (e) in the first paragraph of Article 5.5 by replacing the reference to “article 49-8” of the law with “article 430-22”;
- (f) in Article 7.2.7:
 - i. by replacing the reference to “article 72-1” of the law with “article 461-2”; and
 - ii. by replacing the cross reference to “article 28.4” of the Articles therein with a cross reference to “article 29.4”;
- (g) in the title of Article 13 by replacing the words “board of directors” with “Board of Directors”;
- (h) in Article 23 by deleting the words “at the time of its incorporation or when” and inserting in place of them the word “where”;
- (i) in Article 24.6.4 by deleting the word “the” where it appears immediately before the words “this article with respect to each class”;
- (j) in the first paragraph of Article 24.9 by replacing the reference to “article 67-1” of the law with “article 450-3”;
- (k) in sub-paragraph (v) of Article 24.11 by removing the repetition of the comma after the word “resolutions”;
- (l) in Article 24.17 by inserting the words “the total issued share” immediately before the word “capital”;
- (m) in the existing Article 27.2 (to be renumbered 28.2 pursuant to resolution 8 above):
 - i. by inserting after the expression “statutory auditors” in that article, the words “or the independent auditors (réviseur(s) d’entreprises agréé(s))”;
 - ii. in sub-paragraph (i) of that article, by replacing all the words appearing after the expression “statutory auditors” with the words “or the independent auditors (réviseur(s) d’entreprises agréé(s))”;
 - iii. in the paragraph immediately following sub-paragraph (v) of that article, by inserting immediately after the words “statutory auditors or of the” the words “independent auditors”, and also in that paragraph deleting the word “supervisory”;
- (n) in Articles 28.3 (d) (to be renumbered 29.3 (d) pursuant to resolution 8 above) immediately after the words “statutory auditors or the” insert the words “independent auditors”;
- (o) in sub-paragraph (i) of Article 28.4 (to be renumbered 29.4 pursuant to resolution 8 above) by replacing the cross reference to “article 28.4” therein with a cross reference to “article 29.4”;
- (p) in sub-paragraph (i) of Article 29.2 (to be renumbered 30.2 pursuant to resolution 8 above) by:
 - i. deleting the words “in Luxembourg”;
 - ii. deleting the words “48 hours after it was put in the post if pre paid second class post,” and inserting in place of them the words “48 hours after it was put in the post if first class pre paid post was not used”;
- (q) in sub-paragraph (iii) of Article 29.2 (to be renumbered 30.2 pursuant to resolution 8 above) by replacing the cross reference to “article 29.2” therein with a cross reference to “article 30.2”;
- (r) in Article 32.2 (to be renumbered 33.2 pursuant to resolution 8 above) by replacing the cross reference to “article 32.1” therein with a cross reference to “article 33.1”;
- (s) in Article 32.4 (to be renumbered 33.4 pursuant to resolution 8 above) by replacing the cross reference to “article 32.1” therein with a cross reference to “article 33.1”; and
- (t) in Article 32.5 (to be renumbered 33.5 pursuant to resolution 8 above) by replacing the cross reference to “article 32.4” therein with a cross reference to “article 33.4”.

On behalf of the Board of Directors

Peter Bamford

Chairman
 9, Allée Scheffer
 L-2520 Luxembourg
 Grand-Duchy of Luxembourg

21 June 2018

EXPLANATION OF BUSINESS TO BE CONSIDERED AT THE EXTRAORDINARY GENERAL MEETING

Extraordinary Resolution 1

The Company is subject to the Luxembourg Law of 10 August 1915 on Commercial Companies (as amended from time to time). This law was amended by the Luxembourg Law of 10 August 2016 (the "Law of 10 August 2016") to modernise Luxembourg company law. A transitional period was set under the Law of 10 August 2016 for Luxembourg companies to make any necessary amendments to their articles of association by 23 August 2018 to bring them up to date with those changes in the law.

Article 1.1 of the Articles is proposed to be replaced by a new Article following the modernisation of the Luxembourg Law of 10 August 1915 on Commercial Companies (the "1915 Law"), by specifically referring to the Law of 10 August 2016 which has amended the 1915 Law.

Extraordinary Resolution 2

In accordance with the Law of 10 August 2016 it is proposed to replace Articles 2.2 and 2.3 of the Articles with a new provision to permit the Board to change the registered office of the Company within the Grand-Duchy of Luxembourg from one municipality to another, as well as shareholders having that power. It is also proposed to renumber certain provisions of Article 2 by resolution number 2 in consequence of this change.

Extraordinary Resolution 3

Under the Law of 10 August 2016 eight (8) days before any general meeting of shareholders which is called to amend the articles of association of a company, copies of the proposed resolutions and the draft amended articles of association must be available at the registered office of the Company for inspection by shareholders. It is proposed to extend that period to fifteen (15) days before any such general meeting for those documents to be available for shareholders to inspect, by inserting a new additional paragraph at the end of Article 24.6.3 to that effect.

Extraordinary Resolution 4

As permitted under Luxembourg company law it is proposed to provide the Board with power, inter alia, to issue new shares in the Company to employees and officers (including directors) of the Company and members of its Group on them exercising any nil cost share options granted to them without being required to pay the nominal subscription price for those shares. Instead the nominal subscription price for any such shares will be paid-up out of available reserves of the Company. The amendments to Article 5.2, as set out in resolution number 4, are proposed to include this power in the Articles.

Extraordinary Resolution 5

This resolution is proposed to update the first paragraph of Article 5.2 of the Articles to refer to the current amount of the unissued authorised share capital following the exercise of share options in the Company since the Articles were first adopted.

Extraordinary Resolution 6

In common with articles of association of other Luxembourg public limited liability companies, the Articles of the Company include the power for the Board of Directors to issue ordinary shares within the framework of the Company's authorised share capital. This power which is contained in Article 5.2 of the Articles is limited both in time, being for 5 years, and, in amount, being for the issue of shares up to the maximum amount of the authorised and unissued share capital of the Company but limited in any one year to not more than two-thirds of the issued share capital of the Company.

The authority for the Board to issue shares under Article 5.2 will expire in August 2019. It is therefore convenient at this EGM to propose the renewal of that authority to avoid the need to call another EGM next year for this purpose.

The renewed authority needs to be included in the Articles for the Board to be able to validly approve the issue of new shares by the Company under Luxembourg law. Without that power being contained in the Articles it would otherwise be necessary to convene extraordinary general meetings of shareholders each and every time shares are required to be issued, for example in relation to the exercise of employee share options, which is not workable or practical.

Resolution number 6 is therefore proposed to renew the authority contained in Article 5.2 for another 5 years in accordance with Luxembourg law up to the maximum amount of the authorised and unissued share capital of the Company of £297,166,100 (as set out in resolution number 5), but limited in any one year to not more than two-thirds of the issued share capital of the Company.

The latest institutional guidance (being the Share Capital Management Guidelines issued by the Investment Association) on issues of shares confirms that shareholders will regard as routine an authority to allot up to two-thirds of the existing share capital and with any amount in excess of one-third being made on a fully pre-emptive basis. This is reflected in Article 5.2 with the maximum amount which may be issued in any one year being up to one-third of the issued share capital of the Company plus a further one-third on a fully pre-emptive basis. Where any shares within either of those limits are issued for cash they are subject to pre-emption rights in favour of existing shareholders under Luxembourg law except where the Articles expressly provide authority to the Board to cancel those rights, which Article 5.2 does in relation to the following circumstances only:

- (a) the issue of ordinary shares for cash representing up to a maximum of 5% (five per cent) of the issued ordinary share capital of the Company per year;
- (b) the issue of ordinary shares for cash representing an additional 5% (five per cent) of the issued ordinary share capital of the Company per year provided it is used for financing (or refinancing within six months thereafter) an acquisition or other capital investment;
- (c) the issue of ordinary shares to deal with fractional entitlements on otherwise pre-emptive issues of shares; and
- (d) the issue of ordinary shares in connection with employee share options or similar awards.

These amounts are in line with the revised guidelines of the Pre-Emption Group on Dis-applying Pre-Emption Rights issued in March 2015 and as updated in March 2016 (the "Statement of Principles"), and in accordance with the Statement of Principles, at the AGM of the Company this year (to be held on the same date as this EGM) two resolutions are also being proposed to confirm each of the authorities of the Board referred to in (a) and (b) above separately, and also to acknowledge that no more than 7.5% of the Company's total issued ordinary share capital (excluding treasury shares) would be issued on a non-pre-emptive basis over a rolling 3 year period without prior consultation with shareholders, except where it is in connection with an acquisition or specified capital investment as referred to above.

Where the renewal of the authority for the issue of shares includes a right to issue any shares on a non-pre-emptive basis, under Luxembourg law a report of the Board of Directors is required to be included in the convening notice of the EGM approving that authority pursuant to article 420-26 (5) (formerly article 32-3 (5)) of the Luxembourg Law on Commercial Companies and also under Article 5.3 (c) of the Articles. A copy of this report is attached as Appendix 1 of this notice on pages 14 and 15 below. The report gives details of the conditions under which the Board may increase the issued share capital of the Company and limit or cancel preferential rights of shareholders in certain circumstances.

The Board has no present intention to exercise its power under its renewed authority (subject to the approval of resolution number 6) under Article 5.2 of the Articles to issue shares for cash on a non-pre-emptive basis, except (i) as may be required to satisfy options under the Company's share option schemes; and (ii) to ensure that the Company maintains the flexibility which the exceptions referred to under (a) to (d) above generally provide (as contained within Article 5.2), which the Board considers to be appropriate and in the best interests of the Company.

Extraordinary Resolution 7

Following the sale in 2018 by CD&R Investment S.à r.l. ("CD&R") of its remaining shares in the Company, the provisions in the Articles relating to CD&R's rights to appoint and remove certain directors of the Company are obsolete. Resolution number 7 is proposed to remove each of those rights from the provisions of Article 10 and to make some other minor drafting tidy-up changes to that Article as set out in the resolution.

Extraordinary Resolution 8

Under the Law of 10 August 2016 a new right has been created for shareholder(s) holding at least ten per cent (10%) of the issued share capital of the Company to ask written questions of the Board relating to acts of management in relation to the Company and/or members of its Group. It is proposed to insert a new additional article immediately after Article 25 to be numbered Article 26 recording that right under the law and for the preceding Articles to be renumbered accordingly as set out in resolution number 8.

Extraordinary Resolution 9

It is proposed to increase the maximum amount of Director fees payable per annum from £800,000 to £1,000,000 to provide sufficient headroom in the future.

Extraordinary Resolution 10

Under the changes by the Law of 10 August 2016 the consent of bondholders is no longer required, inter alia, to change the nationality of a company, its corporate objects or to increase the commitments of shareholders in relation to the Company. Also bondholders no longer have to be given the right to attend and speak at general meetings of shareholders of the Company. As the rights of bondholders in the Company are enshrined in the Indenture relating to the bond issue of the Company in February 2017 and the rights in relation to meetings of bondholders are included in the Indenture, it is proposed to amend the provisions of Article 24 of the Articles to remove bondholder consents to each of the above matters from the Articles and to provide that they will not have the right to attend and speak at general meetings of shareholders of the Company.

Extraordinary Resolution 11

Following the changes under the Law of 10 August 2016 the shareholding threshold for shareholders to require a company to adjourn a general meeting of its shareholders has been reduced from not less than twenty per cent (20%) to not less than ten percent (10%) of the share capital of the Company. Article 24.9 of the Articles is proposed to be amended to reflect that change.

Extraordinary Resolution 12

The Law of 10 August 2016 has relaxed the previous requirements to fix the date and time of annual general meetings of a company in its articles of association. It is proposed to amend Article 25 of the Articles accordingly.

Extraordinary Resolution 13

The capital impairment rules have been more explicitly set out by the Law of 10 August 2016 and further procedural requirements have also been added. The provisions of Article 31.4 of the existing Articles (to be renumbered Article 32.4) are accordingly being proposed to be amended to reflect the changes to those provisions in the law which are set out in resolution number 13.

Extraordinary Resolution 14

The changes to certain provisions of the Articles, as set out in resolution 14, are to make various changes of a typographical, clarifying or technical nature including, inter alia, (i) changing the names of certain Luxembourg Official Registries referred to in the Articles which have been renamed, (ii) removing any redundant or obsolete provisions from the Articles, (iii) updating references to the numbers of articles of the law where they have now been altered under the Luxembourg law of 15 December 2017 whereupon all the provisions of the 1915 Law (as amended) have been renumbered, (iv) the correction of some minor typographical errors in the existing Articles and (v) the updating of various cross references within the Articles where the numbering of certain provisions of the Articles are to be changed pursuant to these resolutions.

NOTES TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING (EGM)

1. Record date

To have the right to attend and to vote at the EGM (and also for the purpose of calculating how many votes a person may cast) a shareholder must have their name entered on the Register of Shareholders of the Company as **at 12 midnight (CET) on Monday 16 July 2018**. Changes to the Register of Shareholders after this time will be disregarded in determining the rights of any person to attend or to vote at the EGM.

2. Declaration of Participation

Shareholders must submit their Declaration of Participation for the EGM to the Company **by 12 midnight (CET) on Monday 16 July 2018**. Holders of Depository Interests in CREST do not need to complete a Declaration of Participation.

The completed Declaration of Participation should be returned to the Company either by email or post to:

Emmanuel.Forgeotdarc@bmstores.eu

B&M European Value Retail S.A.
9, Allée Scheffer
L-2520 Luxembourg
Grand-Duchy of Luxembourg

2.1 Electronic communications

Other documents and information relating to the EGM are available on the B&M European Value Retail S.A.'s website:

<http://www.bandmretail.com/investors/egm.aspx>

from a period commencing on the date of publication of the convening notice of the EGM, and ending no earlier than after closing of the EGM. These documents and information include:

- the convening notice
- the blue Form of Declaration of Participation
- the blue Form of Proxy
- the blue Form of Direction
- the Memorandum and Articles of Association of the Company showing the proposed amendments to them

These documents will also be sent electronically to those shareholders who have provided the Company with an email address requesting EGM documents to be sent to them by email.

2.2 Mail communications

Shareholders who have not requested EGM documents to be sent to them by email will be sent hard copies by standard mail with a Declaration of Participation and Proxy form.

3. Quorum and voting

The quorum for the EGM is shareholder(s) represented in person or by proxy at the meeting who hold at least one half of the issued share capital of the Company.

If this quorum condition is not satisfied a second meeting may be convened, following notices being given of that second meeting under the Articles of Association of the Company. At any second meeting the quorum requirement of the original meeting does not apply, and the quorum is at least one shareholder present in person or represented by proxy.

In accordance with Article 24.6 of the Articles of Association of the Company, all decisions taken at the EGM will be passed by at least two thirds of the votes cast at the meeting on each resolution.

Each holder of ordinary shares has one vote in respect of each ordinary share held.

4. Total voting rights

As at 20 June 2018 (being the last business day prior to the publication of this notice) the Company's issued ordinary share capital consists of 1,000,561,222 (one billion five hundred and sixty-one thousand two hundred and twenty two) ordinary shares, carrying one vote each. The Company holds no treasury shares, therefore the total voting rights in the Company as at 20 June 2018 is 1,000,561,222 (one billion five hundred and sixty-one thousand two hundred and twenty two).

5. Poll

All items in the Notice of the EGM will be decided by a poll of shareholders.

6. Rights of shareholders to request additional items to the agenda

In accordance with Article 24.4 of the Articles of the Company, one or more shareholders who together hold at least 5% (five per cent) of the issued ordinary share capital of the Company, are entitled to request that new items be added to the agenda of the EGM and, if so requested, shall provide draft resolutions in support of such items.

Any request must be:

- sent by email to Emmanuel.Forgeotdarc@bmstores.eu with reasons justifying your request, a draft of your proposed resolution(s) and indicating a postal or email address which the Company can send an acknowledgment of receipt of your request to; and
- received by the Company **no later than 12 midnight (CET) on 8 July 2018**. The Company will acknowledge receipt of any request within 48 hours of receipt. If necessary, the Company will publish a revised agenda of the EGM **by no later than 15 July 2018**.

7. Appointment of proxies by shareholders (who do not hold their shares in CREST)

7.1 This facility is only open to shareholders who hold registered ordinary shares of the Company and do not hold their ordinary shares as Depository Interests through CREST.

7.2 Any shareholder entitled to attend and vote at the EGM may appoint a proxy to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.

7.3 Any person to whom this Notice is sent who is a person nominated to enjoy information rights (a "Nominated Person") may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the EGM. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.

7.4 In the case of joint holdings, unless otherwise notified to the Company by those joint holders, the vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the Register of Members in respect of the joint holding.

7.5 If you submit more than one valid proxy appointment in respect of the same share, the appointment received last before the latest time for the receipt of proxies will take precedence.

7.6 The appointment of a proxy can be registered by using the blue paper Form of Proxy enclosed and returning it as set out below and by the time referred to below.

7.7 Registering the appointment of a proxy will not preclude a shareholder from attending the EGM and voting in person if they wish to do so. Any shareholder or the proxy holder of a shareholder attending the meeting has the right to ask questions relating to the business being dealt with at the meeting.

7.8 The blue Form of Proxy should be completed in accordance with the instructions detailed in it.

7.9 To be valid, the blue Form of Proxy must be completed and returned to arrive by **no later than 1:00 pm (CET) on Thursday 26 July 2018** at:

Link Corporate Services S.A.
9, Allée Scheffer
L-2520 Luxembourg
Grand-Duchy of Luxembourg

Shareholders should bear in mind that the receipt address is in Luxembourg and should therefore allow extra time for posting in order to ensure that the above deadline is met.

As an alternative method for lodging your voting instructions a pdf copy of the blue Form of Proxy may be sent in the first instance to Emmanuel.Forgeotdarc@bmstores.eu with the original proxy to follow to Link Corporate Services S.A.'s address as above. Please note, however, that the original blue Form of Proxy must still be received at this address **by no later than 1:00 pm (CET) on Thursday 26 July 2018**.

8. Voting instructions from holders of Depository Interests ("DI Holders")

8.1 As a DI Holder, you will be directing the Depository, Link Market Services Trustees Limited, to vote your ordinary shares in accordance with your voting instructions.

8.2 Voting instructions must be lodged using the blue Form of Direction enclosed with this Notice of EGM or electronically (see below).

8.3 DI Holders who hold their ordinary shares in CREST and wish to attend the EGM should contact the Depository at Link Market Services Trustees Limited, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, England or by emailing custodymgt@linkgroup.co.uk by no later than **1:00 pm (CET) on Wednesday 25 July 2018**.

NOTES TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING (EGM) continued

8.4 DI Holders who hold their ordinary shares in CREST may direct the Depositary on how to vote on their behalf at the EGM by completing and returning the enclosed blue Form of Direction. The blue Form of Direction should be completed in accordance with the instructions as detailed thereon.

8.5 To be valid, the blue Form of Direction must be completed and returned, together, if applicable, with the power of attorney or other authority under which it is signed (or a copy of such authority certified by a notary), so as to arrive by no later than **1:00 pm (CET) on Wednesday 25 July 2018** at the offices of Link Asset Services in England:

Link Asset Services
PXS
34 Beckenham Road
Beckenham
Kent BR3 4TU
England

8.6 As an alternative method for lodging your voting instructions you can use **Electronic voting instructions via the CREST voting service as follows:**

8.6.1 DI Holders who hold their ordinary shares in CREST may transmit voting instructions by using the CREST voting service in accordance with the procedures described in the CREST manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider, should refer to their CREST sponsor or voting service provider, who will be able to take appropriate action on their behalf.

8.6.2 In order for instructions made using the CREST voting service to be valid, the appropriate CREST message ("CREST Voting Instruction"), must be properly authenticated in accordance with Euroclear UK & Ireland's specifications and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST).

8.6.3 To be effective, the CREST Voting Instruction must be transmitted so as to be received by the Company's agent RA10 by no later than **1:00 pm (CET) on Wednesday 25 July 2018**. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the CREST Voting Instruction by the CREST applications host) from which the Company's agent is able to retrieve the CREST Voting Instruction by enquiry to CREST in the manner prescribed by CREST.

8.6.4 DI Holders who hold their ordinary shares in CREST and, where applicable, their CREST sponsors or voting service providers, should note that Euroclear UK & Ireland does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the transmission of CREST Voting Instructions. It is the responsibility of the DI Holder to take (or, if the DI Holder is a CREST personal member or sponsored member or has appointed a voting service provider, to procure that the CREST sponsor or voting service provider takes) such actions as shall be necessary to ensure that a CREST Voting Instruction is transmitted by means of the CREST voting service by a particular time. In this connection, DI Holders, and where applicable, their CREST sponsors or voting service providers, are referred in particular, to those sections of the CREST Manual concerning the practical limitations of the CREST system and timings.

8.6.5 The Company may treat as invalid a CREST Voting Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

9. Corporate representatives

A company which is a shareholder may authorise a person or persons to act as its representative(s) at the EGM. Any Director or the Daily Manager may require such a corporate representative to produce a certified copy of the resolution from which their authority is derived.

10. Bondholders

Holders of bonds in the Company may not vote but are entitled to attend and speak at the Extraordinary General Meeting.

In order to attend the meeting, holders of bonds need to produce to the Company a copy of a recent statement of Euroclear or Clearstream (as applicable), confirming their status as being a bondholder in the Company, before the commencement of the meeting.

11. Communication

Except as provided above, members who have general queries about the EGM can call the Daily Manager on +352 246 130 207 or email Emmanuel.Forgeotdarc@bmstores.eu.

ENQUIRIES AND CONTACTS

Link Asset Services maintain a copy of the Company's statutory Register of Members and the Depositary Interests Register. They also provide a telephone helpline service. If you have any enquiries about the EGM or about your shareholding, you may contact Link directly using the details given below:

Share Register

Link Corporate Services S.A.
9, Allée Scheffer
L-2520 Luxembourg
Grand-Duchy of Luxembourg
Tel: +352 44 09 29
Email: enquiries@linkgroup.co.uk
www.linkassetsservices.com

Depositary Interests Register

Link Market Services (Guernsey) Limited
Mont Crevelt House
Bulwer Avenue
St Sampson
Guernsey
GY2 4LH
Channel Islands
Email: custodymgmt@linkgroup.co.uk

Depositary

Link Market Services Trustees Limited
Regulated Business
The Registry
34 Beckenham Road
Beckenham
Kent BR3 4TU
England
Email: custodymgmt@linkgroup.co.uk

APPENDIX 1 – REPORT OF THE BOARD UNDER ARTICLE 420-26 (5)
OF THE LUXEMBOURG LAW OF 10 AUGUST 1915 (AS AMENDED)
B&M European Value Retail S.A.

Société Anonyme

Registered office: 9, Allée Scheffer - L-2520 Luxembourg

Grand-Duchy of Luxembourg

R.C.S. Luxembourg: B 187275

**Report of the Board of Directors of the Company
To the Extraordinary General Meeting of Shareholders to be held on 30 July 2018**

21 June 2018

Dear Shareholders,

This report is made in accordance with article 420-26 (5) (formerly article 32-3 (5)) of the Luxembourg law of 10 August 1915 on commercial companies as amended ("Luxembourg Law") for the purpose of proposing the renewal of the authority of the Board of Directors of the Company (the "Board"):

- (i) to issue new shares in capital of the Company within the limits of the authorised share capital and as provided in Article 5.2 of the Articles of Association of the Company (the "Articles"); and
- (ii) subject to limits on amounts and other conditions in the Articles, to issue new shares on a non-pre-emptive basis by cancelling or limiting existing shareholders preferential rights to subscribe for them.

In accordance with Article 5.2 of the existing Articles, the Board has been authorised for a period of five (5) years from the date of the publication of the resolutions taken on 13 June 2014 to issue shares, grant options exercisable into shares and grant rights to subscribe for or convert instruments into shares, within the limits of the authorised share capital.

Under Article 5.2 of the existing Articles, there is a maximum limit on the amount of new shares which can be issued in any period of one (1) year, which is set at two-thirds of the issued share capital. The Board also has a special authority under Article 5.2 of the Articles, within the framework of the Company's authorised share capital and within the limit of the first one-third of shares which may be issued in any period of one (1) year, to dis-apply pre-emption rights:

- (a) for the issue of shares for cash representing a maximum of five per cent (5%) of the issued ordinary share capital of the Company per year;
- (b) for the issue of shares for cash representing an additional five per cent (5%) (to that referred to in (a) above) of the issued ordinary share capital of the Company per year, provided this additional amount is only used for the purpose of financing (or refinancing) an acquisition or other capital investment;
- (c) to deal with fractional entitlements on otherwise pre-emptive issues of shares; and
- (d) in connection with employee share options or similar awards.

These amounts are in line with the guidelines of the Pre-Emption Group on Dis-applying Pre-Emption Rights (the "Statement of Principles").

The Company is also proposing at its Annual General Meeting on 30 July 2018 (similarly to resolutions approved at its Annual General Meeting in 2017) two separate resolutions:

- (i) firstly to confirm the power of the Board to issue shares for cash on a non-pre-emptive basis representing up to five per cent (5%) of the issued share capital as referred to in (a) above;
- and,
- (ii) to confirm the power of the Board to issue shares for cash on a non-pre-emptive basis representing up to an additional five per cent (5%) of the issued share capital for financing acquisitions and capital investments as referred to in (b) above.

Each of those resolutions will also acknowledge the Board's intention to comply with the Statement of Principles most recently published by the Pre-Emption Group.

The authorised share capital as set out in the existing Articles is GBP 297,222,222.20 represented by 2,972,222,220 shares with a nominal value of GBP 0.10 each. During the financial year 2017/18, the Board issued 561,222 new shares in the Company to employees and officers of the Group on the exercise of shares options granted to them, which will result in the authorised share capital being GBP 297,166,100 represented by 2,971,661,000 shares with a nominal value of GBP 0.10 each.

Under Luxembourg company law the authority of the Board to issue shares in the Company must be included in the Articles of Association. Accordingly such authorities are commonly given to Luxembourg incorporated public companies for periods of five (5) years, which avoids the need to otherwise hold extraordinary general meetings of shareholders to amend the Articles of Association on a frequent basis each year when share options become exercisable.

Subject to shareholders' approval at the Extraordinary General Meeting on 30 July 2018, it is proposed that the Articles be amended to provide for the Board to be authorised to increase the issued share capital of the Company up to the maximum amount of the authorised share capital, subject to the conditions as provided in Article 5.2 of the Articles, for five (5) years from 30 July 2018.

Any shares issued pursuant to the proposed new five (5) year authority above will be issued at their nominal par value of GBP £0.10 per share and together with any share premium which may be determined by the Board at any time where any increase in the issued share capital occurs. Where shares are issued for free to employees or officers of the Group (as referred to further below) to satisfy the exercise of any nil cost share options or similar awards to them, those shares will be paid-up from available reserves of the Company.

It is proposed by a resolution at the Extraordinary General Meeting on 30 July 2018 to amend the Articles to expressly authorise the Board to have the power to issue new shares free of charge to employees and officers of the Group and to be paid-up out of available reserves of the Company, on a non-pre-emptive basis within the limits in Article 5.2 referred to above but also subject to the further limits in the rules of the share schemes of the Group as referred to below.

It is intended that shares may be issued for free only to satisfy the exercise of nil cost share options or similar awards made to employees and officers of the Group from time to time. Also, subject to approval at the Annual General Meeting of the Company on 30 July 2018 of resolutions relating to the share option schemes of the Group, the rules of all the share option schemes will provide that they will be subject to an aggregate overall limit of the Company not issuing share options in any ten (10) year period of more than five per cent (5%) of the issued share capital in respect of all discretionary share option schemes together (or during that ten (10) year period of not more than ten per cent (10%) of the issued share capital in respect of all discretionary share option schemes and share option schemes under which substantially all employees are invited to participate on similar terms).

The proposed renewed five (5) year authority of the Board from 30 July 2018 to issue shares up to the maximum amount of the authorised share capital and the limits in Article 5.2, along with the right but subject to conditions and limits on the amounts in Article 5.2 referred to above, to cancel pre-emption rights on the issue of new shares, is considered by the Board to be in the best corporate interests of the Company, its Group and shareholders. It will provide the Company with the authority and flexibility as a publicly listed company to issue new shares (within the framework of its authorised share capital and the limits in the Articles) from time to time for its corporate purposes generally, the financing (or refinancing) of acquisitions or other capital investments and to efficiently administer the Company's share options schemes for employees and officers of the Group. Also, while the existing five (5) year authority would not otherwise expire until 28 August 2019, it is convenient and efficient to replace that with a new five (5) year authority now, as an extraordinary general meeting is being held this year also to update the Articles generally to reflect changes made under the law of 10 August 2016 in relation to the modernisation of Luxembourg company law.

The Board recommends that shareholders vote in favour of the resolutions proposed to amend the Articles to renew the five (5) year authority of the Board to issue new shares and also to issue free shares (in connection with share option schemes or similar awards from time to time to employees and officers of the Group) and accordingly under that renewed authority to have the power to issue shares in certain circumstances on a non-pre-emptive basis subject to the conditions and the limits in Article 5.2, as being in the best interests of the Company, its Group and shareholders. The Board also recommends that shareholders vote in favour of each of the other resolutions generally amending and updating the Articles, as set out in the notice of the Extraordinary General Meeting of shareholders to be held on 30 July 2018, as being in the best interests of the Company, its Group and shareholders.

On behalf of the Board of Directors
B&M European Value Retail S.A.

Peter Bamford
Chairman

