

**NESTLÉ (MALAYSIA) BERHAD**

(Company Number: 110925-W)

(Incorporated in Malaysia)



Good Food, Good Life

Petaling Jaya, 29 March 2017

**To: Shareholders of Nestlé (Malaysia) Berhad**

Dear Shareholders,

**Re: Annual Report 2016**

We are pleased to enclose the Annual Report 2016 in CD-ROM format together with this booklet containing the following:

- a. **Notice of Annual General Meeting dated 29 March 2017;**
- b. **Proxy Form for the Annual General Meeting 2017;**
- c. **Proposed Circular to Shareholders in relation to:**
  - i. **Proposed Renewal of Shareholders' Mandate and Proposed New Shareholder's Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature; and**
  - ii. **Proposed New Constitution;**
- d. **Letter to Shareholders dated 29 March 2017 on the request for a printed copy of the Annual Report 2016; and**
- e. **Letter to Shareholders dated 29 March 2017 on the administrative details for the Annual General Meeting 2017.**

BY ORDER OF THE BOARD

**TENGGU IDA ADURA BINTI TENGGU ISMAIL**

Company Secretary

(MACS 01686)

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 33<sup>rd</sup> Annual General Meeting of the Company will be held at Ballroom B & C, Hilton Kuala Lumpur, 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Thursday, 27 April 2017 at 10.00 a.m. for the transaction of the following business:

## AGENDA

### As Ordinary Business

1. TO RECEIVE the statutory financial statements for the financial year ended 31 December 2016 and the Directors' and Auditors' reports thereon.

*Please refer to Explanatory Note 1*

2. TO APPROVE the payment of a final dividend of 130 sen per share, under a single-tier system, in respect of the financial year ended 31 December 2016.

**Resolution 1**

3. TO APPROVE the following payments to Directors:

- 3.1 Fees of RM1,080,000.00 for the financial year ended 31 December 2016.
- 3.2 Benefits of RM290,000.00 for the financial period from 1 January 2017 to 30 June 2018.

**Resolution 2**  
**Resolution 3**

4. TO RE-ELECT the following Directors retiring in accordance with Article 90.1 of the Company's Articles of Association, comprising part of the Constitution of the Company:

- 4.1 Tan Sri Dato' Seri Syed Anwar Jamalullail
- 4.2 Dato' Frits van Dijk

**Resolution 4**  
**Resolution 5**

*Please refer to Explanatory Note 2*

5. TO RE-APPOINT Messrs. KPMG PLT (Firm No. AF 0758) as auditors of the Company and to authorise the Directors to fix their remuneration.

**Resolution 6**

*Please refer to Explanatory Note 3*

### As Special Business

TO CONSIDER AND IF THOUGHT FIT, to pass the following as Ordinary Resolutions:

#### 6. Re-appointment of Directors

THAT the following Directors be hereby re-appointed as Directors of the Company:

- 6.1 Toh Puan Dato' Seri Hajjah Dr. Aishah Ong
- 6.2 Tan Sri Datuk Yong Poh Kon

**Resolution 7**  
**Resolution 8**

*Please refer to Explanatory Note 4*

## Notice of Annual General Meeting

### 7. Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature as set out under Section 2.3(a) of the Circular to Shareholders dated 29 March 2017.

"THAT approval be hereby given for the renewal of the mandate granted by the shareholders of the Company on 28 April 2016 and new shareholders' mandate pursuant to paragraph 10.09 of the Main Market Listing Requirements of the Bursa Malaysia Securities Berhad, authorising the Company and/or its subsidiaries to enter into the recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(a) of the Circular to Shareholders dated 29 March 2017 with the related parties mentioned therein which are necessary, for the Company and/or its subsidiaries' day-to-day operations and which are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of minority shareholders.

THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in force until:

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the forthcoming AGM at which such mandate is approved, at which time it will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- (ii) the expiration of the period within which the next AGM of the Company after the forthcoming AGM is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is earlier;

THAT the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorized by this resolution."

**Resolution 9**

*Please refer to Explanatory Note 5*

### 8. Retention of Independent Director

"THAT Tan Sri Dato' Seri Syed Anwar Jamalullail be hereby retained as an Independent Director of the Company until the conclusion of the next Annual General Meeting, in accordance with the Malaysian Code on Corporate Governance 2012."

**Resolution 10**

*Please refer to Explanatory Note 6*

TO CONSIDER AND IF THOUGHT FIT, to pass the following as Special Resolution:

### 9. Proposed Adoption of New Company's Constitution

"THAT approval be and is hereby given to revoke the existing Constitution of the Company with immediate effect and in place thereof, the proposed new Constitution of the Company as set out in Part B of the Circular to Shareholders dated 29 March 2017 accompanying the Company's Annual Report for the financial year ended 31 December 2016 be and is hereby adopted as the Constitution of the Company AND THAT the Directors of the Company be and are hereby authorised to assent to any modifications, variations and/or amendments as may be required by the relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing."

**Resolution 11**

*Please refer to Explanatory Note 7*

## Notice of Annual General Meeting

### 10. TO TRANSACT any other business of which due notice shall have been given.

**NOTICE IS ALSO HEREBY GIVEN THAT**, subject to the approval of the shareholders at the 33<sup>rd</sup> Annual General Meeting of the Company, a final dividend of 130 sen per share, under a single-tier system in respect of the financial year ended 31 December 2016 will be paid to the shareholders on 8 June 2017. The entitlement date for the said dividend shall be 18 May 2017.

**FURTHER NOTICE IS HEREBY GIVEN THAT** a depositor shall qualify for entitlement only in respect of:

- A. Shares transferred into the Depositors' Securities Account before 4.00 p.m. on 18 May 2017 in respect of ordinary transfers; and
- B. Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the rules of the Bursa Malaysia Securities Berhad.

### BY ORDER OF THE BOARD

#### TENGGU IDA ADURA TENGGU ISMAIL

Company Secretary (MACS 01686)

Petaling Jaya  
29 March 2017

#### Notes:

- (i) A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his place. A proxy may, but need not be, a member of the Company.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or if the appointor is a corporation either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- (iii) Where a member of the Company is an authorised nominee as defined under the Central Depositories Act, he may appoint not more than two (2) proxies in respect of each Securities Account he holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) Securities Account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account he holds.  
  
Where an authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- (iv) An authorised nominee or an exempt authorised nominee with more than one (1) Securities Account must submit a separate instrument of proxy for each securities account.
- (v) The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited at the office of the Share Registrar of the Company, Tricor Investor and Issuing House Services Sdn. Bhd. (Company No. 11324-H), at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote, or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. The Share Registrar will also provide a box for drop-in of proxy forms at Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
- (vi) In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 April 2017 shall be entitled to attend, speak and vote at the general meeting.

## Notice of Annual General Meeting

### Explanatory Notes on Ordinary Business:-

#### 1. Audited Financial Statements

This item of the Agenda is meant for discussion only. The provisions of Section 340(1) of the Companies Act 2016 require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its Annual General Meeting. As such this Agenda item is not a business which requires a resolution to be put to vote by shareholders.

#### 2. Re-election of Retiring Directors

Tan Sri Dato' Seri Syed Anwar Jamalullail and Dato' Frits van Dijk are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election.

#### 3. Re-appointment of Messrs. KPMG PLT (Firm No. AF 0758) as Auditors of the Company

The Board had at its meeting held on 28 February 2017 approved the recommendation by the Audit Committee on the re-appointment of Messrs. KPMG PLT (Firm No. AF 0758) as Auditors of the Company. The Board and Audit Committee collectively agreed that Messrs. KPMG PLT (Firm No. AF 0758) has met the relevant criteria prescribed by Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

### Explanatory Notes on Special Business:-

#### 4. Re-appointment of Directors

The proposed Ordinary Resolution under item 6 is to seek shareholders' approval on the re-appointment of Toh Puan Dato' Seri Hajjah Dr. Aishah Ong and Tan Sri Datuk Yong Poh Kon, who had been re-appointed in the previous Annual General Meeting held on 28 April 2016 as Directors under Section 129(6) of the former Companies Act 1965 which was then in force and whose term would expire at the conclusion of this meeting, as Directors of the Company. If passed, the proposed Resolution 7 and Resolution 8 will authorise the continuation of the Directors in office from the date of this Annual General Meeting onwards.

#### 5. Recurrent Related Party Transactions

The proposed resolution is to seek a renewal of shareholders' mandate and new shareholders' mandate to allow the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature. For further information, please refer to the Circular to Shareholders dated 29 March 2017 accompanying the Company's Annual Report for the financial year ended 31 December 2016.

#### 6. Retention of Independent Director

The proposed resolution is to seek shareholders' approval to retain Tan Sri Dato' Seri Syed Anwar Jamalullail as an Independent, Non-Executive Director. He has served the Company as an Independent, Non-Executive Director since 5 November 2004 for a cumulative period of over nine (9) years and he has served as Chairman of the Board for the last seven (7) years since 16 April 2009. The Nomination Committee has made the necessary assessment and recommended to the Board that he be retained as an Independent Director of the Company based on his ability to maintain his independence of judgment and to express and maintain unbiased views without any influence. His position as an Independent Non-Executive Director has been assessed pursuant to Recommendation 3.2 of the MCG 2012 and it has been agreed to retain Tan Sri Dato' Seri Syed Anwar Jamalullail as an Independent Non-Executive Director of the Board of Directors and as Chairman of the Audit Committee. The recommendation to re-elect Tan Sri Dato' Seri Syed Anwar Jamalullail is based on his exemplary leadership and dedication to his responsibilities as the Chairman of the Board and his in-depth understanding and knowledge of the Company's business as well as the strategies and direction of the Company. His vast knowledge and expertise on corporate matters of different industries and environment and his experience in various companies and capacities suits the Company's required mix of skills and Board diversity. There is no doubt that Tan Sri's leadership has ensured effective check and balance in the proceedings of the Board and the Board Committees and encourages active participations from all members of the Board. He is practical in his analysis and assessment and is able to provide practical guidance to the Management Team in strategy matters. He is also vocal in his outlook and views and has provided the Board with a strong and principled voice. Tan Sri's unwavering support to the Company's initiatives in implementing different strategies in moving the Company forward and strengthening the Company's credibility and reputation as the leader in the food and beverage industry proved to be invaluable to the Company especially in times when the general market outlook has been quite uncertain. The proposed resolution would also allow him to serve as Chairman of the Audit Committee pursuant to the requirements of Paragraph 15.10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

#### 7. Proposed Adoption of New Company's Constitution

The proposed Special Resolution, if passed, will bring the Company's Constitution in line with the enforcement of the Companies Act 2016 and to enhance administrative efficiency. The proposed new Constitution is set out in Part B of the Circular to Shareholders dated 29 March 2017 accompanying the Company's Annual Report for the financial year ended 31 December 2016.

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# PROXY FORM

**Nestlé (Malaysia) Berhad** (110925-W)  
(Incorporated in Malaysia)

No. of shares held	
CDS Account No.	

I/We \_\_\_\_\_ NRIC No: \_\_\_\_\_ (New) \_\_\_\_\_ (Old)

of \_\_\_\_\_

being a member of Nestlé (Malaysia) Berhad, hereby appoint \*the Chairman of the meeting or \_\_\_\_\_

\_\_\_\_\_ NRIC No: \_\_\_\_\_ (New) \_\_\_\_\_ (Old)

of \_\_\_\_\_

or failing him/her, \_\_\_\_\_ NRIC No: \_\_\_\_\_ (New)

\_\_\_\_\_ (Old) of \_\_\_\_\_

as my/our proxy to vote for me/us on my/our behalf at the **33<sup>rd</sup> Annual General Meeting of the Company to be held at the Ballroom B & C, Hilton Kuala Lumpur, 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Thursday, 27 April 2017 at 10.00 a.m.** and at any adjournment thereof.

*\*Delete if not applicable*

My/Our proxy is to vote as indicated with an "X" below. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his discretion.

No.	Resolutions	For	Against
1.	To approve the payment of a final dividend of 130 sen per share, under a single-tier system, in respect of the financial year ended 31 December 2016.		
2.	To approve the payment of Directors' fees of RM1,080,000.00 for the financial year ended 31 December 2016.		
3.	To approve the payment of Directors' benefits of RM290,000.00 for the financial period from 1 January 2017 to 30 June 2018.		
4.	To re-elect Tan Sri Dato' Seri Syed Anwar Jamalullail as a Director of the Company.		
5.	To re-elect Dato' Frits van Dijk as a Director of the Company.		
6.	To re-appoint Messrs. KPMG PLT (Firm No. AF 0758) as auditors of the Company and to authorise the Directors to fix their remuneration.		
7.	To re-appoint Toh Puan Dato' Seri Hajjah Dr. Aishah Ong as a Director of the Company.		
8.	To re-appoint Tan Sri Datuk Yong Poh Kon as a Director of the Company.		
9.	Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature as set out under Section 2.3(a) of the Circular to Shareholders dated 29 March 2017.		
10.	Retention of Independent Director.		
11.	Proposed Adoption of New Company's Constitution.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2017

Witnessed by : \_\_\_\_\_

Signature : \_\_\_\_\_

Address : \_\_\_\_\_

Company Stamp : \_\_\_\_\_

Occupation : \_\_\_\_\_

\_\_\_\_\_  
Signature of shareholder or Common Seal

Notes:

- (i) A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his place. A proxy may, but need not be, a member of the Company.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or if the appointer is a corporation either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- (iii) Where a member of the Company is an authorised nominee as defined under the Central Depositories Act, he may appoint not more than two (2) proxies in respect of each Securities Account he holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account he holds. Where an authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- (iv) An authorised nominee or an exempt authorised nominee with more than one (1) Securities Account must submit a separate instrument of proxy for each Securities Account.
- (v) The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. (Company No. 11324-H), at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote, or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. The Share Registrar will also provide a box for drop-in of proxy forms at Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
- (vi) In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 April 2017 shall be entitled to attend, speak and vote at the general meeting.

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Affix postage  
stamp

**Tricor Investor & Issuing House Services Sdn. Bhd.**

(Company No. 11324-H)

Unit 32-01, Level 32, Tower A

Vertical Business Suite, Avenue 3

Bangsar South, No. 8, Jalan Kerinchi

59200 Kuala Lumpur

Tel: (03) 2783 9299 Fax: (03) 2783 9222

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**NESTLÉ (MALAYSIA) BERHAD**

(Company Number: 110925-W)  
(Incorporated in Malaysia)



Good Food, Good Life

Petaling Jaya, 29 March 2017

**To: Shareholders of Nestlé (Malaysia) Berhad**

Dear Shareholders,

**Re: Request for Printed Copy of the Annual Report 2016**

1. The Annual Report 2016 can be downloaded from the Company's website at: [http://www.nestle.com.my/aboutus/investors/annual\\_report](http://www.nestle.com.my/aboutus/investors/annual_report) and also from Bursa Malaysia Security Berhad's website at: <http://www.bursamalaysia.com/market/> under Company Announcements by the Company.
2. If you wish to obtain a printed copy of the Annual Report 2016, you may do so by completing the enclosed Request Slip and sending the same to the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. (Company No. 11324-H) or by submitting an online request to the Share Registrar's website by following the steps below:-

- Step 1** → go to <http://my-etricor.com/>
- Step 2** → Select the "Services" link on the top menu
- Step 3** → Click at the "Investor Services" link on the top menu to go to the Investor Services
- Step 4** → Choose the type of service by selecting "Request for Annual Report"
- Step 5** → Key in the company name in full, i.e. Nestle (Malaysia) Berhad and click "Enter"
- Step 6** → Complete the online request form
- Step 7** → Click the "Submit" button to submit the request

For further information, you may contact the following persons at +603-2783 9299:-

1. Ms. Lim Lay Kiow
  2. Cik Siti Zalina Osmin
3. The printed copy of the Annual Report 2016 will be dispatched to you within four (4) working days from the date of receipt of your Request Slip.

BY ORDER OF THE BOARD

**TENGGU IDA ADURA BINTI TENGKU ISMAIL**

Company Secretary  
(MACS 01686)

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**NESTLÉ (MALAYSIA) BERHAD**

(Company Number: 110925-W)

(Incorporated in Malaysia)



Good Food, Good Life

# Request Slip

Please send a printed copy of the Annual Report 2016 to:

Mailing Address:

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Particulars of Shareholder:

Name:

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NRIC No.:

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Company No.:  
(if applicable)

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CDS No.:

---

Telephone No.:

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Signature:

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Date:

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**Tricor Investor & Issuing House Services Sdn. Bhd.**

(Company No. 11324-H)

Unit 32-01, Level 32, Tower A

Vetical Business Suite, Avenue 3

Bangsar South, No. 8, Jalan Kerinchi

59200 Kuala Lumpur

Tel: (03) 2783 9299 Fax: (03) 2783 9222

Affix postage  
stamp

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## NESTLÉ (MALAYSIA) BERHAD

(Company Number: 110925-W)  
(Incorporated in Malaysia)



Good Food, Good Life

Petaling Jaya, 29 March 2017

### To: Shareholders of Nestlé (Malaysia) Berhad

Dear Shareholders,

### Re: Administrative Details for the Annual General Meeting 2017

1. This serves to inform you of the administrative details of the Annual General Meeting 2017 ("AGM").

**Date : Thursday, 27 April 2017**

**Time : 10.00 a.m.**

**Venue : Ballroom B & C, Hilton Kuala Lumpur,  
3 Jalan Stesen Sentral, 50470 Kuala Lumpur**

2. **Who can attend**

If you are a shareholder or their authorised representative or proxy you are entitled to attend the AGM.

3. **Getting to the venue**

The venue is centrally located in the Kuala Lumpur Sentral area with easy access via the KL Monorail, Light Rail Transit ("LRT") and KTM Komuter network. The GPS coordinates is at 3.1353° N, 101.6861° E.

4. **Parking**

- a. Parking is available at the parking bays of the Hilton/Le Meridien Kuala Lumpur Hotels. Shareholders/proxies are to exchange their Hilton/Le Meridien parking ticket for a prepaid parking ticket at the Secretariat Helpdesk counter (not applicable for valet parking).
- b. The Company will not provide cash reimbursements for the parking charges.
- c. Lost or misplaced parking tickets will not be replaced by the Company.

5. **Registration**

- a. Registration will start at 8.00 a.m. and will be closed once e-voting commences to facilitate the voting process.
- b. Please produce your original Identification Card ("NRIC") at the registration counters for verification.
- c. Please note that you will not be allowed to register on behalf of another attendee even if the original NRIC of that attendee is produced.
- d. Upon verification of your NRIC and signing of the attendance list, you will be given a wristband for identification to enter the meeting hall.

- e. If you are attending the meeting as a shareholder and a proxy, you will be given only one (1) identification wristband. Please note that you will not be allowed to enter the meeting hall without wearing the identification wristband.
- f. Lost or misplaced identification wristband will not be replaced.
- g. The registration counter will only handle verification of identities and registrations. If you have other enquiries or need clarification, please proceed to the Helpdesk or Secretariat Helpdesk.

6. **Packed Food**

- a. Each registered Shareholder or proxy will only receive **one (1) redemption** voucher (regardless of the number of Shareholders you represent).
- b. Each redemption voucher entitles you to **one (1) packed food**, which must be redeemed between 8.00 a.m. to 2.00 p.m.
- c. Lost or misplaced voucher will not be replaced.

7. **Collection of Door Gifts**

- a. Door gift redemption can only be made at:-
  - Venue : Ballroom A, Hilton Kuala Lumpur,  
3 Jalan Stesen Sentral, 50470 Kuala Lumpur
  - Date : 27 April 2017, Thursday
  - Time : 8.00 a.m. to 2.00 p.m.
- b. Basis of door gift entitlement is follows:-
  - Attending as **Shareholder only** - **One (1)** door gift.
  - Attending as **Shareholder and also as proxy** - **Two (2)** door gifts, irrespective of the number of Shareholders you represent.
  - Attending as **proxy only** - **One (1)** door gift, irrespective of the number of shareholders you represent.

If the Shareholder appointed two (2) proxies, only one (1) door gift will be given and this will be given to the first registered proxy.

- c. Lost or misplaced voucher will not be replaced.

**8. Meeting**

- a. The meeting will start promptly at 10.00 a.m.
- b. The resolutions set out in page 2 of this booklet will be considered at the AGM. You will be asked to vote on these resolutions.
- c. You will have the opportunity to ask questions during the Question and Answer session.
- d. Kindly switch off your mobile device(s) or put it on silent mode before you enter the meeting hall.

**9. Voting Procedure**

The voting at the AGM will be conducted by way of e-voting. Tricor Investor & Issuing House Services Sdn. Bhd. and Coopers Professional Scrutineers Sdn. Bhd. have respectively been appointed as the e-voting administrator and independent scrutineers during the AGM.

**10. Proxy**

- a. A member is entitled to attend, vote and appoint proxy/proxies who will attend, speak and vote on the member's behalf. If you are unable to attend this AGM and wish to appoint a proxy to vote on your behalf, please submit your proxy form in accordance with the notes and instructions printed therein. Proxy forms received via facsimile and/or e-mail will not be accepted.
- b. If you wish to personally attend this AGM, please do not submit any form. You will not be allowed to attend the meeting together with a proxy appointed by you.
- c. If you have submitted your proxy form prior to the AGM and subsequently decided to personally attend the meeting, please proceed to the Helpdesk to revoke the appointment of your proxy.
- d. The original copy of the proxy form must reach the Share Registrar's office, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof. The Share Registrar will also provide a box for drop-in of proxy forms at Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

**11. Corporate Members**

A corporate member that wishes to appoint a representative instead of a proxy to attend this AGM must submit the original certificate of appointment under the seal of the corporation to the office of the Share Registrar at any time before the time appointed for holding the AGM or to the registration staff on the meeting day for the Company's records. You will NOT be allowed to attend the AGM if you fail to produce the original certificate of appointment.

**12. Right to Attend, Speak and Vote**

- a. The Company will rely on the General Meeting Record of Depositors ("ROD") maintained by Bursa Malaysia Depository Sdn. Bhd. as at 19 April 2017 to determine your eligibility to attend the AGM.
- b. Only a member or Depositor whose name appears on the Register of Members/ROD as at 19 April 2017 shall be entitled to attend the AGM or appoint proxies to attend, speak and/or vote on his/her behalf.

**13. Helpdesk**

Please approach the helpdesk for enquiries or clarification on registration matters and revocation of proxy appointments.

**14. Secretariat Helpdesk**

- Please approach the Secretariat Helpdesk for the following:-
- a. To exchange your parking ticket for a prepaid parking ticket.
  - b. To obtain a copy of the Financial Highlight 2016.
  - c. To submit your request form for the printed copy of the Annual Report 2016.

Please take note that there **will not be any distribution of copies of the Annual Report 2016 at the AGM venue.**

**16. First Aid**

Please refer to the Secretariat Helpdesk/First Aiders should any assistance be required.

**17. Personal Belongings**

Please take care of your personal belongings. The Company or Organiser will not be held responsible for any loss.

**18. Enquiry**

If you have general queries prior to the AGM, please contact the Share Registrar during office hours:-

Telephone :

- |              |  |
|--------------|--|
| General      | +603-2783 9299<br>(is.enquiry@my.tricorglobal.com)   |
| Lim Lay Kiow | +603-2783 9232<br>(lay.kiow.lim@my.tricorglobal.com) |
| Siti Zalina  | +603-2783 9247<br>(siti.zalina@my.tricorglobal.com)  |

**19. Personal Data**

Please refer to the attached Company's privacy notice to Shareholders.

By ORDER OF THE BOARD

**TENGGU IDA ADURA BINTI TENGKU ISMAIL**

Company Secretary  
(MACS 01686)

**PRIVACY NOTICE TO SHAREHOLDERS  
OF NESTLÉ MALAYSIA BERHAD (110925-W)**

1. This privacy notice for personal information ("**Privacy Notice**") is issued to all shareholders of Nestlé Malaysia Berhad ("**Company**", "**we**", "**us**" or "**our**"), pursuant to the Personal Data Protection Act 2010 ("**PDPA**"). Personal information or personal data is information that can be used to identify you on its own or in combination with other data that we collect or have access to.
2. The personal information previously collected and to be collected from you is being, and will continue to be, processed for purposes, including the following-
  - a) communicate with you;
  - b) provide administrative assistance to you and respond to your enquiries and input;
  - c) dividend payments;
  - d) invite you to meetings and events;
  - e) provide you with notices, information and updates concerning us and/or yourself;
  - f) publication of your personal information in any annual reports, circulars, reports, minutes, websites, newsletters, bulletins, brochures or any other materials which may be published internally or to the general public;
  - g) comply with our legal and regulatory obligations and other purposes required to operate and maintain our business (collectively referred to as "**Purposes**").
3. The types of personal information we collect may include, but is not limited to-
  - a) personal details such as your name, age, occupation, marital status;
  - b) contact details including address, email, telephone number;
  - c) credit information such as your account number for dividend payments;
  - d) photographs, audio and video recordings taken during meetings and events; and
  - e) particulars of your identity card or passport, whether provided through you or your stockbrokers, authorised depository agents or authorised direct members.
4. We will not disclose any of your personal information to any third party without your consent except to-
  - a) the companies in which Nestlé Malaysia Berhad has control through either direct or indirect ownership ("**Nestlé Malaysia Group**");
  - b) parties such as service providers, agents and contractors who provide administrative and business support to us and act on our behalf ("**Authorised Third Parties**"); and
  - c) the relevant Bursa Malaysia Berhad entities or persons to whom we are compelled or required under the law to disclose to; where necessary, for the Purposes.
5. It is necessary for us to collect and process your personal information. If you do not provide us with your personal information, or do not consent to this Privacy Notice, we will not be able to comply with legal, regulatory and operational requirements relating to your shareholding or process your personal information for any of the Purposes.
6. We are committed to ensuring that your personal information is stored securely. To the extent that the applicable law allows, you have the right to request for access to, for a copy of, to update or correct, your personal information held by us and at any time to request us to limit the processing and use of your personal information. Notwithstanding the foregoing, we reserve our rights to rely on any statutory exemptions and/or exceptions to collect, use and disclose your personal information.
7. All your written requests or queries should be addressed to:
 

Nestlé Malaysia Berhad  
Legal & Secretarial Department  
Address: Nestlé (Malaysia) Berhad, 22-1, 22<sup>nd</sup> Floor,  
Menara Surian, No. 1, Jalan PJU 7/3,  
Mutiara Damansara 47810, Petaling Jaya, Selangor.  
Contact No.: 03-7965 6000
8. If we do not hear from you within the next fourteen (14) days from the date of issuance of this Privacy Notice, we will take it that you have consented to us continuing to process your personal information in accordance with this Privacy Notice, and we will also take it that all personal information provided by you is accurate and complete, and that none of it is misleading or out of date. You will promptly update us in the event of any change to your personal information.
9. Nestlé is a global company and your personal information may be transferred across borders. Nestlé will ensure that the country your data is transferred to has a similar or equivalent personal information protection laws in place.
10. We reserve the right to update and amend this Privacy Notice from time to time. We will notify you of any amendments to this Privacy Notice via announcements on our website or other appropriate means. If we amend this Privacy Notice, the amendment will only apply to personal information collected after we have posted the revised Privacy Notice.
11. This Privacy Notice is issued in both English and Bahasa Malaysia. In the event of any inconsistencies or discrepancies between the English version and the Bahasa Malaysia version, the English version shall prevail.

Date of issuance of this Privacy Notice: 29 March 2017

**NOTIS PRIVASI KEPADA PEMEGANG-PEMEGANG SAHAM  
NESTLÉ MALAYSIA BERHAD (110925-W)**

1. Notis privasi untuk maklumat peribadi ("**Notis Privasi**") ini dikeluarkan kepada semua pemegang saham Nestlé Malaysia Berhad ("**Syarikat**" atau "**kami**"), menurut Akta Perlindungan Data Peribadi 2010 ("**APDP**"). Maklumat peribadi atau data peribadi adalah maklumat yang boleh digunakan untuk mengenal pasti anda sama ada secara sendiri atau secara kombinasi dengan data lain yang telah kami kumpul atau mempunyai akses .
2. Maklumat peribadi yang dikumpulkan sebelum ini dan yang akan dikumpul daripada anda sedang dan akan terus diproses untuk tujuan-tujuan, termasuk yang berikut -
  - a) berkomunikasi dengan anda;
  - b) memberikan bantuan pentadbiran kepada anda dan membalas pertanyaan-pertanyaan dan input anda;
  - c) pembayaran dividen;
  - d) menjemput anda ke mesyuarat-mesyuarat dan acara-acara;
  - e) memberikan kepada anda notis-notis, maklumat dan kemas kini mengenai kami dan/atau anda;
  - f) penerbitan maklumat peribadi anda dalam mana-mana laporan tahunan, pekeliling, laporan, minit, laman web, surat berita, bulletin, risalah atau apa-apa bahan-bahan lain yang mungkin diterbitkan secara dalaman atau kepada orang awam;
  - g) mematuhi obligasi-obligasi perundangan dan pengawalseliaan kami dan tujuan-tujuan lain yang diperlukan untuk mengendalikan dan mengekalkan perniagaan kami (secara kolektif dirujuk sebagai "**Tujuan-Tujuan**").
3. Jenis maklumat peribadi yang kami kumpul mungkin termasuk, tetapi tidak terhad kepada -
  - a) butir-butir peribadi seperti nama, umur, pekerjaan, status perkahwinan anda;
  - b) butir-butir perhubungan termasuk alamat, emel, nombor telefon;
  - c) maklumat kredit seperti nombor akaun anda untuk pembayaran dividen;
  - d) gambar-gambar, audio dan rakaman-rakaman video yang diambil semasa mesyuarat-mesyuarat dan acara-acara; dan
  - e) butir-butir kad pengenalan atau pasport anda, sama ada diberikan melalui anda atau broker saham anda, ejen-ejen depositori yang diberi kuasa atau ahli-ahli langsung yang diberi kuasa.
4. Kami tidak akan mendedahkan apa-apa maklumat peribadi anda kepada mana-mana pihak ketiga tanpa persetujuan anda kecuali kepada -
  - a) syarikat-syarikat yang mana Nestlé Malaysia Berhad mempunyai kawalan sama ada menerusi pemilikan langsung atau tidak langsung ("**Kumpulan Nestlé Malaysia**");
  - b) pihak-pihak seperti pembekal-pembekal perkhidmatan, ejen-ejen dan kontraktor-kontraktor yang menyediakan bantuan pentadbiran dan perniagaan kepada kami dan bertindak bagi pihak kami ("**Pihak-Pihak Ketiga Yang Diberi Kuasa**"); dan
  - c) entiti-entiti Bursa Malaysia Berhad yang berkaitan atau orang-orang yang mana kami diwajibkan atau dikehendaki di bawah undang-undang untuk membuat pendedahan; di mana perlu, untuk Tujuan-Tujuan tersebut.
5. Ia adalah perlu bagi kami mengumpul dan memproses maklumat peribadi anda. Jika anda tidak memberikan maklumat peribadi anda kepada kami, atau tidak bersetuju kepada Notis Privasi ini, kami tidak akan dapat mematuhi keperluan-keperluan undang-undang, pengawalseliaan dan operasi yang berkaitan dengan pegangan saham anda atau memproses maklumat peribadi anda untuk mana-mana Tujuan-Tujuan tersebut.
6. Kami adalah komited untuk memastikan bahawa maklumat peribadi anda disimpan dengan selamat. Setakat mana undang-undang berkenaan membenarkan, anda mempunyai hak untuk meminta akses kepada, untuk mendapatkan salinan bagi, untuk mengemas kini atau membetulkan, maklumat peribadi anda yang disimpan oleh kami dan pada bila-bila masa meminta kami meniadakan pemprosesan dan penggunaan maklumat peribadi anda. Walau apa pun yang tersebut di atas, kami memelihara hak kami untuk bergantung kepada apa-apa pengecualian statutori dan/atau pengecualian-pengecualian untuk mengumpul, menggunakan dan mendedahkan maklumat peribadi anda.
7. Semua permintaan atau pertanyaan bertulis hendaklah dialamatkan kepada:  
Nestlé Malaysia Berhad  
Legal & Secretarial Department  
Alamat: Nestlé (Malaysia) Berhad, 22-1, 22<sup>nd</sup> Floor,  
Menara Surian, No. 1, Jalan PJU 7/3,  
Mutiara Damansara 47810, Petaling Jaya, Selangor.  
Nombor untuk dihubungi: 03-7965 6000
8. Jika kami tidak menerima apa-apa balasan daripada anda dalam tempoh empat belas (14) hari yang berikut dari tarikh pengeluaran Notis Privasi ini, kami akan menganggap bahawa anda telah bersetuju untuk kami terus memproses maklumat peribadi anda selaras dengan Notis Privasi ini, dan kami juga akan menganggap bahawa semua maklumat peribadi anda yang diberikan oleh anda adalah tepat dan lengkap, dan bahawa tiada maklumat peribadi yang mengelirukan atau yang belum dikemas kinikan. Anda akan segera mengemas kini kami sekiranya terdapat apa-apa perubahan kepada maklumat peribadi anda.
9. Nestlé adalah sebuah syarikat global dan maklumat peribadi anda mungkin dipindah merentasi sempadan. Nestlé akan memastikan bahawa negara di mana data anda dipindahkan mempunyai tahap undang-undang perlindungan maklumat peribadi yang sama atau setara.
10. Kami memelihara hak untuk mengemas kini dan meminda Notis Privasi ini dari semasa ke semasa. Kami akan memaklumkan anda tentang apa-apa pindaan kepada Notis Privasi ini melalui pengumuman di laman web kami atau cara-cara lain yang wajar. Jika kami meminda Notis Privasi ini, pindaan tersebut hanya akan terpakai kepada maklumat peribadi yang dikumpul selepas kami memaparkan Notis Privasi terpinda tersebut.
11. Notis Privasi ini disediakan dalam Bahasa Inggeris dan Bahasa Malaysia. Jika terdapat apa-apa ketidakseragaman atau percanggahan antara versi Bahasa Inggeris dan versi Bahasa Malaysia, maka versi Bahasa Inggeris akan digunapakai.