

**BED BATH & BEYOND INC.**  
**650 LIBERTY AVENUE**  
**UNION, NJ 07083**

**VOTE BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)**

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form.

**ELECTRONIC DELIVERY OF FUTURE SHAREHOLDER COMMUNICATIONS**

If you would like to reduce the costs incurred by Bed Bath & Beyond Inc. in mailing proxy materials, you can consent to receiving all future proxy statements, proxy cards and annual reports electronically via e-mail or the Internet. To sign up for electronic delivery, please follow the instructions above to vote using the Internet and, when prompted, indicate that you agree to receive or access shareholder communications electronically in future years.

**VOTE BY PHONE - 1-800-690-6903**

Use any touch-tone telephone to transmit your voting instructions up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

**VOTE BY MAIL**

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Bed Bath & Beyond Inc., c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

IF VOTING BY MAIL, PLEASE DATE, SIGN AND MAIL YOUR PROXY CARD  
 BACK AS SOON AS POSSIBLE!

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

E29523-P93404

KEEP THIS PORTION FOR YOUR RECORDS  
 DETACH AND RETURN THIS PORTION ONLY

**THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.**

**BED BATH & BEYOND INC.**

1. ELECTION OF DIRECTORS

**The Board of Directors Recommends a Vote "FOR" all nominees with respect to Proposal 1.**

Nominees for a one (1) year term:

	For	Against	Abstain
1a. Warren Eisenberg	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1b. Leonard Feinstein	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1c. Steven H. Temares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1d. Dean S. Adler	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1e. Stanley F. Barshay	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1f. Klaus Eppler	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1g. Patrick R. Gaston	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1h. Jordan Heller	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1i. Victoria A. Morrison	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1j. Virginia P. Ruesterholz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**The Board of Directors Recommends a Vote "FOR" Proposal 2.**

2. Ratification of the appointment of KPMG LLP.  For  Against  Abstain

NOTE: Please sign exactly as name appears hereon. When shares are held by joint tenants, both should sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such. If a corporation, please sign in full corporate name by President or other authorized officer. If a partnership, please sign in partnership name by authorized person.

Signature [PLEASE SIGN WITHIN BOX]	Date

**The Board of Directors Recommends a Vote "FOR" Proposal 3.**

3. To approve, by non-binding vote, the fiscal 2016 compensation paid to the Company's named executive officers.  For  Against  Abstain

**The Board of Directors Recommends a Vote for "1 Year" on Proposal 4.**

4. To recommend, by non-binding vote, the frequency of future advisory votes on executive compensation.  1 Year  2 Years  3 Years  Abstain

**The Board of Directors Recommends a Vote "FOR" Proposal 5.**

5. To re-approve the performance goals under the 2012 Incentive Compensation Plan.  For  Against  Abstain

6. In their discretion, the Proxies are authorized to vote upon such other business as may be brought before the meeting.

For address changes and/or comments, please check this box and write them on the back where indicated.

Please indicate if you plan to attend this meeting.  Yes  No

Signature (Joint Owners)	Date

**Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:**  
The Notice of 2017 Annual Meeting of Shareholders, Proxy Statement and 2016 Annual Report are available at [www.bedbathandbeyond.com/annualmeeting2017](http://www.bedbathandbeyond.com/annualmeeting2017).

E29524-P93404

**PROXY**

**BED BATH & BEYOND INC.**

650 LIBERTY AVENUE  
UNION, NEW JERSEY 07083

**ANNUAL MEETING OF SHAREHOLDERS  
JUNE 29, 2017**

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS.**

The undersigned hereby appoints Warren Eisenberg and Leonard Feinstein, or either one of them, acting singly, each with the power to appoint his substitute, and hereby authorizes them to represent and to vote, as designated on the reverse side hereof, all the shares of common stock of Bed Bath & Beyond Inc. held of record by the undersigned on May 5, 2017, at the Annual Meeting of Shareholders to be held on June 29, 2017, or any adjournment or adjournments thereof.

**IF THIS PROXY IS PROPERLY EXECUTED AND RETURNED, THE SHARES REPRESENTED HEREBY WILL BE VOTED, IF NOT OTHERWISE SPECIFIED, FOR THE ELECTION OF ALL NOMINEES, FOR PROPOSAL 2, FOR PROPOSAL 3, FOR 1 YEAR FOR PROPOSAL 4, AND FOR PROPOSAL 5.**

Address Changes/Comments: \_\_\_\_\_

\_\_\_\_\_

(If you noted any Address Changes/Comments above, please mark corresponding box on the reverse side.)

(Continued on Reverse Side)