

#GoodFoodGoodLife

Corporate Report 2014



Good Food, Good Life

Touching Lives



What's Inside

| | |
|-----|---|
| 002 | Performance at a Glance |
| 008 | Message to Shareholders |
| 018 | Business Review |
| 032 | Creating Shared Value and Meeting Our Commitments |
| 034 | Corporate Information |
| 036 | Corporate Directory |
| 042 | Board of Directors |
| 044 | Profile of Directors and Company Secretary |
| 052 | Management Team |
| 054 | Profile of Management Team |
| 056 | Notice of Annual General Meeting |
| 059 | Proxy Form |





Good Food, Good Life

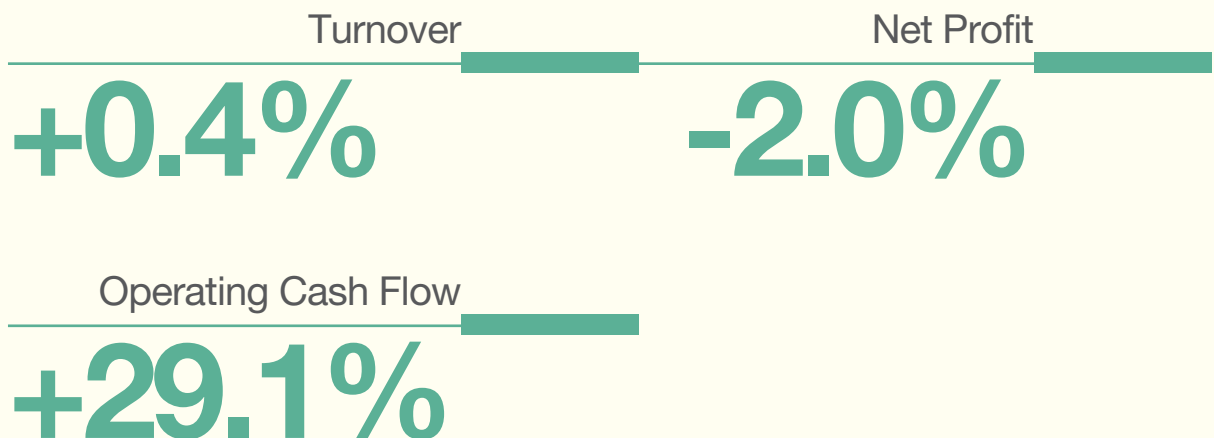
Vision & Mission

**Nourishing and enhancing
the lives of Malaysians for
generations to come.**

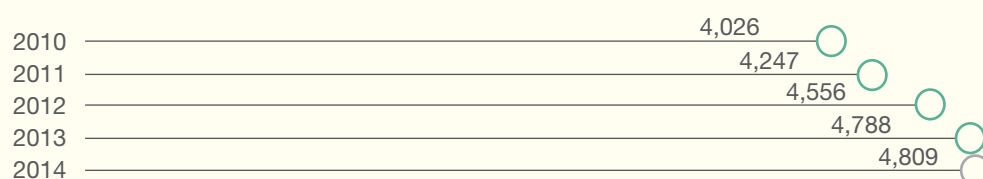


PERFORMANCE AT A GLANCE

- Turnover of RM4.8 billion for the financial year, a 0.4% improvement from 2013
- Marginal drop in operating profit and net profit for the year due to challenging market conditions based on strong marketing support for our brands as investment in the future.
- Total declared and proposed dividend of RM2.35 per share, consistent with the previous year.
- Operating cash flow increased from RM664 million to RM857 million.



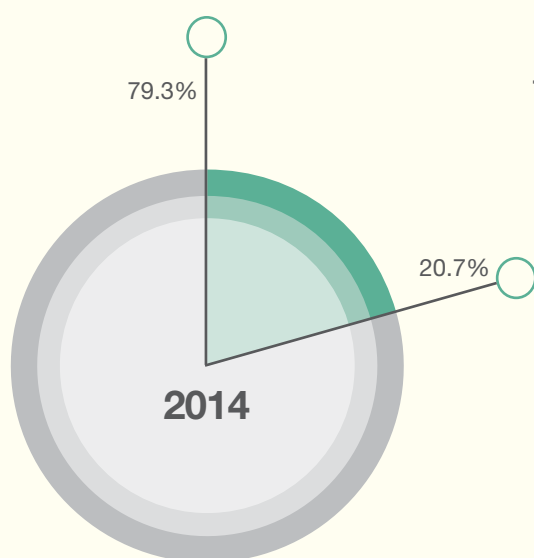
Strong investment in marketing and promotional activities drove domestic sales and expanded market share.



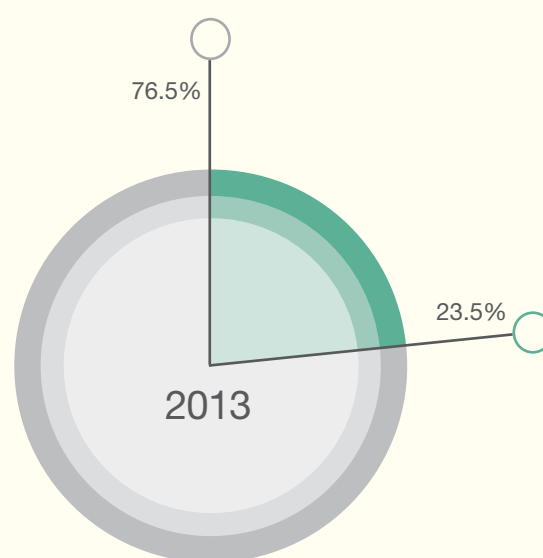
Effective from 1 January 2012, certain allowances and discounts are disclosed as a deduction of sales in conformity with Nestlé S.A. Group policy and with the practice generally applied by consumer goods companies.

For comparative purpose, only 2011 is adjusted to reflect the new turnover definition.

003



Total Sales (%)



Growth: **+4.1%** Domestic ↑ **-11.6%** Export ↓

Savour

At Nestlé, we believe that good food is the foundation of good life, which is why we continuously delight Malaysians with new, tasty, balanced and convenient options while staying true to the taste of home.





#GoodFoodGoodLife

Nothing beats sharing a bowl of easy-to-prepare, tasty and satisfying MAGGI instant noodles with your loved ones.



MESSAGE TO SHAREHOLDERS

Managing
Director

Alois Hofbauer

On behalf of the Board of Directors,
we are pleased to present the
Annual Report of Nestlé (Malaysia)
Berhad for the financial year ended
31 December 2014.



Chairman

Tan Sri Dato' Seri
Syed Anwar Jamalullail

Thank You

to our people for delivering
our commitments

PERFORMANCE OVERVIEW

2014 can be characterised as a challenging year for the Company, exerted by external and internal factors. The year started on a very positive note with the previous year's strong momentum which carried through to the first half and to a certain extent into the third quarter of the year. During these periods, most of the economic indicators were showing an encouraging trend despite the many challenges the country faced, including the two airline-related tragedies, slower consumer spending and concerns over the impending Goods and Services Tax (GST) implementation in 2015.

The Nestlé *Promosi 'Lebih Baik, Lebih Nilai'*, successfully created awareness amongst 2.2 million Malaysians of the importance of healthy lifestyles.

The momentum however, started to cool-off in the third quarter and became more pronounced in the fourth quarter. Among the external headwinds was the development in the price of crude oil, which has dropped considerably against the normal trading range. Being a net energy exporter, this has bearing to the country's fiscal budget and has led to a substantial weakening of the Ringgit and started to impact us with higher import costs.

Against the above backdrop, the Group has performed well in its domestic business and the moderate overall performance must be attributed to the lower exports to affiliated companies. The challenging global economic environment as well as a softening in demand for some export categories has significantly impacted the export turnover. The situation was further compounded by the fact that Indonesia and the Philippines have invested in their local manufacturing facilities for products previously imported from Malaysia.

For the financial year ended 31 December 2014, the total turnover of RM4.8 billion represents a 0.4% increase against the previous year.

Total net dividend of

235 sen

per share is consistent with the previous year, representing 100.1% of net profit.

On the domestic front, the Group grew 4.1% and strengthened its marketing and promotional activities to fuel the growth of its products, especially during the first half of the year with certain categories registering excellent growth. The Confectionery Business Unit continued to record a strong double-digit growth in 2014, with KIT KAT gaining the number one leadership position for the first time in the chocolate category. The Culinary Business Unit increased its market share significantly through focused and consistent support behind its core Noodles and Seasonings businesses.

Key activities during the year include the Nestlé *Promosi 'Lebih Baik, Lebih Nilai'*, which successfully created strong awareness amongst 2.2 million Malaysians of the importance of healthy lifestyles; and the MILO Malaysia Breakfast Day which was held at Dataran Putrajaya in April with overwhelming response from Malaysians. The World Cup and Ramadan promotional activities further boosted sales and further strengthened the Group's market share position in several categories.

The well-being of our consumers is a key focus for Nestlé as we continue to nourish Malaysians and sustain our recognition as the leader in Nutrition, Health and Wellness.

The Group's position as the overall market leader was given a further boost with the launches of NESTLÉ Aiskrim Goreng, MAGGI premium noodles range – Royale Penang Seafood Curry and Korean Spicy Braised Beef, and NESTLÉ KIT KAT RUBIES – all of which were very well received by Malaysian consumers.

From an input cost perspective, prices of commodities were on a mixed trend in 2014, easing in the third quarter. This was curbed however by the weakening of the Ringgit, especially in the fourth quarter of the year.

In order to mitigate this and maintain product costs at a competitive level, the Group continued to leverage on the Nestlé Continuous Excellence Platform, focusing on internal saving initiatives. This helped to offset the higher input costs where the gross profit remained at the same level from last year.

Furthermore, the Group's total investment in marketing and promotional activities was higher than the amount invested in the previous financial year. Hence, operating profit showed a slight drop of 1.3%, while net profit was RM550.4 million, a marginal decline of 2.0% from last year.

CORPORATE GOVERNANCE

Good governance helps us create and maintain trust with our stakeholders, and our *Corporate Report* outlines the Board's responsibilities in ensuring good governance, in line with Bursa Malaysia's Listing Requirements and Corporate Governance Guide, as well as established best practices within the Nestlé Group.

We are transparent in all that we do, including activities related to corporate social responsibility, which we refer to as Creating Shared Value (CSV). Our stand-alone CSV reports have been externally verified for the past three years; and the accompanying *Nestlé in Society: Creating Shared Value 2014 Report* has also been externally verified with an A+ GRI rating, reflecting the accuracy and comprehensiveness of our reporting process.

CREATING SHARED VALUE (CSV)

The well-being of our consumers is a key focus for Nestlé as we continue to nourish Malaysians and sustain our recognition as the leader in Nutrition, Health and Wellness.

CSV is a fundamental part of the Nestlé way of doing business and can best be reflected in three areas that are core to our business strategy and vital to the welfare of the people and society – Nutrition, Water & Environment and Rural Development – which are also part of our sustainability commitments that we strive to build and protect for generations to come.

In 2014, we continued our efforts in promoting healthy eating and active lifestyles through our Nestlé Healthy Kids Programme, which is currently in its second phase, reaching 77 day-boarding schools in Sabah and Sarawak and benefitting at least 4,500 children. Our commitment to the environment saw further achievements in the area of minimising solid waste, with five out of six Nestlé Malaysia factories successfully achieving “Zero Landfill Status”, with all solid waste materials 100% recycled. Meanwhile, in the area of Rural Development, we have continued to create new income opportunities for lower income communities through several initiatives, which include our Contract Farming Schemes in Kelantan, Sarawak and Kedah.

In addition to these initiatives, Nestlé Malaysia lent a helping hand to provide relief for the victims of the country’s worst floods in decades, specifically in the states of Johor, Kelantan, Pahang, Perak and Terengganu. This was done through several channels including providing over 100,000 servings of MAGGI, MILO and NESCAFÉ which were prepared and distributed at designated relief centres and initiating a donation drive among Nestlé employees.

A more detailed account of our CSV activities can be found in the accompanying *Nestlé in Society Report 2014*.

RECOGNITION AND AWARDS

Our commitment to Creating Shared Value has been duly recognised and acknowledged by the industry and our peers with the honour of various accolades and awards during the year.

We are especially proud of our achievement in being awarded the Industry Excellence for Consumer Products and the Gold Award for Best Corporate Social Responsibility (CSR) Reporting at the National Annual Corporate Report Awards (NACRA) 2014. The awards are testimony to the transparency and accuracy of our reporting standards, for our *2013 Corporate Report* and *Nestlé in Society: Creating Shared Value 2013 Report*.

In addition, Nestlé Malaysia was selected as one of 3 winners for the category of Top CSR Advocates in Asia 2014 at the Asia Corporate Excellence & Sustainability Awards (ACES) 2014, in recognition for our contributions to the communities that we operate in.

Other notable achievements include the Halal Excellence Award 2014 for our contribution to the development of the overall Halal industry in Malaysia; and being awarded the Most Popular Graduate Employer in the FMCG/Retail category at the Malaysia’s 100 Leading Graduate Employers Award 2014.

DIVIDENDS

In line with the Group’s commitment to enhance the shareholder value, the Board of Directors proposed a final dividend of RM1.75 per share for the financial year ended 31 December 2014. Including the interim this will bring total dividends per share for the year to RM2.35.

PROSPECTS FOR 2015

We expect 2015 to be a challenging year given the uncertainties of crude oil prices, the Ringgit vis-a-vis the US Dollar and their impact on the local economy. The implementation of GST in April 2015 will influence the consumers' buying behaviour and we can expect a period of adjustment in market demand. Given the circumstances, we remain cautiously optimistic and will continue to leverage on the stable growth of the Malaysian economy. The Group will remain active in innovating and renovating its product portfolio while promoting nutritionally balanced diets and healthy lifestyles in line with the Government's goal of creating a healthy and productive society.

We will continue to invest in Malaysia for long-term growth. We have been in the country for over 100 years and this has always been the strategy that has underpinned our success. The latest major investment is the new Sri Muda Factory in Shah Alam, which will come online in the first quarter 2015, providing us with greater opportunities in the fast growing area of liquid drinks. This augurs well for the Group, and we will fully leverage on this development for both our local and export businesses.

APPRECIATION

During the year under review, we saw changes on the Board of Directors. On behalf of the Board, we would like to extend our appreciation to Marc Seiler, who left Nestlé Malaysia in September to assume his new position as the Head of Finance and Control in Nestlé United Kingdom. Marc joined Nestlé Malaysia in 2008, and as Executive Director, Finance and Control, has contributed significantly to our growth in the last seven years.

Replacing Marc is Martin Peter Krügel, who has joined us from Nestlé Nigeria. His career with Nestlé began in 1995 with Nestlé Germany where he held various positions in the areas of Supply Chain, Finance, Accounting and Controlling, after which he was transferred to the Nordics in 2006 where he assumed the role of Finance Manager for Cereal Partners. He was posted to Nestlé Nigeria as Head of Finance & Control in 2008, a position he held until the end of September 2014. The Board would like to extend a very warm welcome to Martin and is confident that he will significantly contribute to the continuous and profitable growth of the Group in the coming years.

In closing, the Board would like to record its appreciation to the management team and all staff for their dedication and commitment, and for playing an essential role in pushing the Company forward as the leading Food, Nutrition, Health and Wellness Company in the country. Our thanks also go to our partners, distributors and customers for their continued support and loyalty to our Company and brands.

Terima Kasih.

Chairman



**Tan Sri Dato' Seri
Syed Anwar Jamalullail**

Managing Director

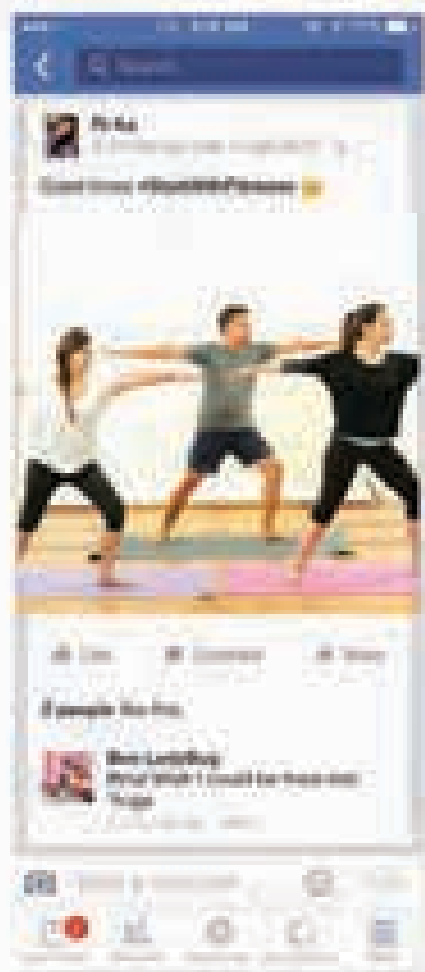


Alois Hofbauer

Recharge

As the nation's leading Nutrition, Health and Wellness company, Nestlé's promise is to shape up and enhance the quality of life of our consumers by continuously improving our range of product offerings, suitable for anytime of the day.





#GoodFoodGoodLife

Made with whole grains, 10 essential vitamins, minerals and fibre, NESTLÉ FITNESSE Cereals is a perfect and wholesome way to start your day.



BUSINESS REVIEW

A major highlight was the Nestlé Promosi ‘*Lebih Kebaikan, Lebih Nilai*’ in March – a key campaign building on our Nutrition, Health and Wellness platform.

The Group recorded a modest growth for the financial year ended 31 December 2014, with a turnover of RM4.8 billion. This represents a 0.4% increase from the previous financial year. Whilst the domestic business has performed well, the moderate overall performance can be attributed to the weak performance of the Export business to affiliated companies.

The revenue growth was primarily driven by the domestic business. Despite the subdued consumer sentiment during 2014, investments in marketing and promotional activities continued to take place which has gained us stronger market shares in all major product categories, particularly in the Confectionery, Ice Cream and Liquid Drinks businesses.

A major highlight was the Nestlé Promosi ‘*Lebih Kebaikan Lebih Nilai*’, in March – a key campaign building on our Nutrition, Health and Wellness platform. The Sales Team supported this campaign by executing over 23,000 in-store displays across various channels nationwide.



Our field sales personnel were equipped with a digital shelf stock tracking device which enabled them to ‘Win In Every Store’.

In September, Nestlé carried out another major corporate campaign, ‘*Lebih Nilai, Lebih Funtastik*’ Promotion, offering value packs and a chance to win holiday packages. This was supported by a comprehensive marketing campaign, which included multi-brand displays and in-store sampling as well as advertisements in the mainstream and digital media. Both the promotions resulted in successful sales uplift and increased market shares.

At the operational level, Sales Force Automation (SFA) was notched up to the next level, as the Sales teams were equipped with new tablet PCs, which offer better and faster functionalities as well as the ability to track merchandising execution standards.

2014 also saw efforts to increase the number of 'Perfect Store' outlets across the country, with more outlets remodeled and their floor space optimised to leverage shopper traffic and patterns as well as, to enhance the consumer shopping experience based on solid shopper insights.

The strong performance during the year was also enabled by the continued application of Nestlé Continuous Excellence (NCE), which has resulted in cost savings and operational improvements in productivity. Collectively, Nestlé factories have increased their productivity by significantly and reduced energy consumption by 7.6% of energy usage per tonne product, from 3.82 GJ per tonne in 2013 to 3.53 GJ per tonne in 2014, surpassing the annual 4% target.

Total carbon footprint was reduced through initiatives such as recycling campaign for packaging materials, market trial for natural gas refrigerant freezers, and embarking on our Zero Landfill journey. On-going efforts to reduce carbon dioxide (CO₂) emissions in the Supply Chain were also successful in minimising impact on the environment, as well as reducing distribution expenses per kilogramme of delivery.

In addition to the environmental factors, the sustainability of the Company is also very much dependent on the workforce, as it is people that will drive the business forward. Thus it is critical that the Company not only attract the best talents but also retain current ones. Efforts to do this include ensuring safety at the workplace and providing career opportunities through various training programmes, as well as

continuing with initiatives to tap fresh talent from universities and relevant agencies, such as TalentCorp Malaysia.

In an effort to enhance and further strengthen the work culture, Nestlé Malaysia organised and conducted a Leadership & Personal Effectiveness Programme – LEAD PEP 2.1 – for its senior managers, which included the Company's Managing Director, as well as division heads and business unit managers.

Implemented in collaboration with leadership experts from Mount Eliza Executive Education, University of Melbourne and Melbourne Business School, the programme addressed topics that are key and essential in becoming a good leader such as leadership, self-awareness, motivation and engagement of employees, coaching, strategic human capital, cultural sensitivity and awareness, global mindsets of leadership, navigating complex and abstract challenges and marketing.

The programme reached out to a total of 170 participants who were divided into seven cohorts. They completed two out of the three modules and will continue with Module 3 of the programme in 2015.

It is also important for employees to embrace the Nutrition, Health and Wellness (NHW) lifestyle and the Company has several initiatives in place to promote this.

On a regular basis, Nestlé carries out a training programme called Nutritional Quotient (NQ), aimed at equipping employees with regular nutrition education sessions and

empowering them to apply NQ in their professional activities and day-to-day lives.

In addition, Nestlé also hosted fun and interactive NQ Wellness Day sessions at the Petaling Jaya, Batu Tiga and Shah Alam factories, all of which included a briefing on healthy eating and a healthy cooking demonstration.

The Company also organised and carried out health-related activities throughout the year to encourage healthy eating and active lifestyles, and these include health and wellness tips via e-mail, and programmes on fitness, health screening and stress management.

As further encouragement to employees, Nestlé teamed up with Fitness First to organise the Nestlé Treadmill Challenge, which is aimed at encouraging employees to lead healthier lifestyles and showing them that staying fit can also be fun. The Challenge, which is the first of its kind for Nestlé, required participants, in teams of five, to run on the treadmill for 10 minutes.

With its significant investment in its people, Nestlé is widely acknowledged as a leading employer and a great place to work, and this has been recognised with the award for the Most Popular Graduate Employer in the FMCG/Retail category at the Malaysia's 100 Leading Graduate Employers Award 2014.



MILO



Since the 1960's, MILO has supported many young talents to unleash their sporting potential through various grassroots initiatives, including its MILO Hidup Bola annual futsal tournaments and coaching clinics.

Malaysia Breakfast Campaign

MILO has long advocated the importance of breakfast and this continued into 2014 with the MILO Breakfast Campaign. The aim of the campaign was to raise awareness and reinforce breakfast as the most important meal for the day, and encourage the adoption of healthy and active lifestyles for everyone.

One of the major highlights of the campaign was the Malaysia Breakfast Day which was held at Dataran Putrajaya in April, where Malaysians were encouraged to come together as a family to enjoy breakfast and participate in physical activities. The event was a resounding success with approximately 20,000 people attending, of which 8,169 participated in the concurrent Malaysia Breakfast Day Run.

Another key initiative was the creation of the MILO Breakfast Squad also known as the Positive Energy Squad. Comprising two groups of cyclists, the Breakfast Squad targeted offices; public transport and LRT stations; and coffee shops and *mamak* outlets to spread health messages and remind Malaysians to have breakfast. In total, they reached out to 50,000 Malaysians at 108 locations in the Klang Valley.

Hidup Bola Campaign

For decades, MILO has helped nourish and fuel Malaysian children to bring out the champion within them. At the MILO Institute of Champions, we help children become Malaysia's future champions by unleashing their sporting potential, and give advice to help them grow up healthy while learning the right values in life.

While MILO has been involved in various sports, football has been one of the more popular activities among schoolchildren. The MILO Hidup Bola annual futsal tournament was once again a milestone event in 2014 with hundreds of youth teams in the under-12 and under-16 categories participating over 14 legs at State level, competing for a place in the Grand Finals, which was held on June 22 in Kuala Lumpur. Coaching clinics were also held at selected locations to give parents with children under the age of 10 the opportunity to learn more about how to get their kids on the right track with sports and nutrition.

This year, a new open category for both male and female players aged 18 years and above was introduced, which included a talent scouting system to select the top 24 performing players from the top twelve final teams during the Grand Finals. These 24 players were then sent to the selection camp for further evaluation where subsequently, 12 best players were selected and sent to Chonburi, Bangkok for training and exposure with the Chonburi Bluewave Futsal Team, who were the 2013 AFC Futsal Club Champions and 2014 runner-up.

As an extension of its 'MORE CEREAL, MORE LIFE' campaign, NESTUM excited Malaysians with a series of ZUMBA events, at which participants also had the opportunity to enjoy warm and delicious cups of NESTUM samples after a great morning workout.



NESTUM

First introduced to Malaysians in the 1960's, NESTUM is very much a part of the Nestlé legacy in bringing healthy and nutritious food to the table. The heritage Nestlé brand synonymous with nutrition and unique aromatic multi-grain cereals has embarked on an exciting journey of digital communication to attract new generation of consumers.

In keeping with the digital age and the world of social media, the brand launched its 'MORE CEREAL, MORE LIFE' digital campaign in March 2014. With the objective of accelerating the brand's modern image to attract interest among young adults, the campaign created relevance in their lives with NESTUM being their inspiration to live life with a spirit of joy and vitality. It was successful in achieving notable growth and market share.

The campaign initiatives included NESTUM's first ever mobile-friendly microsite which attracted 87,000 fans in the first two months, with more than 50% engaging in content featuring fun facts on NESTUM's online sampling and blogger-inspired videos.

The brand also moved away from tradition by posting digital videos on YOUTUBE and FACEBOOK, featuring an upbeat melody titled 'Live it, Love It', accompanied by an infectious 'tummy-tapping' move to communicate the goodness of cereals. Over 2.1 million digital views were garnered with fans from all over Malaysia showcasing their creativity via their own digital video entries to express their affinity with the brand.

The campaign was extended on-ground with exciting ZUMBA events initiated in urban parks with the participation of young and hip Malaysian bloggers such as Budiey and Juwei. To further create excitement at the events, NESTUM's striking orange mobile-truck attracted consumers to sample thousands of warm and delicious cups of NESTUM and got them to ZUMBA with family and friends.

NESTLÉ OMEGA PLUS



The NESTLÉ OMEGA PLUS and Yayasan Jantung Malaysia's Walk-A-Mile event saw the participation from more than 2,000 participants who had pledged to walk for healthier hearts.

The year under review saw NESTLÉ OMEGA PLUS recording strong market share growth, reversing the decline in previous year's trend in the adult milk powder category. The impressive performance was achieved through health-related activities under the World Heart Day campaign advocating Malaysians to care for their heart.

These include Walk-A-Mile, Win Your Heart with NESTLÉ OMEGA PLUS exhibition, cholesterol checks and sampling activities in conjunction with World Heart Day.

Walk-A-Mile is Malaysia's longest running walk for heart health advocacy, jointly organised by NESTLÉ OMEGA PLUS and Yayasan Jantung Malaysia. The 2014 edition attracted more than 2,000 participants, comprising individuals and families who pledged to walk a mile (about 1.5 km) for healthier hearts at Taman Tasik Titiwangsa.

In 2014, the event and concept was refreshed to provide participants with a more interactive educational experience. This included incorporating fun facts and heart health tips along the route, and the introduction of a new Family Fun Route. The new route featured games stations, which were not only educational, but also fun and engaging for the entire family to learn more about caring for their hearts.

Additionally, participants were given free health screenings as well and were treated to live stage performances, lucky draws and free samples of NESTLÉ OMEGA PLUS.

BEVERAGES

FOOD



NESCAFÉ

NESCAFÉ started the year with NESCAFÉ Classic's "What are you going to do today?" campaign, to encourage Malaysians to start the day right with a great cup of NESCAFÉ coffee in the morning – "It all starts with a NESCAFÉ".

The campaign positioned the beverage as the inspirational moment for Malaysians to make the most out of their day and allowed consumers to associate the brand with their experiences throughout the day.

In April, the brand further strengthened its market presence with the launch of The Limited Edition NESCAFÉ Classic Fresh Pick. Made with the freshest and best coffee beans from the hills of Vietnam, it gave coffee lovers the most aromatic NESCAFÉ yet.

In February, the NESCAFÉ Pop-up Store was launched to drive trials and increase coffee consumption amongst the youth. Located near high traffic youth-centric areas, the booths were equipped with free Wi-Fi, and were especially popular among students. A total of 110,000 cups were sampled throughout the year.

Other activities during the year include the AEON DOLCE GUSTO pop-up café at AEON Quill City Mall in Kuala Lumpur, where shoppers can enjoy a cup of café-style coffee on-the-go, and the introduction of a new innovative product that younger consumers and non-coffee drinkers could relate to – NESCAFÉ Latte Caramel. The new product challenged current perceptions on coffee by being the first non-bitter coffee in the market and was successful in recruiting new adopters (non-coffee drinkers).

MAGGI

MAGGI continues to delight its growing consumer base with tasty and convenient solutions for healthy home cooked meals and snack preparation, affirming its role as an inspiring partner in the kitchen.

The Food business outpaced category growth significantly in 2014, increasing market share through focused and consistent support behind its core Noodles and Seasonings businesses. Concerted effort to streamline and create additional efficiencies within the value chain resulted in operational savings that further reinforced operating profit.

The MAGGI brand grew from strength to strength with the successful entry of the premium noodles range – MAGGI Royale Penang Seafood Curry and Korean Spicy Braised Beef. The enhanced sensorial eating experience received wide consumer acceptance, propelling the line to the Number Two market position in less than a year. Increased penetration of MAGGI CukupRasa, which has doubled the business in three years, further extended the brand's footprint. In Noodles, the launch of MAGGI Big Ayam flavour continued to delight the brand's core consumers.

Leveraging on consumers' increased use of digital media when looking for tasty and balanced meal solutions, MAGGI intensified its communication activities online. This complemented high investments in traditional media, sampling exercises, sponsorship of cultural events and value pack promotions.

MAGGI's commitment to promote healthy home cooking continued with several engagements, including cooking videos from MAGGI Masak-masak Kitchen to help strengthen affinity among Malaysian cooks; and the continuous collaboration with the Ministry of Education for the annual MAGGI Secondary School cooking competition. Now in its 18th year, the competition saw young student chefs from various states competing and gaining valuable knowledge on nutritious yet delicious cooking.

NESTLÉ PROFESSIONAL

NESTLÉ LIQUID DRINKS



With the increase of health-conscious consumers, Nestlé Professional sought to provide healthier options for its partners in 2014.

In line with the company's mission to provide Nutrition, Health and Wellness (NHW) food solutions, Nestlé Professional worked with long-term food chain partner KFC to provide consumers with NESTLÉ SJORA, an exciting and vibrant drink, which complemented KFC's Bombay Fiery Crunch combo meals that was introduced in conjunction with the 2014 Deepavali festivities. A healthier alternative for KFC customers, the drink was a smooth fusion of mango and peach flavoured juices and milk.

No Added MSG eateries are growing rapidly in Malaysia with consumers looking for healthier food options when eating out. In line with this, we introduced a No Added MSG (NAMSG) extension to our MAGGI chicken bouillon range in April 2014, which were well received by hotels, healthcare institutions as well as NAMSG full service restaurants.

Following its successful launch in December 2013, the NESTLÉ DOCELLO dessert mixes went on a roadshow and charmed over 600 chefs, business owners and hoteliers in Langkawi, Johor Bahru and Kota Kinabalu. As a result, NESTLÉ DOCELLO is now widely used by chefs in hotels, restaurants, cafes and bakeries, including Chinese banquets to create signature desserts.

In 2014 and for the fifth consecutive year, the Nestlé Liquid Drinks business once again achieved a strong topline growth. Additionally, the year in review saw the launch and implementation of several creative campaigns to excite consumers and drive sales.

The MILO Ready-to-Drink category gained market share growth due to strong consumer and trade campaigns such as the MILO Breakfast Campaign and MILO Hidup Bola. Held for the second time, the MILO Breakfast Campaign is a movement that culminated with Malaysia Breakfast Day event and the Malaysia Breakfast Run, both aimed at encouraging Malaysians to celebrate the most important meal of the day and keeping fit. MILO Hidup Bola is an initiative that encourages children to develop themselves and explore their potential through sports, particularly futsal.

NESCAFÉ Cans had undergone some facelifts and executed two contemporary campaigns in its efforts of staying relevant to the youth, differentiating it further from the current cluttered ready-to-drink coffee segment in Malaysia. NESCAFÉ INSPIRE was an art-related campaign aimed at inspiring consumers with the creativity, goodness and essence of the brand's new look; and NESCAFÉ Cans once again collaborated with Shaheizy Sam and Audi Mok for NESCAFÉ on Air music campaign.

To continuously delight loyal consumers, the Business Unit re-launched NESCAFÉ UHT with a richer and more aromatic milk coffee recipe as well as the MILO UHT range with Activ-Go – a unique blend of vitamins and minerals including Vitamin B, which is required for efficiency energy release. MILO UHT also took the opportunity to drive sports patronage and values during the 2014 World Cup season, running a nationwide consumer promotion during the time.

NESTLÉ ICE CREAM

CONFECTIONERY

Ice cream lovers were thrilled with the launch of Nestlé Aiskrim Goreng. Easy to prepare, the traditional fried ice cream dessert comes in two flavours – chocolate and vanilla.



Nestlé Ice Cream continued on its innovation trail in 2014 with exciting products to re-define consumer ice cream eating habits.

The beginning of the year saw the introduction of yet another innovative product from the Ice Cream business. The launch of Nestlé Aiskrim Goreng proved to be a game changer for Nestlé Ice Cream, with overwhelming response from consumers.

The 'hot' product takes its cue from the traditional fried ice cream dessert first introduced at the Chicago World Fair in 1893. The easy-to-prepare snack comes in chocolate and vanilla flavours, and presented consumers with an alternative way to enjoy delicious Nestlé Ice Cream. It is available in packs of six as well as in catering packs.

The year also saw another addition to the Nestlé MAT KOOL range, the leading kids' ice cream brand in Malaysia. The innovative MAT KOOL POPZ features a chocolate-flavoured core filled with popping candy and layered with refreshing strawberry and pineapple-flavoured ice confection.

The chocolate-coated popping candies wrapped in strawberry-flavoured ice confection is the only product in the market with such attributes, making it a hit with children due to its popping sensation and is now one of the best sellers within the MAT KOOL ice cream range.



Members of the media having a go at creating delicious chocolate desserts at a chocolate making workshop held in conjunction with the launch of the Nestlé KIT KAT RUBIES.

Nestlé is now the number one chocolate company in Malaysia, on the back of strong double-digit growth in 2014.

The Confectionery Business Unit sustained strong double-digit growth in 2014, with KIT KAT recording strong market share growth and becoming the leading chocolate brand in Malaysia.

To further strengthen the brand's position in the market, a premium chocolate variant – Nestlé KIT KAT RUBIES – was introduced in December. Created with a rich chocolate truffle filling, crispy wafer centre and pieces of hazelnut encased in silky smooth milk chocolate, the new offering is expected to further extend the brand's reach in 2015.

In addition to KIT KAT, MILO Nuggets also performed well and is fast becoming a strong contender in the nibbling category with a consistent market share growth.

The success of the Business Unit was driven by media and non-media activities conducted throughout the year, complemented with strong in-store activation.

CHILLED DAIRY

INFANT NUTRITION



Nestlé Chilled Dairy delivered another strong performance during the period under review, maintaining its lead position in the yogurt category.

During the year, Nestlé continued to delight its consumers with the launch of the NESTLÉ BLISS Limited Edition series, and the introduction of a new family pack for its Nestlé Greek-style yogurt.

The NESTLÉ BLISS Limited Caribbean Edition was launched in November and was the first in the destination-themed 'Treasures of the World' Limited Edition series. Available for a limited time of three months, the Caribbean series featured an elegant packaging design for the two flavour variants. The Pineapple Coconut and Apple Banana variants are made using real fruit juice and contains no artificial colouring. The Pineapple-Coconut and Apple-Banana combinations created a delicious Caribbean experience and received favourable responses from consumers.

Meanwhile, the Nestlé Greek-style yogurt continued to be a popular choice among the health-conscious, as it has live cultures to aid the digestive system and is a source of protein and calcium. With the introduction of the new 470g family pack, which comes in the existing three variants – Natural, Strawberry Field and Peach Harvest, it is now easier for families to enjoy the nutritious product together.

Keeping with its promise to nurture a healthier generation, the Infant Nutrition business has continued to launch innovations that help meet the need of growing children.

In 2014, the various brands and digital assets under the Infant Nutrition Business Unit were consolidated under the Nestlé Junior Club umbrella. The CERELAC website (www.weaning.com.my) went through a domain name change to become www.nestlejuniorclub.com and now houses all the Nestlé maternal and infant nutrition brands, while the Facebook page was renamed Nestlé Junior Club.

As part of its strategy to continuously improve and renovate its products, Nestlé introduced a new CERELAC variant – Nestlé CERELAC Wheat, Honey and Dates. Children can now enjoy the taste and texture of dates together with BIFIDUS BL, iron, zinc, vitamin A and vitamin C found in all Nestlé CERELAC products.

The year also saw the launch of the new LACTOKID with GROW PLUS, which now has a combination of 13 vitamins and minerals including vitamin D, vitamin B1, vitamin B2, calcium and zinc; as well as protein to support optimum growth in children.

In addition to the product launches, the Business Unit also engaged with consumers through the NAN HA Grow 3's allergy awareness campaign, to educate parents on childhood allergy, and what can be done to minimise the risk of allergies, leading to a better quality of life. The Allergy Risk Tracker (ART) was made available in-store, clinics and on digital platforms to allow parents to assess their child's allergy risk for early intervention.

NESTLÉ HEALTH SCIENCE



Nestlé Health Science (NHS) delivered strong sales growth, fueled by investments in consumer engagement and product innovation.

2014 was an exciting year for NHS, with the business recording strong double-digit growth. NUTREN untuk Diabetik, the trusted medically recommended formula, continued to contribute positively to the overall business portfolio.

Responding to consumer feedback and as part of its on-going product development, NHS launched the new NUTREN untuk Diabetik. This new formula features an enhanced nutritional profile and is in compliance with diabetic requirements, without sacrificing on its great taste. To further strengthen the category, the product is now also available in a Ready-to-Drink (RTD) format to allow consumers to enjoy the great tasting diabetic-friendly beverage anytime, anywhere.

The launch successfully generated traction through the pharmacy channel and contributed to an increase in market share.

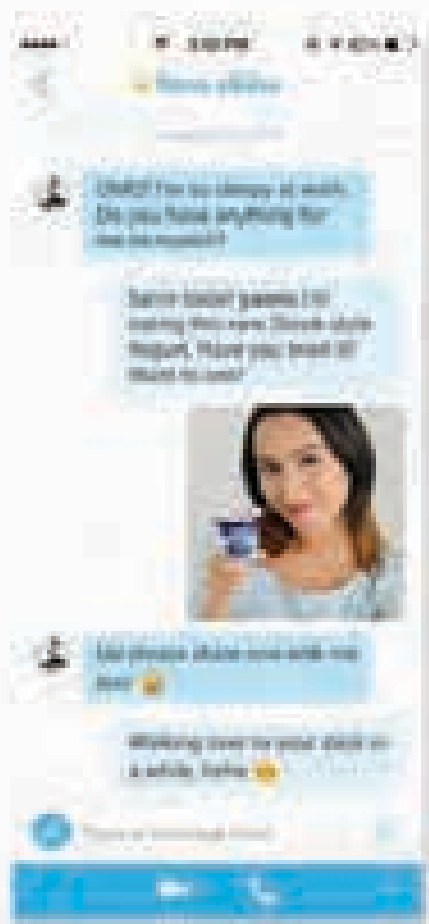
Driven by its belief that 'Happiness is Homemade', MAGGI continues to deliver pleasure through meals made with love, thus nurturing family togetherness at home, through its range of noodles and cooking aids.



Indulge

Through continuous innovation and renovation, we will continue to delight our consumers with an array of affordable, nutritious yet great-tasting products of high quality.





#GoodFoodGoodLife

Nestlé Greek-style yogurt is a healthy and great tasting guilt-free indulgence, as every two servings provide 24% of the daily protein requirements in adults.

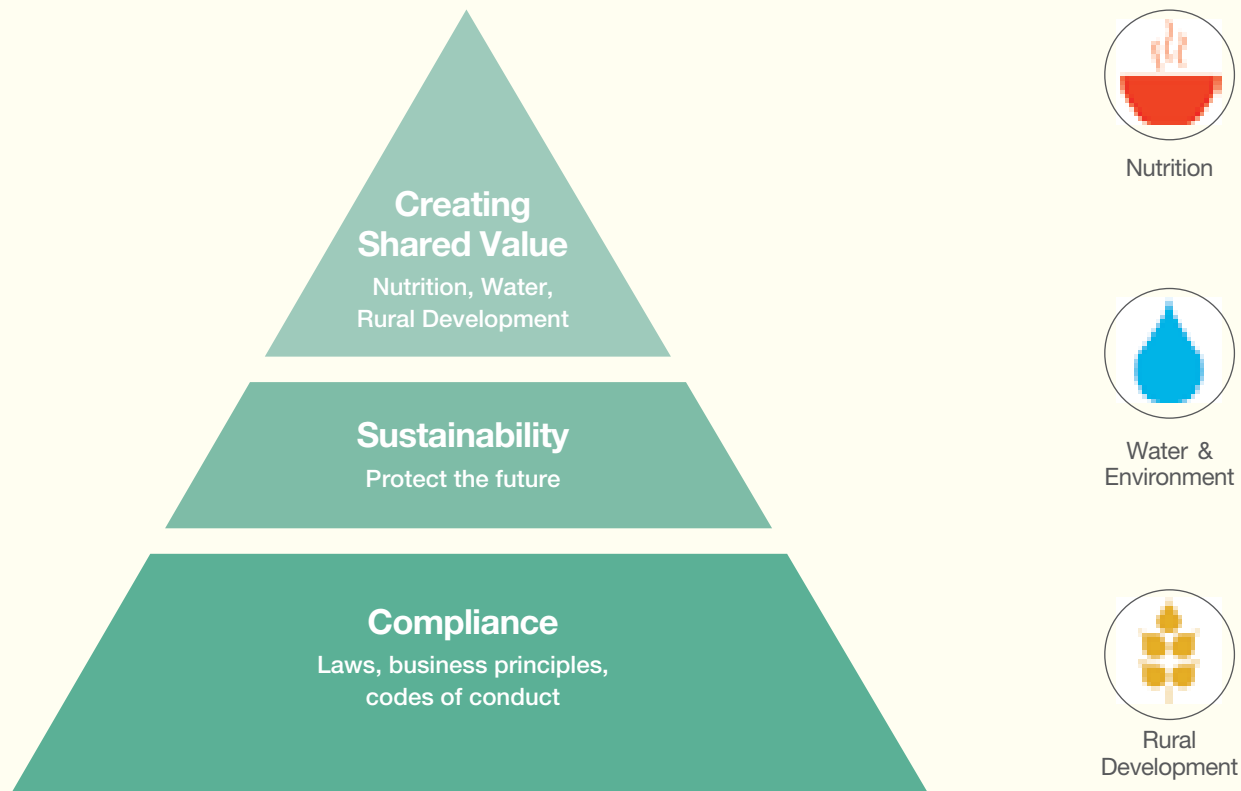




Nestlé in Society:

CREATING SHARED VALUE AND MEETING OUR COMMITMENTS

Creating Shared Value (CSV) is a fundamental part of Nestlé's way of doing business. It is the foundation to our cultures and values, and serves as a motivating principle for our employees. CSV is built on the premise that in order for our business to be successful and prosper in the long run, we must also consider the needs of our shareholders, as well as the communities in which we operate.





Instilling good values start from young and similarly, the concept of Creating Shared Value needs to be inculcated at an early stage. With the believe that we must create long-term value for society in order for the Company to prosper, Nestlé is committed to consistently deliver on its brand promise, producing only the best for its consumers and creating sustainable opportunities for the communities it engages with.

Implementation of Nestlé Healthy Kids Programme Primary Modules in East Malaysia benefitting at least

4,500 children

Nestlé Malaysia successfully planted more than

290,000

trees along the lower Kinabatangan river in Sabah since the launch of the project in 2011

Meeting Our Commitment in Three Key Focus Areas

At Nestlé, we believe that in order for the Company to prosper over the long-term, we have to also ensure that the communities in which we operate prosper as well, and we achieve this by embedding CSV across our value chain and operations and focus on the following three areas that are core to our business and are of greater potential for joint value optimisation:

Nutrition: because food and nutrition are the basis of health, our expertise and of our business – it is the reason we exist.

Water & Environment: because the ongoing quality and availability of water is critical to life, the production of food and to our operations. The deterioration of water quality and availability threatens the very fabric of life and is one of the key environmental issues we face today.

Rural Development: because the overall well-being of the farmers, rural communities, workers, small entrepreneurs and suppliers are essential to the sustainability of our business.

These areas are fundamental to our overall business goal, which is to become the recognised leader in Nutrition, Health and Wellness, trusted by all stakeholders. By firmly incorporating CSV into our business, we are able to venture into results-oriented initiatives that will create long-term impacts on the society which includes addressing health-related issues, sedentary or inactive lifestyles, aging populations and elevating health costs; to agriculture and rural poverty; water, energy and climate change.

For further information on our CSV initiatives, please refer to our Nestlé in Society Report: Creating Shared Value and Meeting Our Commitments Report 2014, which can be downloaded from our corporate website: www.nestle.com.my. Other information on CSV can also be obtained from www.nestle.com.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Tan Sri Dato' Seri Syed Anwar Jamalullail

Independent, Non-Executive Director
Chairman of the Board of Directors
Chairman of the Audit Committee
Chairman of the Nomination Committee

Dato' Mohd. Rafik Bin Shah Mohamad

Independent, Non-Executive Director
Member of the Audit Committee
Chairman of the Compensation Committee

Tan Sri Datuk (Dr.) Rafiah Binti Salim

Independent, Non-Executive Director
Member of the Audit Committee
Member of the Compensation Committee

Tan Sri Datuk Yong Poh Kon

Independent, Non-Executive Director
Member of the Nomination Committee

Dato' Frits Van Dijk

Independent, Non-Executive Director
Member of the Nomination Committee
Member of the Compensation Committee

Toh Puan Dato' Seri Hajjah Dr. Aishah Ong

Independent, Non-Executive Director

Alois Hofbauer

Managing Director
Alternate Director to Martin Peter Krügel
(Appointed with effect from 1 October 2014)
Member of the Compensation Committee
(Appointed with effect from 24 February 2014)

Martin Peter Krügel

Executive Director
Alternate Director to Alois Hofbauer
(Appointed with effect from 1 October 2014)

AUDIT COMMITTEE

Tan Sri Dato' Seri Syed Anwar Jamalullail
Chairman

Dato' Mohd. Rafik Bin Shah Mohamad
Member

Tan Sri Datuk (Dr.) Rafiah Binti Salim
Member

NOMINATION COMMITTEE

Tan Sri Dato' Seri Syed Anwar Jamalullail
Chairman

Tan Sri Datuk Yong Poh Kon
Member

Dato' Frits Van Dijk
Member

COMPENSATION COMMITTEE

Dato' Mohd. Rafik Bin Shah Mohamad
Chairman

Tan Sri Datuk (Dr.) Rafiah Binti Salim
Member

Dato' Frits Van Dijk
Member

Alois Hofbauer
Member
(Appointed with effect from 24 February 2014)

COMPANY SECRETARY

Tengku Ida Adura Tengku Ismail
(MACS 01686)
Tel : +603 7965 6000
Fax : +603 7962 7213
E-mail : TengkuldaAdura.Tengkulsmail@
my.nestle.com

REGISTERED OFFICE

22-1, 22nd Floor, Menara Surian
No.1, Jalan PJU 7/3
Mutiara Damansara
47810 Petaling Jaya
Selangor Darul Ehsan
Tel : +603 7965 6000
Fax : +603 7965 6767

COMPANY WEBSITE

www.nestle.com.my

SHARE REGISTRAR

Tricor Investor Services Sdn. Bhd.
(118401-V)
Level 17, The Gardens North Tower
Mid Valley City, Lingkaran Syed Putra
59200 Kuala Lumpur
Tel : +603 2264 3883
Fax : +603 2282 1886

AUDITORS

KPMG (Firm No. AF 0758)
Chartered Accountants
Level 10, KPMG Tower
8, First Avenue, Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan
Tel : +603 7721 3388
Fax : +603 7721 3399

PRINCIPAL BANKER

HSBC Bank Malaysia Berhad (127776-V)

STOCK EXCHANGE LISTING

Main Market
Bursa Malaysia Securities Berhad (635998-W)

CORPORATE DIRECTORY



MALAYSIA HEAD OFFICE

Nestlé (Malaysia) Berhad (110925-W)

22-1, 22nd Floor, Menara Surian

No.1, Jalan PJU 7/3

Mutiara Damansara

47810 Petaling Jaya

Selangor Darul Ehsan

Tel : +603 7965 6000

Fax : +603 7965 6767

Consumer Services: 1 800 88 3433

Website : www.nestle.com.my

Facebook : <http://www.facebook.com/NestleMalaysia>

FACTORIES

Petaling Jaya

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

25, Jalan Tandang
46050 Petaling Jaya
Selangor Darul Ehsan

Tel : +603 7787 7400
Fax : +603 7787 7599

Batu Tiga

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

Lot 3, Jalan Playar 15/1
Kawasan Perindustrian Shah Alam
40000 Shah Alam
Selangor Darul Ehsan

Tel : +603 5522 5600
Fax : +603 5510 6263

Chembong

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

Lot 691, Jalan Perusahaan Utama
Kawasan Perindustrian Chembong
71300 Rembau
Negeri Sembilan

Tel : +606 686 3900
Fax : +606 686 4080

Kuching

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

Lot 844, Block 7
Muara Tebas Land District
Sejingkat Industrial Park
93714 Kuching
Sarawak

Tel : +6082 472 800
Fax : +6082 472 999

National Distribution Centre

Nestlé Products Sdn. Bhd.

Lot 1, Persiaran Waja
Kawasan Perindustrian Bukit Raja
41050 Klang
Selangor Darul Ehsan

Tel : +603 3361 7800
Fax : +603 3361 7801

Shah Alam Complex

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

Lot 5, Jalan Playar 15/1
Kawasan Perindustrian Shah Alam
40700 Shah Alam
Selangor Darul Ehsan

Tel : +603 5522 5600
Fax : +603 5522 5999

Chembong (Ice Cream)

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

Lot 3857 – 3862
Jalan Perusahaan Utama 4
Kawasan Perindustrian Chembong
71300 Rembau
Negeri Sembilan

Tel : +606 686 3900
Fax : +606 686 4095

Kuching (Ice Cream)

Nestlé Manufacturing (Malaysia) Sdn. Bhd.

Lot 915, Block 7
Muara Tebas Land District
Sejingkat Industrial Park
93714 Kuching
Sarawak

Tel : +6082 472 800
Fax : +6082 472 998

Energize

We deliver our promise of *'Good Food, Good Life'* through our food and beverages that are not only tasty, but also packed with nutritional goodness.





#GoodFoodGoodLife

Tasty and trusted MILO energy drink offers essential vitamins and minerals to meet the growing demands of bodies and minds.





BOARD OF



From left to right:

Tan Sri Datuk Yong Poh Kon, Dato' Mohd Rafik Bin Shah Mohamad, Tan Sri Datuk (Dr.)
Rafiah Binti Salim, Alois Hofbauer, Tan Sri Dato' Seri Syed Anwar Jamalullail,
Toh Puan Dato' Seri Hajjah Dr. Aishah Ong, Martin Peter Krügel, Dato' Frits Van Dijk,
Tengku Ida Adura Tengku Ismail (*Company Secretary*)

PROFILE OF DIRECTORS



Tan Sri Dato' Seri Syed Anwar Jamalullail

Independent, Non-Executive Director
Chairman of the Board of Directors
Chairman of the Audit Committee
Chairman of the Nomination Committee
Malaysian, 63 years of age

Tan Sri Dato' Seri Syed Anwar Jamalullail was appointed as the Chairman of the Board of Directors on 16 April 2009. He is also the Chairman of the Audit Committee and the Nomination Committee. Tan Sri was first appointed to the Board on 25 February 2002 as a Non-Independent, Non-Executive Director, representing Lembaga Tabung Haji. On 5 November 2004 he was re-designated as an Independent, Non-Executive Director, when Lembaga



Dato' Mohd. Rafik Bin Shah Mohamad

Independent, Non-Executive Director
Member of the Audit Committee
Chairman of the Compensation Committee
Malaysian, 64 years of age

Dato' Mohd. Rafik Bin Shah Mohamad was appointed to the Board on 1 June 2007. He is a member of the Audit Committee and the Chairman of the Compensation Committee.

Dato' is a qualified Chartered Accountant from the Malaysian Institute of Accountants and is a fellow of the Association of Chartered Certified Accountants,



Tan Sri Datuk (Dr.) Rafiah Binti Salim

Independent, Non-Executive Director
Member of the Audit Committee
Member of the Compensation Committee
Malaysian, 67 years of age

Tan Sri Datuk (Dr.) Rafiah Binti Salim was appointed to the Board on 17 April 2009. She is a member of the Audit Committee and the Compensation Committee.

Tan Sri graduated with a Masters and a Bachelors Degree in Law from the Queen's University, Belfast, United Kingdom and was awarded an honorary Doctorate by the

Tabung Haji ceased to be a substantial shareholder of the Company. Tan Sri was re-appointed as an Independent Director at the 30th Annual General Meeting held last year, having served the Company for over nine (9) years.

Tan Sri holds a Bachelor of Arts degree in Accounting from Macquarie University, Sydney, Australia, having qualified in 1974. He is also a Chartered Accountant and a Certified Practising Accountant (Australia).

Tan Sri commenced his career with Malaysian Airlines Systems Berhad in 1975 as a Financial Accountant, before

moving on to hold senior positions in various companies. His last position was as the Group Managing Director of Amanah Capital Partners Berhad. Tan Sri was the former Chairman of the Lembaga Tabung Haji Investment Panel. He was also the former Chairman of Media Prima Berhad, MRCB Berhad, DRB-Hicom Berhad, EON Bank Berhad, Uni Asia Life Assurance Berhad, Uni Asia General Insurance Berhad, and the Executive Chairman of Realmild (M) Sdn. Bhd. and Radicare (M) Sdn. Bhd. He was also an independent director of Maxis Communications Berhad and Bangkok Bank Berhad.

Currently, Tan Sri is the Chairman of Cahya Mata Sarawak Berhad, Lembaga Zakat Selangor, Pulau Indah Ventures Sdn. Bhd. (a joint venture company between Khazanah Nasional Berhad and Temasek Holdings of Singapore), and Malakoff Corporation Berhad. He is also the Chancellor of SEGi University.

Tan Sri Dato' Seri Syed Anwar Jamalullail has attended all five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

United Kingdom. He has also attended the Executive Development Programme at the International Institute for Management Development, Lausanne, Switzerland.

Dato' commenced his career as an Analyst with Esso Malaysia Berhad in 1973. He joined the Company in 1981, and retired in 2006 after 25 years of service with Nestlé during which time he has held various significant management positions within the Nestlé group of companies

both locally and overseas. Dato' was an Independent, Non-Executive Director at Handal Resources Bhd., and was also previously a director of Felda Global Ventures Holdings Sdn. Bhd.

Currently, Dato' is the Chairman of the Malaysian AgriFood Corp. Berhad, Cold Chain Network Sdn. Bhd. (a subsidiary of Malaysian AgriFood Corp. Berhad), and Biotropics Malaysia Berhad.

Dato' Mohd. Rafik Bin Shah Mohamad has attended all five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

same University in 2002. She was called to the Malaysian Bar in 1988.

Tan Sri has excellent service records within both the domestic public and private sectors, and international environments. She has served as a Lecturer, Deputy Dean and Dean of the Law Faculty of University of Malaya, Assistant Governor of the Central Bank of Malaysia, Human Resource General Manager with Malayan Banking Berhad, and the Assistant Secretary General for United Nations Human Resource

Management in New York. Tan Sri was previously an Executive Director of the International Centre for Leadership in Finance, and in 2006, she was appointed as the first female Vice-Chancellor in Malaysia posted to University of Malaya.

Tan Sri is currently a Director of Perbadanan Usahawan Nasional Berhad, Allianz Malaysia Bhd., Allianz Life Insurance Malaysia Bhd. and Allianz General Insurance Company (Malaysia) Bhd., and the Chairman of

the Board for Malaysian Genomics Resource Centre Berhad.

Tan Sri Datuk (Dr.) Rafiah Binti Salim has attended four (4) out of the five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

PROFILE OF DIRECTORS



Dato' Frits Van Dijk

Independent, Non-Executive Director
Member of the Nomination Committee
Member of Compensation Committee
Dutch, 67 years of age

Dato' Frits Van Dijk was appointed to the Board on 26 April 2006 as a Non-Independent, Non-Executive Director. He was later re-designated as an Independent, Non-Executive Director on 19 November 2013. He is a member of the Nomination Committee and the Compensation Committee.



Tan Sri Datuk Yong Poh Kon

Independent, Non-Executive Director
Member of the Nomination Committee
Malaysian, 69 years of age

Tan Sri Datuk Yong Poh Kon was appointed to the Board on 25 April 2011. He is a member of the Nomination Committee.

Tan Sri graduated with First Class Honours in Mechanical Engineering from the University of Adelaide, Australia in 1968.



Toh Puan Dato' Seri Hajjah Dr. Aishah Ong

Independent, Non-Executive Director
Malaysian, 70 years of age

Toh Puan Dato' Seri Hajjah Dr. Aishah Ong was appointed to the Board on 28 November 2013.

She qualified as a medical doctor from the University of London in 1969 and is an active social worker.

Toh Puan is the Pro-Chancellor of University of Malaya, having previously served for many years as the Chairman of University Malaya Medical Centre (formerly known as University Hospital). She is also the Chairman of the

Dato' graduated with a Bachelor's Degree in Economics from the School of Economics, Rotterdam, The Netherlands, and has attended the Executive Development Programme at the International Institute for Management Development, Lausanne, Switzerland.

He has served the Nestlé group of companies for the last 41 years, beginning in 1970 as a Sales Representative with Nestlé UK. He has held various senior positions within the Nestlé group of companies in various countries, such as India, the Philippines, Sri Lanka, China and Japan. Dato' was the Chief Operating Officer and subsequently the Market Head of the Company from 1987 until 1995. He has also served as the Market Head of Nestlé Japan, the

Chairman and Chief Executive Officer of Nestlé Waters, and the Executive Vice President and Head of Zone Asia, Oceania, Africa and Middle East of Nestlé S.A., Switzerland, before retiring at the end of September 2011.

Dato' Frits Van Dijk has attended four (4) out of the five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

Tan Sri has served as a Board member of the Malaysian Productivity Corporation, Malaysian Industrial Development Authority and Bank Negara Malaysia. He was also a Member of the National Economic Consultative Council (MAPEN I and II) and a founding Commissioner of the Malaysian Communications and Multimedia Commission. From 2007 to 2013, he was appointed Co-Chair of PEMUDAH the "Special Task Force to Facilitate Business" together with the Chief Secretary of Malaysia. In February 2009, Tan Sri was appointed

as a member of the Advisory Board of the Malaysian Anti-Corruption Commission and in 2013 he was appointed a member of the Economic Council in the Prime Minister's office.

He is currently the Managing Director of Royal Selangor International Sdn. Bhd., a manufacturer and exporter of pewter products, a Director of TAHPS Group Berhad, RAM Holdings Berhad and President of the Royal Selangor Golf Club. He is also a Fellow of the Academy of Sciences and the Malaysian Institute of Management.

Tan Sri is also a Council member and is the past President of the Federation of Malaysian Manufacturers ("FMM").

Tan Sri Datuk Yong Poh Kon has attended all five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

Institute Jantung Negara Foundation, the New Straits Times Press Charity Fund, and the Charity Welfare Sub-committee of Badan Kebajikan Isteri-isteri Menteri. She completed two (2) terms as the first Chairman of the Health Promotion Board of the Ministry of Health.

She is also a Founding Trustee of the Alzheimer's Disease Foundation of Malaysia and the Cancer Research Initiatives Foundation, as well as a Trustee of MERCY Malaysia, the Tun Abdul Razak Foundation, the National

Council of Women's Organisations, the Women's Aid Organisation and the Dewan Filharmonik Petronas. She is also the Patron of Cancerlink, the Arthritis Foundation of Malaysia, the National Stroke Association of Malaysia, Wanita Pertubuhan Kebajikan Islam Malaysia Wilayah Persekutuan, and the Mental Health Association of Malaysia. Toh Puan also presently sits on the Board of the Malaysian Philharmonic Orchestra.

Toh Puan Dato' Seri Hajjah Dr. Aishah Ong has attended all five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

PROFILE OF DIRECTORS



Alois Hofbauer

Managing Director
Member of the Compensation Committee
(Appointed with effect from 24 February 2014)
Austrian, 49 years of age

Alois Hofbauer was appointed to the Board on 22 February 2013. He is a Member of the Compensation Committee.

Alois Hofbauer is a graduate of the International Institute for Management Development, Lausanne, Switzerland and the University of Innsbruck, Austria.



Martin Peter Krügel

Executive Director
(Responsible for Finance & Control)
(Appointed with effect from 1 October 2014)
German, 47 years of age

Martin Peter Krügel was appointed to the Board on 1 October 2014.

Martin Peter Krügel holds a Master of Science in Economics from University Erlangen, Germany.

PROFILE OF THE COMPANY SECRETARY



Tengku Ida Adura Tengku Ismail

Company Secretary
Head of Legal and Secretarial
Malaysian, 42 years of age

Tengku Ida Adura Tengku Ismail was appointed as the Company Secretary of the Group in 2013. She is a certified Company Secretary, being a member of the Malaysian Association of Company Secretaries. She holds an LL.B (Hons) from the University of Nottingham, United Kingdom, is a qualified Barrister-at-Law from the

He joined the Nestlé group of companies in December 1990, initially as a Sales and Marketing Trainee in Austria. In 1995, he was transferred to Hong Kong in the first of several assignments in the Greater China Region (“GCR”) over a period of 15 years. In 1998 he moved to Mainland China, first as Sales Manager, next as Group Brand Manager, Coffee and Beverages, and finally as Business Development Manager for Powdered Milks. In 2001, he was appointed Head of the

Confectionery business for GCR, before taking up his first general management role in 2004 as the Managing Director of Nestlé Taiwan business. In 2010, Alois Hofbauer was appointed as the Managing Director of Nestlé Sri Lanka, a position he held until his current appointment as the Managing Director of the Company.

He presently serves on the Council of the Federation of Malaysian Manufacturers (“FMM”) and the

Malaysian International Chamber of Commerce and Industry. He is also the Chairman of the FMM Ethical Business Practices Committee.

Alois Hofbauer has attended all five (5) meetings of the Board of Directors in the financial year ended 31 December 2014.*

He joined Nestlé Germany in 1995 where he held various positions in Supply Chain, Finance, Accounting and Controlling. In 2000, he was promoted to Finance Manager in Maitre Paul B.V. Netherlands, a subsidiary of Nestlé. In 2004 to 2006, he was the Finance Manager for Cereal Partners Germany. In 2006, he was transferred to Nestlé Nordics as Finance Manager, Cereal Partners. In 2008, he was promoted to Head of Finance & Control in Nestlé Nigeria, where he played a strong co-pilot role

in operational and strategic business decisions and implemented a very structured communication to institutional and retail shareholders.

Since his date of appointment, Martin Peter Krügel has attended one (1) meeting of the Board of Directors for the financial year ended 31 December 2014.*

Honourable Society of Lincoln’s Inn and was called to the Malaysian Bar. She commenced her career in private legal practice and prior to joining the Company, Tengku Ida was a Legal Manager with Kumpulan Guthrie Berhad (now known as Sime Darby Berhad). She joined the Company in 2005 as Legal Counsel and in 2010, she was expatriated to Nestlé S.A., Switzerland as Legal Counsel for Zone Asia, Oceania, Africa and Middle East. Upon her return in 2013, she

assumed the position of Head of Legal and Secretarial, responsible for all legal and secretarial matters for the Group.

Tengku Ida was in attendance in all five (5) meetings of the Board of Directors for the financial year ended 31 December 2014.

* Additional information on the Board of Directors:

(i) Details of any interest in securities

Save and except for Dato’ Frits van Dijk who holds 8,000 ordinary shares in Nestlé (Malaysia) Berhad, none of the other Directors own any shares in Nestlé (Malaysia) Berhad.

(ii) Family relationship with any director and/or major shareholder

None of the Directors have any family relationship with any other director and/or major shareholder of the Group.

(iii) Conflict of interests

None of the Directors have any conflict of interest or any personal interest in any business arrangement involving the Group.

(iv) The list of convictions for offences within the past 10 years other than traffic offences

None of the Directors have been convicted of any offence within the past 10 years, other than traffic offences, if any.





Nestlé Malaysia's Board of Directors and Company Secretary actively participating in a cooking workshop held at the MAGGI Masak-Masak Studio

MANAGE

From left to right:

- 1 Adnan Pawanteh
- 2 Kumaran Nowuram
- 3 Alois Hofbauer
- 4 Zainun Nur Abdul Rauf

MENT Team

From left to right:

- 5 Uzma Qaiser Butt
- 6 Gavin Schwarzenbach
- 7 Nirmalah Thurai
- 8 Martin Peter Krügel

PROFILE OF MANAGEMENT TEAM

01



01 Alois Hofbauer

Managing Director

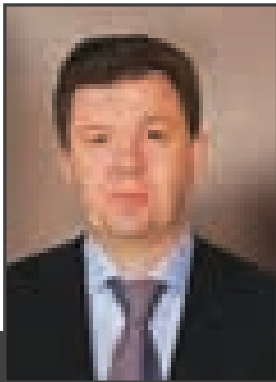
Alois Hofbauer, an Austrian national, is the Managing Director of Nestlé [Malaysia] Berhad and Regional Head of Nestlé Malaysia/Singapore. He was appointed to the Company on 22 February 2013. A graduate of the Swiss Business School, International Institute for Management Development (IMD) and the University of Innsbruck, Austria, Alois Hofbauer's career with Nestlé began over 20 years ago when he joined Nestlé Austria as a Sales and Marketing Trainee. He has a strong leadership track record in country management and a deep understanding of business in Asia. He has held various Senior Management positions in the region in the last 20 years before becoming the Managing Director of Nestlé Taiwan in 2004 and subsequently the Managing Director of Nestlé Sri Lanka in 2010.

02 Martin Peter Krügel

**Executive Director, Finance & Control
(from 1 October 2014)**

Martin Peter Krügel, a German national, succeeded Marc Seiler as the Executive Director, Finance & Control effective 1 October 2014. His career with Nestlé began in 1995 with Nestlé Germany where he held various positions in the areas of Supply Chain, Finance, Accounting and Controlling, after which he was transferred to the Nordics in 2006 where he assumed the role of Finance Manager for Cereal Partners. Then, in 2008, Martin Peter Krügel was promoted to Nestlé Nigeria as Head of Finance & Control, a position he held until the end of September 2014.

02



03



03 Gavin Schwarzenbach

**Executive Director, Supply Chain
(from 2 June 2014)**

Gavin Schwarzenbach succeeded Patrick Hartless as the Executive Director, Supply Chain effective 2 June 2014. His career with Nestlé began in 1987 when he joined Nestlé United Kingdom's in Operations Research. He later embarked on an expatriate career in 1994. He was the Supply Chain Director in Nestlé Denmark from 2001 to 2004, after which he was appointed as Head of Supply Chain for the European Nutrition Business. Gavin Schwarzenbach then moved to Nestlé USA in 2009 as the Head of Supply Chain for Nutrition North America and then to Nestlé S.A. in 2012 as Head of Supply Chain for the Global Nutrition Business, a position he held until the end of May 2014.

04 Adnan Pawanteh

**Executive Director,
Technical & Production**

Adnan Pawanteh is the Executive Director, Technical & Production. As an Engineering degree holder with a Masters of Business Administration in Management, he began as a Trainee Engineer in Nestlé Malaysia in 1984 and over the subsequent 17 years, he held various positions in the Technical area. He was posted to Nestlé Australia in 2001 where he was assigned to the position of Industrial Performance Manager and Production Manager before returning to Malaysia in 2002 as the Factory Manager of Nestlé Shah Alam Complex. In 2010, Adnan Pawanteh was transferred to Nestlé Turkey as Technical Director, a position he held until the end of May 2012.

04



Kumaran Nowuram 05

Executive Director, Sales

Kumaran Nowuram was appointed to the Company as the Sales Director on 1 August 2013. He started his career with the Company in 1994 as a management trainee. In 2002, he became Group Brand Manager for the Dairy Business. In 2003, Kumaran Nowuram was expatriated to Nestlé Middle East to head the Dairy Business for the Middle East region, based in Dubai. In 2009, he took up the role of Business Executive Manager [Dairy] based in India, before becoming the Sales Director of the Company. He holds a Bachelor's Degree in Social Sciences [Economics] from Universiti Sains Malaysia and has also attended the Programme for Executive Development at the International Institute for Management Development [IMD] in Lausanne, Switzerland.

Zainun Nur Abdul Rauf 06

**Executive Director,
Group Corporate Affairs**

Zainun Nur Abdul Rauf is the Executive Director, Group Corporate Affairs of the Company. In 1998, she joined the Company as Group Brand Manager for Nestlé Breakfast Cereals. Thereafter, she moved to the Food Services Business Unit [now known as Nestlé Professional], followed by a stint in Consumer Services Division. In 2005, she returned to Nestlé Professional as Country Business Manager for Malaysia and Singapore, managing the out-of-home food and beverage market. Zainun Nur Abdul Rauf holds a Masters in Business Administration from the Institute of Marketing, United Kingdom.



05



06

055

Nirmalah Thurai 07

**Country Business Manager,
Cereal Partners Malaysia**

Nirmalah Thurai is the Country Business Manager for Cereal Partners Malaysia, a position she has held since 2006. She joined the Company in 1981 as a Market Research Executive. In 1987, she moved to Nestlé United Kingdom for a year, before returning to Malaysia as a Product Executive. Nirmalah Thurai has held various managerial positions over the next 12 years in the Food Business, before she was appointed as the Manager for Chilled Dairy Business Unit in 2000. She graduated with a Bachelor's Degree in Arts from Universiti Sains Malaysia.

Uzma Qaiser Butt 08

**Executive Director,
Group Human Resources**

Uzma Qaiser Butt is the Executive Director, Group Human Resources Malaysia/Singapore. She was appointed to the Company on 1 July 2013. Uzma Qaiser Butt started her career with Nestlé Pakistan in 2001 and became the Human Resources Director of Nestlé Pakistan in 2005 before being expatriated to Nestlé S.A., Switzerland in 2010 as Human Resource Operations Manager. She holds a Masters in Business Administration from Lahore University of Management Sciences and a Degree from Kinnaird College in Pakistan.



07



08

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the **31st (Thirty-First) 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, 23 April 2015** 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 2014 and the Directors' and Auditors' reports thereon. **Resolution 1**
2. To approve the payment of a final dividend of 175 sen per share, under a single-tier system, in respect of the financial year ended 31 December 2014. **Resolution 2**
3. To approve the payment of Directors' fees of RM810,000 for the financial year ended 31 December 2014 (2013: RM737,452). **Resolution 3**

4. To re-elect the following Directors retiring in accordance with the Company's Articles of Association:

4.1 Under Article 90.1

- (i) Dato' Mohd. Rafik Bin Shah Mohamad

Resolution 4

- (ii) Tan Sri Datuk Yong Poh Kon

Resolution 5

4.2 Under Article 97

Martin Peter Krügel

Resolution 6

Please refer to Explanatory Note 1

5. To re-appoint Messrs KPMG (Firm No. AF 0758) as auditors of the Company and to authorise the Directors to fix their remuneration.

Resolution 7

Please refer to Explanatory Note 2

As Special Business

To consider and if thought fit, to pass the following as Ordinary Resolutions:

6. **Re-appointment of Toh Puan Dato' Seri Hajjah Dr. Aishah Ong as a director pursuant to Section 129(2) of the Companies Act, 1965.**
"THAT Toh Puan Dato' Seri Hajjah Dr. Aishah Ong being over the age of 70 years and retiring in accordance with Section 129(2) of the Companies Act 1965, be and is hereby re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting of the Company."

Resolution 8

Please refer to Explanatory Note 3

7. **Proposed Renewal of 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 1 April 2015.**

"That the mandate granted by the shareholders of the Company on 24 April 2014 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 1 April 2015 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, be and is hereby renewed.

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 143(1) of the Companies Act 1965 (but must not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act 1965); 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 authorised by this resolution." **Resolution 9**
Please refer to Explanatory Note 4

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 5

- 9. 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 31st (Thirty-First) Annual General Meeting of the Company, a final dividend of 175 sen per share, under a single-tier system in respect of the financial year ended 31 December 2014 will be paid to the shareholders on 27 May 2015. The entitlement date for the said dividend shall be 13 May 2015.

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 13 May 2015 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

TENGKU IDA ADURA TENGKU ISMAIL

Company Secretary
(MACS 01686)

Petaling Jaya
1 April 2015

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 instead of him. A proxy may, but need not be, a member of the Company and the provision of Section 149(1)(b) of the Companies Act 1965, shall not apply to the Company.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointor 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, it may appoint not more than two (2) proxies in respect of each Securities Account it 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 it 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 Services Sdn. Bhd. (Company No. 118401-V), at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 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.
- (vi) In respect of deposited securities, only members whose names appear in the Record of Depositors on 15 April 2015 shall be entitled to attend, speak and vote at the general meeting.

Explanatory Notes on Ordinary Business:-**1. Re-election of Retiring Directors**

Dato' Mohd. Rafik Bin Shah Mohamad, Tan Sri Datuk Yong Poh Kon and Martin Peter Krügel are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election.

2. Re-appointment of Messrs KPMG as Auditors of the Company

The Board had at its meeting held on 23 February 2015 approved the recommendation by the Audit Committee on the re-appointment of KPMG as Auditors of the Company. The Board and Audit Committee collectively agreed that KPMG 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:-**3. Re-appointment of Toh Puan Dato' Seri Hajjah Dr. Aishah Ong**

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, a director who is over the age of 70 years and retiring in accordance with Section 129(2) of the Companies Act, 1965. The recommendation for the re-appointment of Toh Puan Dato' Seri Hajjah Dr. Aishah Ong is supported by her professional medical qualification which is vital to the Company as it aims to position itself as the leading nutrition, health and wellness company in Malaysia. Her active involvement in non-governmental and charity organisations would contribute greatly to the Company's corporate social responsibility (known as creating shared value) activities through her experience and engagements with the aforementioned organisations.

4. Recurrent Related Party Transactions

The proposed resolution is to seek a renewal of 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 1 April 2015 accompanying the Company's Annual Report for the financial year ended 31 December 2014.

5. 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 five (5) years since 16 April 2009. The Nomination Committee has made the necessary assessment and recommended to the Board of Directors that he be retained as an Independent Director of the Company based on his ability to understand the businesses of the Company well, the environment in which the Company operates, the challenges to the Company and his contribution to the development of strategies and direction of the Company. He has ensured effective check and balance in the proceedings of the Board and the Board Committees. He has also devoted sufficient time, attention and has been committed to his responsibilities and in performing his functions and duties as the Chairman of the Board of Directors, the Audit Committee and the Nomination Committee. This proposed resolution is in line with the recommendation under the Malaysian Code on Corporate Governance 2012 and this would allow him to continue to serve as Chairman of the Audit Committee, pursuant to the requirement of Paragraph 15.10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

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 31st (Thirty-First) 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, 23 April 2015 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 receive the statutory financial statements for the financial year ended 31 December 2014 and the Directors' and Auditors' reports thereon. | | |
| 2. | To approve the payment of a final dividend of 175 sen per share, under a single-tier system, in respect of the financial year ended 31 December 2014. | | |
| 3. | To approve the payment of Directors' fees of RM810,000 for the financial year ended 31 December 2014 (2013: RM737,452). | | |
| 4. | To re-elect Dato' Mohd. Rafik Bin Shah Mohamad as a Director of the Company. | | |
| 5. | To re-elect Tan Sri Datuk Yong Poh Kon as a Director of the Company. | | |
| 6. | To re-elect Martin Peter Krügel as a Director of the Company. | | |
| 7. | To re-appoint Messrs KPMG (Firm No. AF 0758) as auditors of the Company and to authorise the Directors to fix their remuneration. | | |
| 8. | To re-appoint Toh Puan Dato' Seri Hajjah Dr. Aishah Ong as a Director of the Company. | | |
| 9. | Proposed Renewal of 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 1 April 2015. | | |
| 10. | Retention of Independent Director. | | |

Dated this _____ day of _____ 2015

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 instead of him. A proxy may, but need not be, a member of the Company and the provision of Section 149(1)(b) of the Companies Act 1965, shall not apply to the Company.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointor 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, it may appoint not more than two (2) proxies in respect of each Securities Account it 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 it 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 Services Sdn. Bhd. (Company No. 118401-V), at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 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.
- (vi) In respect of deposited securities, only members whose names appear in the Record of Depositors on 15 April 2015 shall be entitled to attend, speak and vote at the general meeting.

Please fold here to seal

Affix postage
stamp

Tricor Investor Services Sdn. Bhd. (Company No. 118401-V)
Level 17, The Gardens North Tower
Mid Valley City, Lingkaran Syed Putra
59200 Kuala Lumpur.

Tel: (03) 2264 3883 Fax: (03) 2282 1886

Please fold here to seal

Nestlé

CONTACT DETAILS

Visit our website at : <http://www.nestle.com.my>
Visit our Facebook page at : <http://www.facebook.com/NestleMalaysia>
Call us at Free Phone : 1-800-88-3433
Fax to us at : 03-7965 6767
Write to us at : Nestlé Consumer Services
22-1, 22nd Floor, Menara Surian,
No. 1, Jalan PJU 7/3,
Mutiara Damansara,
47810 Petaling Jaya,
Selangor Darul Ehsan.

Nestlé (Malaysia) Berhad (110925-W)

22-1, 22nd Floor, Menara Surian

No. 1, Jalan PJU 7/3

Mutiara Damansara

47810 Petaling Jaya

Selangor Darul Ehsan

Malaysia

Tel: +603 7965 6000

Fax: +603 7965 6767

Nestlé Consumer Services Free Phone: 1-800-88-3433

Facebook: <http://www.facebook.com/NestleMalaysia>

www.nestle.com.my