PROXY AND VOTING INSTRUCTION FORM

Proxy and voting instruction form for the extraordinary general meeting of Steinhoff International Holdings N.V. (the “Company”) on 12 November 2019 at 13.00 pm CET, at World Trade Centre, Tower H, 22nd Floor, Zuidplein 180, 1077 XV Amsterdam, the Netherlands (the “EGM”). Please carefully review the notes at the end of this proxy and voting instruction form.

The undersigned: (print full name in capitals) ________________________________

Acting in its capacity as holder of _______________________________ (number) of shares in the capital of the Company, herewith grants a proxy to:

Option 1 – Named Individual

OR (please indicate your choice)

Option 2 – Independent Third Party

Mr W. ten Hove, (associated) civil-law notary in Amsterdam, the Netherlands, his replacement and/or any (deputy) civil-law notary of Simmons & Simmons LLP, Amsterdam office.

To be present at the abovementioned EGM on behalf of the undersigned, to sign the attendance registration forms, participate in deliberations, speak, exercise voting rights in respect of the shares in the capital of the Company to which the undersigned’s securities relate in accordance with the instructions below, and do whatever the proxy holder may deem necessary regarding the resolutions and, unless instructed otherwise, on any other business which may come before the general meeting. This form is governed by the laws of the Netherlands.

VOTING INSTRUCTION

<table>
<thead>
<tr>
<th>Agenda item</th>
<th>Number of shares</th>
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<tbody>
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<td></td>
<td>In favour</td>
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 Proposal to appoint Mazars Accountants N.V. as external auditor for the financial year ending 30 September 2019

Signed at _______________________________ on 2019

Signature(s)

Assisted by (where applicable) (state capacity and full name)

NOTES

I. You are requested to submit this proxy and voting instruction form (together with any other required documentation specified in the notice of meeting) to Computershare by not later than 11.00 a.m. CET (12.00 SAST) on 5 November 2019.

II. Please note that your proxy holder should be present at the EGM venue in the Netherlands in order to be able to cast his / her votes on your behalf. Alternatively, you may grant your voting proxy to the “independent third party” instead, who can vote on your behalf at the formal EGM venue in the Netherlands in accordance with your instructions.

III. In the event that you authorise in writing Mr. W. ten Hove, (associated) civil-law notary in Amsterdam, the Netherlands, his replacement and/or any (deputy) civil-law notary of Simmons & Simmons LLP, Amsterdam office, to vote as your proxy at the EGM (in accordance with your instructions), the voting proxy should be granted with clear voting instructions. In the absence of voting instructions or in the event that the proxy is granted to the aforementioned person without clear voting instructions, it shall be deemed to include a voting instruction to such person to vote in favour of all agenda items that have been proposed to be put to a vote at the EGM in the Netherlands.

See the Notice of EGM (and its General Information section) for full instructions and details in respect of voting and granting a proxy for the formal EGM.