



PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING OF B&S GROUP TO BE HELD ON AUGUST 11, 2020, 13:30 CEST (“EGM”)

The Shareholder should choose one of the two options below and tick the appropriate boxes.

1. Proxy:

I irrevocably give power to the Company Secretary of B&S Group, Mrs. Cynthia van Gils or any other subdelegate designated by B&S Group (the “Company Secretary”), to vote in my name as they deem fit, on all resolutions of the agenda in addition to all amendments or new resolutions that would be validly presented to the EGM; or I appoint the following different proxy holder to do so:

First name:

Last name:

Address:

2. Voting instructions:

I irrevocably give power to the Company Secretary to vote in my name on the resolutions of the agenda in accordance with the following voting instructions:

a. Agenda item: Composition of the Executive Board: appointment of Mr. T. de Haan

Proposed Resolution	Vote for	Vote against	Abstention
The appointment of Mr. T. de Haan as member of the Executive Board, serving as Chief Executive Officer of B&S Group S.A. for a period starting immediately after the end of this Extraordinary General Meeting until the end of the Annual General Meeting in 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please tick the applicable box

b. Amendments or new resolutions

If amendments or new resolutions were to be presented, I irrevocably give power to the Company Secretary to vote in my name and as she deems fit, unless I tick the box:

I abstain



3. Other matters and signature

By signing this proxy form the shareholder states that it agrees that the bureau of the EGM shall be formed of individuals appointed by the Company.

Blank forms, lack of choice, choice unclearly expressed, contradictory choices will be considered as an irrevocable proxy to the Company Secretary to vote in the name of the shareholder and as she deems fit.

In all instances, the shareholder will have to obtain a proof of ownership of their B&S Group shares from their respective financial intermediary, in the form of a confirmation of entitlement. confirmation of entitlement must indicate the identity of the owner of the B&S Group shares, the number of shares registered, and a statement that the relevant shares were registered in the financial intermediary's records in the holder's name on the Record Date i.e. Tuesday, July 28, 2020 after close of trading.

Shareholders who hold their shares indirectly, through intermediaries, must have obtained and delivered to their financial intermediary the completed, dated and signed proxy form. The respective financial intermediary will have to provide ABN AMRO, and, upon request, B&S Group, with the proxy form and the confirmation of entitlement, dated on the Record Date **the latest on August 10, 2020 by 12:00 CEST**.

A shareholder can be represented by a proxy of his/her choice who does not need to be the Company Secretary or a shareholder. However, any proxy appointed by a shareholder other than the Company Secretary (or its subdelegate) will be required to cast their vote by correspondence. Please refer to the convening notice published on July 10, 2020 in respect of the EGM for more information as to how a shareholder or its proxyholder may cast a vote by correspondence.

Where the shareholder provides personal data of a proxyholder (other than the Company Secretary or its subdelegate) to B&S Group, the shareholder shall refer the proxyholder to the data protection notice of B&S Group available on B&S Group's website <https://www.bs-group-sa.com/general-meetings/>.

This form is governed by, and shall be construed in accordance with, Luxembourg law. Luxembourg Courts have exclusive jurisdiction to hear any dispute or controversy arising out of or in connection with this form.

Agent mandated by the Company:

ABN AMRO N.V.:
Corporate Broking & Issuer Services HQ 7212
Gustav Mahlerlaan 10
NL-1082 PP Amsterdam, The Netherlands
E-mail: ava@nl.abnamro.com

Signature (please include name, address and signature within box)	Date

This proxy form is only valid if dated, signed and accompanied by a copy of your valid identity document and, if you represent a legal person, a copy of a recent extract of from a Trade Registry or similar authority proving your representation powers.