

You are invited to attend the Annual General Meeting of Kingfisher plc to be held at **The Royal College of Physicians, 11 St Andrews Place, London NW1 4LE** on **9 July 2019 at 2.00pm.**

Shareholder Reference Number

Please detach this portion before posting this form.

Kingfisher plc 2019 Annual General Meeting - Form of Proxy



Cast your Proxy online...It's fast, easy and secure!

www.investorcentre.co.uk/eproxy

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 915808

SRN:

PIN:



View the Annual Report and Accounts online: www.kingfisher.com/reports

Register at www.investorcentre.co.uk - elect for electronic communications & manage your shareholding online!

**To be effective, all proxy appointments must be lodged with the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 5 July 2019 at 2.00 pm.**

Explanatory Notes:

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this form has been used in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
- To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 702 0129 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. No proxy may be authorised to exercise votes which any other proxy has been authorised to exercise.
- In the absence of any voting instructions, your proxy may vote or refrain from voting as he thinks fit on the specified resolutions or on any other business (including amendments to resolutions) which may properly come before the meeting.
- The 'Vote Withheld' option overleaf is provided to enable you to refrain from voting on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 10.00 pm on 5 July 2019. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 2.00 pm on 5 July 2019. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- Set out above is how your address appears on the Register of Members. If this information is incorrect please telephone the Registrar's helpline on 0370 702 0129 to request a change of address form or go to www.investorcentre.co.uk to use the online Investor Centre service.
- Any alterations made to this form should be initialled.
- The completion and return of this form will not preclude a member from attending the meeting and voting in person.

This document should be read in conjunction with the separate Notice of AGM. This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. Kingfisher plc and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chairman.
Please leave this box blank if you want to appoint the Chairman. Do not insert your own name(s).

*



I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Kingfisher plc to be held at **The Royal College of Physicians, 11 St Andrews Place, London NW1 4LE** on Tuesday 9 July 2019 at 2.00 pm, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



Ordinary Resolutions

	For	Against	Vote Withheld
1. THAT the company's annual accounts for the financial year ended 31 January 2019 be received.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. THAT the Directors' Remuneration Report (excluding that part containing the Directors' Remuneration Policy) be received and approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. THAT the Directors' Remuneration Policy be received and approved, to take effect on 9 July 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. THAT a final dividend of 7.49 pence per ordinary share be declared for payment on 15 July 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. THAT Claudia Arney be elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. THAT Sophie Gasperment be elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. THAT Andrew Cosslett be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. THAT Jeff Carr be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. THAT Pascal Cagni be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. THAT Clare Chapman be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. THAT Rakhi Goss-Custard be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
12. THAT Véronique Laury be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. THAT Mark Seligman be re-elected as a Director of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. THAT Deloitte LLP be re-appointed as auditor of the company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. THAT the Audit committee be authorised to determine the remuneration of the auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. THAT the company be authorised to make political donations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. THAT the company be authorised to allot new shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Resolutions

18. THAT the company be authorised to disapply pre-emption rights.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
19. THAT the company be authorised to disapply additional pre-emption rights in connection with an acquisition or other capital investment.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
20. THAT the company be authorised to purchase its own shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
21. THAT a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

--

Date

DD / MM / YY

This form must be signed and dated by the shareholder or his attorney duly authorised in writing. In the case of joint holdings, any one holder may sign this form. 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. If the shareholder is a company, it may execute by the signature(s) of a duly authorised officer or attorney.



