

**PROXY AND INSTRUCTIONS
FOR AFFECTED CREDITORS IN THE MATTER OF THE PLAN OF COMPROMISE
OR ARRANGEMENT OF THE NORDSTROM CANADA ENTITIES**

MEETING OF AFFECTED CREDITORS

to be held pursuant to an Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) made on December 20, 2023 (the “**Meeting Order**”) in connection with the Consolidated Plan of Compromise and Arrangement in respect of Nordstrom Canada Retail, Inc., Nordstrom Canada Holdings, LLC, Nordstrom Canada Holdings II, LLC, and Nordstrom Canada Leasing LP (collectively, the “**Nordstrom Canada Entities**”) dated December 13, 2023 (as amended, restated, modified and/or supplemented from time to time, the “**Plan**”)

on March 1, 2024 at 10:00 a.m. (Toronto time) by live audio webcast at

<https://web.lumiagm.com/436321841>

and at any adjournment, postponement or other rescheduling thereof (the “**Creditors’ Meeting**”)

PLEASE COMPLETE, SIGN AND DATE THIS PROXY AND RETURN IT TO THE MONITOR BY 5:00 P.M. (TORONTO TIME) ON FEBRUARY 28, 2024 (THE “**ELECTION/PROXY DEADLINE**”), OR SUCH LATER DATE PRIOR TO THE CREDITORS’ MEETING AS DETERMINED BY THE NORDSTROM CANADA ENTITIES, WITH THE CONSENT OF THE MONITOR. PLEASE RETURN OR DEPOSIT YOUR ORIGINAL PROXY SO THAT IT IS ACTUALLY RECEIVED BY THE MONITOR OR THE CHAIR ON OR BEFORE THE ELECTION/PROXY DEADLINE.

Please use this Proxy form if you wish to appoint a proxyholder to attend the Creditors’ Meeting, vote your Voting Claim to accept or reject the Plan and otherwise act for and on your behalf at the Creditors’ Meeting and any adjournment(s), postponement(s) or rescheduling(s) thereof. Do not use this Proxy form if you wish to attend the Creditors’ Meeting to vote in person, provided that if an Affected Creditor is a corporation and wishes to have an authorized representative attend and vote on its behalf at the Creditors’ Meeting, such Affected Creditor must submit this Proxy form appointing such authorized representative as the Affected Creditor’s duly appointed proxy.

Validly appointed proxyholders (other than the Monitor’s representatives named in this Proxy form) must request to be provided with a personal meeting identification number (a “**Personal Meeting Identifier**”) that will permit the proxyholder to access and vote at the Creditors’ Meeting. Affected Creditors intending to attend the Creditors’ Meeting are required to notify the Monitor by email at NordstromCanada@alvarezandmarsal.com by 5:00 p.m. (Toronto time) on the Election/Proxy Deadline in order to be provided with their own Personal Meeting Identifier. If an Affected Creditor uses its Personal Meeting Identifier to log in to the Creditors’ Meeting, and subsequently votes using the voting options provided during the Creditors’ Meeting, it will be revoking any Proxy it previously submitted. If an Affected Creditor does not wish to revoke a previously submitted Proxy, it may log in using its Personal Meeting Identifier and decline to vote at the Creditors’ Meeting when prompted to do so.

The Plan is included in the Meeting Materials delivered by the Monitor to all Affected Creditors, copies of which you have received. All capitalized terms used but not defined in this Proxy shall have the meanings ascribed to such terms in the Plan or the Meeting Order, as applicable.

You should review the Plan before you vote. In addition, the Meeting Order establishes certain procedures for the conduct of the Creditors' Meeting, a copy of which is included in the Meeting Materials. The Meeting Order contains important information regarding the voting process. Please read the Meeting Order and the instructions sent with this Proxy prior to submitting this Proxy.

If the Plan is approved by the Required Majority and is sanctioned by the Court, it will be binding on you whether or not you vote.

Convenience Class Creditors do not need to complete or return a Proxy as they are deemed to vote in favour of the Plan pursuant to the Meeting Order and the Plan.

If you are an Employee of any of the Nordstrom Canada Entities that is represented by Employee Representative Counsel, then Employee Representative Counsel has been appointed as your proxyholder pursuant to the Meeting Order, and will vote on your behalf on the Plan in accordance with your instructions. Accordingly, you should not submit a separate Proxy.

APPOINTMENT OF PROXYHOLDER AND VOTE

By checking one of the two boxes below, the undersigned Affected Creditor hereby revokes all proxies previously given and nominates, constitutes and appoints either (*if no box is checked, the Monitor will act as your proxyholder*):

☐ _____ (name of proxyholder)

_____ (telephone number of proxyholder)
_____ (email address of proxyholder)

or

☐ a representative of Alvarez & Marsal Canada Inc. in its capacity as Monitor of the Nordstrom Canada Entities

as proxyholder, with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the Creditors' Meeting and at adjournment(s), postponement(s) and rescheduling(s) thereof, and to vote the amount of the Affected Creditors' Voting Claim. Without limiting the generality of the power hereby conferred, the person named as proxyholder is specifically directed to vote as shown below. The person named as proxyholder is also directed to vote at the proxyholder's discretion and otherwise act for and on behalf of the undersigned with respect to any amendments or variations to the Plan and to any matters that may come before the Creditors' Meeting or at any adjournment, postponement or rescheduling thereof and to vote the amount of the Affected Creditor's Voting Claim as follows (*mark only one*):

- ☐ Vote **FOR** the approval of the Plan.
- ☐ Vote **AGAINST** the approval of the Plan.

Please note that if no specification is made above, the Affected Creditor will be deemed to have voted FOR approval of the Plan at the Creditors' Meeting provided the Affected Creditor does not otherwise exercise its right to vote at the Creditors' Meeting.

The Monitor will provide the proxyholder listed above with the Personal Meeting Identifier to enable such proxyholder to log in and vote at the Creditors' Meeting.

DATED at _____ this _____ day of _____, 20__.

AFFECTED CREDITOR'S SIGNATURE:

(Print Legal Name of Affected Creditor)

(Print Legal Name of Assignee, if applicable)

(Signature of the Affected Creditor/Assignee or an Authorized
Signing Officer of the Affected Creditor/Assignee)

(Print Name and Title of Authorized Signing Officer of the
Affected Creditor/Assignee, if applicable)

(Mailing Address of the Affected Creditor/Assignee)

(Telephone Number and E-mail Address of the Affected
Creditor/Assignee or Authorized Signing Officer of the Affected
Creditor/Assignee)

**YOUR PROXY MUST BE RECEIVED BY THE MONITOR AT THE ADDRESS LISTED
BELOW BEFORE THE ELECTION/PROXY DEADLINE.**

**ALVAREZ & MARSAL CANADA INC.
MONITOR OF THE NORDSTROM CANADA ENTITIES
Royal Bank Plaza, South Tower
200 Bay Street, Suite 2900
P.O. Box 22
Toronto, ON M5J 2J1**

**Attention: Nordstrom Canada Monitor
E-mail: NordstromCanada@alvarezandmarsal.com**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS PROXY OR THE VOTING
PROCEDURES, OR IF YOU NEED AN ADDITIONAL COPY OR ADDITIONAL
COPIES OF THE ENCLOSED MATERIALS, PLEASE CONTACT THE MONITOR AT
NordstromCanada@alvarezandmarsal.com OR VISIT THE MONITOR'S WEBSITE AT
<https://www.alvarezandmarsal.com/NordstromCanada>**

INSTRUCTIONS FOR COMPLETION OF PROXY

1. All capitalized terms used but not defined in this Proxy shall have the meanings ascribed to such terms in the Consolidated Plan of Compromise and Arrangement of the Nordstrom Canada Entities dated December 13, 2023 (the “**Plan**”), or in the Meeting Order dated December 20, 2023, a copy of which you have received.
2. Please read and follow these instructions carefully. Your Proxy must actually be received by the Monitor at Alvarez & Marsal Canada Inc., Monitor of the Nordstrom Canada Entities, Royal Bank Plaza, South Tower, 200 Bay Street, Suite 2900, P.O. Box 22, Toronto, ON M5J 2J1 (Attention: Nordstrom Canada Monitor), e-mail: NordstromCanada@alvarezandmarsal.com prior to 5:00 p.m. (Toronto time) on February 28, 2024 (the “**Election/Proxy Deadline**”), or such later date prior to the Creditors’ Meeting as determined by the Nordstrom Canada Entities, with the consent of the Monitor. If your Proxy is not received by the Election/Proxy Deadline, unless such time is extended, your Proxy will not be counted.
3. The aggregate amount of your Claim in respect of which you are entitled to vote (your “**Voting Claim**”) shall be your Proven Claim, or with respect to a Disputed Claim, the amount as determined to be your Voting Claim in accordance with the Meeting Order.
4. Each Affected Creditor who has a right to vote at the Creditors’ Meeting has the right to appoint a person (who need not be an Affected Creditor) to attend, act and vote for and on behalf of the Affected Creditor and such right may be exercised by inserting in the space provided the name of the person to be appointed, or to select a representative of the Monitor as its proxyholder. If an Affected Creditor is a corporation and wishes to have an authorized representative attend and vote on its behalf at the Creditors’ Meeting, such Affected Creditor must submit this Proxy Form appointing such authorized representative as the Affected Creditor’s duly appointed proxy. If no proxyholder is selected, the Affected Creditor will be deemed to have appointed a representative of Alvarez & Marsal Canada Inc., in its capacity as Monitor, or such other person as Alvarez & Marsal Canada Inc. may designate, as proxyholder of the Affected Creditor, with power of substitution, to attend on behalf of and act for the Affected Creditor at the Creditors’ Meeting to be held in connection with the Plan and at any and all adjournments, postponements or other rescheduling thereof. The proxyholder will be provided with a Personal Meeting Identifier to log in and vote at the meeting.
5. Check the appropriate box to vote for or against the Plan. **If you do not check either box, you will be deemed to have voted FOR approval of the Plan provided you do not otherwise exercise your right to vote at the Creditors’ Meeting.**
6. Sign the Proxy – your original signature is required on the Proxy to appoint a proxyholder and vote at the Creditors’ Meeting. An electronic signature will be accepted and deemed to be an original with respect to any Proxy submitted by email. If you are completing the Proxy as a duly authorized representative of a corporation or other entity, indicate your relationship with such corporation or other entity and the capacity in which you are signing, and if subsequently requested, provide proof of your signing authorization. In addition, please provide your name, mailing address, telephone number and e-mail address.

7. Return the completed Proxy to the Monitor at Alvarez & Marsal Canada Inc., Monitor of the Nordstrom Canada Entities, Royal Bank Plaza, South Tower, 200 Bay Street, Suite 2900, P.O. Box 22, Toronto, ON M5J 2J1 (Attention: Nordstrom Canada Monitor), e-mail: NordstromCanada@alvarezandmarsal.com, so that it is actually received by no later than the Election/Proxy Deadline.
8. If you need additional Proxies, please immediately contact the Monitor.
9. If multiple Proxies are received from the same person with respect to the same Claims prior to the Election/Proxy Deadline, the latest dated, validly executed Proxy timely received will supersede and revoke any earlier received Proxy. However, if a holder of Claims casts Proxies received by the Monitor dated with the same date, but which are voted inconsistently, such Proxies will not be counted. If a Proxy is not dated in the space provided, it shall be deemed dated as of the date it is received by the Monitor.
10. If an Affected Creditor (other than a Convenience Class Creditor) validly submits a Proxy to the Monitor and subsequently attends and votes at the Creditors' Meeting by logging in using its personal identifier number, it will be revoking the earlier received Proxy. If an Affected Creditor wishes to attend the Creditors' Meeting but does not wish to revoke its Proxy, it may log in using its personal identifier number and decline to vote at the Creditors' Meeting when prompted to do so.
11. Proxies may be accepted for purposes of an adjourned, postponed or other rescheduled Creditors' Meeting if received by the Monitor by the Election/Proxy Deadline.
12. Any Proxy that is illegible or contains insufficient information to permit the identification of the claimant will not be counted.
13. After the Election/Proxy Deadline, no Proxy may be withdrawn or modified, except by an Affected Creditor voting in person at the Creditors' Meeting, without the prior consent of the Monitor and the Nordstrom Canada Entities.
14. Convenience Class Creditors - If you are an Affected Creditor with one or more Proven Claims (other than any Disputed Claim) in an amount in excess of Cdn\$15,000 in aggregate, you may elect to receive Cdn\$15,000 pursuant to the Plan in full and final satisfaction of your Proven Claims by completing the Convenience Class Claim Election contained in the Meeting Materials you received from the Monitor. If you elect to receive such Cdn\$15,000 amount, you will be deemed to have voted in favour of the Plan and do not need to complete this Proxy. If you are an Affected Creditor with one or more Proven Claims (other than any Disputed Claim) in an amount that is less than or equal to Cdn\$15,000 in aggregate, you will receive the amount of your Proven Claims pursuant to the Plan, be deemed to have voted in favour of the Plan and do not need to complete this Proxy.

IF YOU HAVE ANY QUESTIONS REGARDING THIS PROXY OR THE VOTING PROCEDURES, OR IF YOU NEED AN ADDITIONAL COPY OR ADDITIONAL COPIES OF THE ENCLOSED MATERIALS, PLEASE CONTACT THE MONITOR AT NORDSTROMCANADA@ALVAREZANDMARSAL.COM OR VISIT THE MONITOR'S WEBSITE AT <https://www.alvarezandmarsal.com/NordstromCanada>