



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

The undersigned, being a shareholder (the “**Shareholder**”) of B&S Group, a public limited liability company (*société anonyme*) having its registered office at 14, rue Strachen, L-6933 Mensdorf, Luxembourg, registered with R.C.S. Luxembourg under number B135944 (the “**Company**”),

hereby states that (i) in view of the COVID-19 pandemic, it shall not attend in person the extraordinary general meeting of the shareholders of the Company having on the agenda the items set out in this correspondence voting form, which will be held without the physical attendance of the shareholders at the Company’s registered office at 14, rue Strachen, L-6933 Mensdorf, Grand Duchy of Luxembourg (the “**EGM**” or the “**Meeting**”) on Tuesday August 11, 2020 at 13:30 CEST, and (ii) it wishes to have its vote recorded by means of a voting form.

The Shareholder further states that it wishes to cast its vote at the EGM on the proposals of resolutions made by the Supervisory Board of the Company on the agenda items, by ticking the appropriate box set forth next to each resolution in this voting form.

The omission to tick any boxes with respect to any resolution, choice unclearly expressed or contradictory choices shall be considered as a void vote.

The proposed resolutions are annexed to this form, and this annex shall constitute part of the present form.

The Shareholder states that it is fully aware of the contents of the convening notice to the EGM published on July 10, 2020 and that it has taken into account the contents of this convening notice and any related information made available by the Company in relation to this convening notice in order to cast its vote on the resolutions in the present correspondence voting form.

The Shareholder further states that by casting its vote on the proposals of resolutions annexed to this form, it agrees that the bureau of the Meeting shall be formed of individuals appointed by the Company.

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. The 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 must have obtained and delivered to the completed, dated and signed correspondence voting form and the confirmation of entitlement issued by the financial intermediary dated on the Record Date to B&S Group, for the attention of the Company Secretary, 14, rue Strachen, L-6933 Mensdorf, Grand Duchy of Luxembourg, **the latest on August 10, 2020 by 12:00 CEST.**

The Company processes personal data in accordance with the applicable data protection laws. The signatory of this form acknowledges having read and understood the data protection notice available on the Company’s website <https://www.bs-group-sa.com/general-meetings/>.



ANNEX 1

AGENDA – PROPOSALS OF RESOLUTIONS

1. AGENDA ITEM (1): Opening

No resolutions will be submitted to voting with respect to this agenda item.

2. AGENDA ITEM (2): Composition of the Executive Board: appointment of Mr. T. de Haan

Proposed Resolution	Vote for	Vote against	Abstention
The Extraordinary General Meeting approves 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"/>

3. AGENDA ITEM (3): CLOSING

No resolutions will be submitted to voting with respect to this agenda item.

Signature (please include name, address and signature within box)	Date
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This correspondence voting 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.

If this correspondence voting form is signed by a proxyholder of the shareholder, please indicate this. A shareholder can be represented by a proxy of his/her choice who does not need to be the Company Secretary or a shareholder. A proxy needs to be appointed by delivering a duly completed, dated and signed proxy form. Please refer to the convening notice published on July 10, 2020 in respect of the EGM for more information as to how a shareholder may appoint a proxy.

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.