

Lima, March [\*] 2016

Messers  
**InRetail Perú Corp.**

Dear Sirs,

We hereby authorize Mr. [NAME OF THE INDIVIDUAL THAT WILL ACT ON BEHALF OF THE SHAREHOLDER], identified with National Identity Card No. [NUMBER OF NATIONAL IDENTITY CARD], so the latter, acting individually, may represent [NAME OF THE SHAREHOLDER] in the Ordinary Annual General Shareholders' Meeting of InRetail Perú Corp. ("InRetail") to be held on March 31, 2016 at Calle Morelli 139, 5th Floor, San Borja, Lima, Peru, being enabled to exercise on our behalf our voting right of [NUMBER OF SHARES] shares of InRetail, according to the following matters of the agenda of the referred Ordinary Annual General Shareholders' Meeting:

| AGENDA   | VOTE |         |         |
|--|------|---------|---------|
|  | FOR  | AGAINST | ABSTAIN |
| 1) Approval of the 2015 Annual Report.   | [ ]  | [ ]     | [ ]     |
| 2) Approval of the 2015 Audited Individual and Consolidated Financial Statements (Balance Sheet and Income Statements).                          | [ ]  | [ ]     | [ ]     |
| 3) Application of fiscal year 2015 profits.  | [ ]  | [ ]     | [ ]     |
| 4) Appointment or Ratification of the members of the Board of Directors.   | [ ]  | [ ]     | [ ]     |
| 5) Ratification of Dividends Policy.   | [ ]  | [ ]     | [ ]     |
| 6) Appointment of External Auditors for fiscal year 2016 and fixing their retribution or delegation of such decisions to the Board of Directors. | [ ]  | [ ]     | [ ]     |

*Please put a [X] in your choice*

Regards,

[NAME OF THE SHAREHOLDER]

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[Name]  
[Position]