

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

**VOTE BY INTERNET**

*Before The Meeting* - Go to [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 Daylight Time on July 13, 2020. 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.

*During The Meeting* - Go to [www.virtualshareholdermeeting.com/BBBY2020](http://www.virtualshareholdermeeting.com/BBBY2020)

You may attend the meeting via the Internet and vote during the meeting. Have the information that is printed in the box marked by the arrow available and follow the instructions.

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

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Daylight Time on July 13, 2020. 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 Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

**ELECTRONIC DELIVERY OF FUTURE PROXY MATERIALS**

If you would like to reduce the costs incurred by our company 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 proxy materials electronically in future years.

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

D19084-P41644

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.**

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" ALL NOMINEES AND "FOR" PROPOSALS 2 AND 3.**

1. To elect 12 directors until the Annual Meeting in 2021 and until their respective successors have been elected and qualified.

**Nominees:**

	<b>For</b>	<b>Against</b>	<b>Abstain</b>		<b>For</b>	<b>Against</b>	<b>Abstain</b>
1a. Harriet Edelman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1g. Harsha Ramalingam	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1b. Mark J. Tritton	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1h. Virginia P. Rueterholz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1c. John E. Fleming	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1i. Joshua E. Schechter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1d. Sue E. Gove	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1j. Andrea Weiss	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1e. Jeffrey A. Kirwan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1k. Mary A. Winston	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1f. Johnathan B. (JB) Osborne	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1l. Ann Yerger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

2. To ratify the appointment of KPMG LLP as independent auditors for the 2020 fiscal year.

**For**  **Against**  **Abstain**

3. To approve, by non-binding vote, the 2019 compensation paid to the Company's Named Executive Officers (commonly known as a "say-on-pay" proposal).

4. To transact such other business as may properly be brought before the Annual Meeting or any adjournment or adjournments.

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**

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name by authorized officer.

Signature [PLEASE SIGN WITHIN BOX] Date

Signature (Joint Owners) Date

**SIGN, DATE AND MAIL YOUR PROXY TODAY, UNLESS  
YOU HAVE VOTED BY INTERNET OR TELEPHONE.**

**IF YOU HAVE NOT VOTED BY INTERNET OR TELEPHONE, PLEASE DATE, MARK, SIGN AND  
RETURN THIS PROXY PROMPTLY. YOUR VOTE MUST BE RECEIVED NO LATER THAN  
11:59 P.M. EDT, JULY 13, 2020, TO BE INCLUDED IN THE VOTING RESULTS.**

**Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:**  
The Combined Document is available at [www.bedbathandbeyond.com/annualmeeting2020](http://www.bedbathandbeyond.com/annualmeeting2020)

**NOTE:** Due to the evolving circumstances surrounding the current coronavirus (COVID-19) situation and its impact on public health, the Company will be allowing shareholders to attend the Annual Meeting of Shareholders by remote communication. Details on how to participate via remote communication are included in the Proxy Statement. The Company has also scheduled an in-person location for shareholders to attend the meeting in-person. However, if permitted by applicable law, we intend to hold the Annual Meeting solely by means of remote communication with no in-person location. A decision to take this step will be publicly announced in a press release at least one week in advance of the meeting, available at [www.bedbathandbeyond.com/annualmeeting2020](http://www.bedbathandbeyond.com/annualmeeting2020).

D19085-P41644

**PROXY CARD**

**BED BATH & BEYOND INC.**

**ANNUAL MEETING OF SHAREHOLDERS JULY 14, 2020, 10:00 A.M. EDT**

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

The undersigned hereby appoints Harriet Edelman, Mark J. Tritton and Arlene Hong, or any one of them, acting singly, each with the power to appoint his or her 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 June 5, 2020 at the Annual Meeting of Shareholders to be held on July 14, 2020, or any adjournment 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, AND FOR PROPOSAL 3.**

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

\_\_\_\_\_

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

**CONTINUED AND TO BE SIGNED AND DATED ON THE REVERSE SIDE.**