

Petaling Jaya, 29 March 2024

To: Shareholders of Nestlé (Malaysia) Berhad

Dear Shareholders,

Re: 40th Annual General Meeting and Annual Report 2023

We are pleased to enclose together with this booklet the following documents:

A. ANNUAL GENERAL MEETING

- 1. Notice of 40th Annual General Meeting dated 29 March 2024;
- 2. Proxy Form for the 40th Annual General Meeting; and
- 3. Administrative details for the 40th Annual General Meeting.

B. ANNUAL REPORT 2023 AND CIRCULARS TO SHAREHOLDERS

Please scan this QR code to access the digital version of the following documents:-

- 1. The Annual Report 2023; and
- 2. Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature dated 29 March 2024.



C. PRIVACY NOTICE TO SHAREHOLDERS

BY ORDER OF THE BOARD

TENGKU IDA ADURA BINTI TENGKU ISMAIL

Company Secretary (SSM PC No. 201908001581) (MACS 01686)

NOTICE IS HEREBY GIVEN THAT the 40th Annual General Meeting ("AGM") of the Company will be held on a virtual basis through live streaming from the broadcast venue at Level 22, 1 Powerhouse, No. 1, Persiaran Bandar Utama, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Tuesday, 30 April 2024 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 2023, and the Directors' and Auditors' reports thereon.

Please refer to Explanatory Note 1

2. TO RE-ELECT the following Directors retiring in accordance with Article 97.1 of the Constitution of the Company:

2.1	Mr. Chin Kwai Fatt	Resolution 1
2.2	YM Dr. Tunku Alina Alias	Resolution 2
2.3	Mr. Juan Aranols	Resolution 3

Please refer to Explanatory Note 2

3. TO RE-ELECT the following Directors who will be retiring in accordance with Article 106 of the Constitution of the Company:

Resolution 5
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Resolution 4

4. TO RE-APPOINT Ernst & Young PLT (Firm No. 202006000003 (LLP0022760-LCA) & AF 0039) as Auditors of the Company and to authorise the Directors to fix their remuneration.

Please refer to Explanatory Note 3

As Special Business

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

- 5. TO APPROVE the following payments to the Directors:
 - 5.1 Fees of RM1,248,500 for the financial year ended 31 December 2023. Resolution 7

Resolution 8

- 5.2 Benefits of RM250,000 for the financial period from 1 July 2024 to 30 June 2025.
- **6.** 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 29 March 2024.

"THAT approval be hereby given for the renewal of the mandate granted by the Shareholders of the Company on 26 April 2023 pursuant to paragraph 10.09 of the Main Market Listing Requirements of 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 2024 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 its 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 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 authorised by this resolution."

Please refer to Explanatory Note 4

7. TO TRANSACT any other business for which due notice shall have been given.

BY ORDER OF THE BOARD

TENGKU IDA ADURA TENGKU ISMAIL

Company Secretary (SSM PC No. 201908001581) (MACS 01686)

Petaling Jaya 29 March 2024

Notes:

Virtual Annual General Meeting ("AGM")

- (i) The 40th AGM of the Company will be conducted on a virtual basis through live streaming and Remote Participation and Voting ("RPV") facilities which will be made available on the online portal of Tricor Investor & Issuing House Services Sdn. Bhd., TIIH Online at <u>https://tiih.online</u>. Please refer to the Administrative Details for the 40th AGM for the procedures to register, participate and vote remotely via the RPV facilities.
- (ii) For the purpose of complying with Section 327(2) of the Companies Act 2016, the Chairman of the meeting is required to be present at the main venue of the AGM. Members/Proxies/Corporate Representatives will not be allowed to attend this AGM in person at the broadcast venue on the day of the AGM.

Appointment of Proxy

- (iii) A member of the Company entitled to attend and vote at the virtual 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.
- (iv) 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.
- (v) Where a member of the Company is an authorised nominee as defined under the Security Industry (Central Depositories) Act 1991, he may appoint not more than two 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 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 proxies, or where an exempt authorised nominee appoints two or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

Resolution 9

- (vi) An authorised nominee or an exempt authorised nominee with more than one Securities Account must submit a separate instrument of proxy for each securities account.
- (vii) 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. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or the proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online website at https://tilh.online. All proxy forms submitted must be received by the Company not less than 48 hours before the time appointed for the holding of the meeting (i.e. Sunday, 28 April 2024 at 10.00 a.m.) or any adjournment thereof. In default, the instrument of proxy shall not be treated as valid.
- (viii) In respect of deposited securities, only members whose names appeared in the Record of Depositors as at Monday, 22 April 2024 shall be entitled to attend, speak and vote at the meeting or appoint proxies to attend, speak and vote on his/her behalf.

Explanatory Notes on Ordinary Business:

1. Audited Financial Statements

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

2. Re-election of Retiring Directors

The Board of Directors had through its Governance, Nomination and Compensation Committee carried out an assessment of the Directors who are standing for re-election under Articles 97.1 and 106 of the Company's Constitution and agreed that the Directors have met the Board's expectation in the discharge of their duties and responsibilities.

Directors standing for re-election under Article 97.1 of the Company's Constitution are:-

- Mr. Chin Kwai Fatt
- YM Dr. Tunku Alina Alias
- Mr. Juan Aranols

All the Directors who will be retiring for re-election according to Article 97.1 were assessed based on the following criteria:-

- (i) Each Director's performance, skills and contribution based on the results of the Board Effectiveness Evaluation (BEE) 2023;
- (ii) The level of independence demonstrated by each Independent Director, and his/her ability to act in the best interests of the Company in decision-making; and
- (iii) The Directors' Fit and Proper Policy.

Directors standing for re-election under Article 106 of the Company's Constitution are:-

- YTM Tan Sri Tunku Puteri Intan Safinaz Sultan Abd Halim
- Tan Sri Wan Zulkiflee Wan Ariffin

Both the Directors who will be retiring for re-election according to Article 106 were assessed based on the following criteria:-

- (i) Each Director's level of contribution to the Board deliberations through his/her skills, experience and strength in qualities;
- (ii) The level of independence demonstrated and his/her ability to act in the best interests of the Company in decision-making; and
- (iii) The Directors' Fit and Proper Policy.

All Directors have completed the conflict of interest assessment, and there are no concerns noted.

All Directors standing for re-election have abstained from deliberations and decisions on their own eligibility and have offered themselves for re-election at the 40th AGM.

The Board endorsed the recommendation of the Governance, Nomination and Compensation Committee on the re-election of the retiring Directors.

Mr. Chin Kwai Fatt

Mr. Chin was appointed on 29 April 2021 and is the Chairman of the Audit and Risk Committee.

Mr. Chin's extensive background in consulting, corporate finance and leadership, coupled with his proven track record during his tenure with PricewaterhouseCoopers (PwC) and PwC Network is valuable as a member of the Board and as the Chairman of the Audit and Risk Committee. His diverse expertise encompasses financial acumen, risk management, and information technology consulting, has provided a holistic perspective that is crucial for steering the Company towards success. He has also demonstrated exceptional governance, strategic oversights and showcased his commitment to ensuring sound financial practices and adherence to regulatory standards. Given his wealth of experience and dedication to upholding the highest standards of corporate governance and financial reporting, the Board recommends his re-election as a member of the Board and as Chairman of the Audit and Risk Committee.

YM Dr. Tunku Alina Alias ("Dr. Tunku Alina")

Dr. Tunku Alina was appointed on 21 June 2021, a member of the Governance, Nomination and Compensation Committee and a member of the Audit and Risk Committee.

Dr. Tunku Alina brings diverse experience in business as well as academic expertise. Her qualifications as an Advocate and Solicitor of the High Court of Malaya, underscores her legal acumen and dispute resolution skills. In the academic sector, she has experience as an Adjunct Professor of Islamic Finance Law at the University of Miami and an Adjunct Research Fellow at the International Centre for Education in Islamic Finance (INCIEF). Dr. Tunku Alina has a strong commitment to sustainability. She has completed the Oxford Leading Sustainable Corporation Programme at the University of Oxford Saïd Business School and the Circular Economy and Sustainability Strategies Programme at the University of Cambridge Judge Business School, and she has also served as the Council Member of the Climate Governance Malaysia. Given her extensive engagement and strong background in Environmental, Social and Governance (ESG) as well as her role in the corporate sector, the Board recommends her re-election as a Board member and to continue to serve as a member of the Governance, Nomination and Compensation Committee, and the Audit and Risk Committee.

Mr. Juan Aranols

Juan Aranols was appointed on 1 December 2018.

With an extensive background spanning over 30 years with the Nestlé group, Juan Aranols has undertaken various key roles globally. Prior to being appointed as the Chief Executive Officer (CEO) of the Group, he was the Chief Financial Officer (CFO) of Zone Asia, Oceania and Africa (AOA) and also the Zone AOA category lead for the confectionery business and Nestlé Professional. His resilience, strategic vision and adaptability have proven to steer through dynamic business landscapes and challenges, especially during the COVID-19 pandemic, the supply chain disruptions and economic slowdown. Juan Aranols has demonstrated very strong result-driven strategies and approaches, and consistently exhibited unwavering leadership during these challenging times. With his vast experience, business acumen and his ability to navigate complexities, the Board recommends his re-election at the forthcoming AGM to ensure the sustainable success of the Company.

YTM Tan Sri Tunku Puteri Intan Safinaz Sultan Abd Halim ("YTM Tunku Puteri")

YTM Tunku Puteri was appointed on 2 May 2023, a member of the Governance, Nomination and Compensation Committee.

YTM Tunku Puteri is currently the National Chairperson of the Malaysian Red Crescent Society and a Governing Board member of the International Federation of Red Cross and Red Crescent Societies. Her significant contributions to social activism, humanitarian efforts, and community development, including her role in the Sultanah Bahiyah Foundation, showcase her dedication to positive societal change and commitment to community services. YTM Tunku Puteri's role as Royal Patron and adviser to the Langkawi UNESCO Global Geopark underscores her diverse and impactful engagements. YTM Tunku Puteri has also gained recognition in the academic arena following esteemed appointments as Chancellor and Pro-chancellor for several local universities in Malaysia. In view of her extensive experience and notable accomplishments, particularly in the realm of ESG, the Board believes her re-election aligns strongly with the Group's ESG agenda, contributing to our sustainable growth and community outreach efforts.

Tan Sri Wan Zulkiflee Wan Ariffin

Tan Sri Wan Zulkiflee was appointed on 1 October 2023, a member of the Audit and Risk Committee.

Tan Sri Wan Zulkiflee is a highly experienced leader with an illustrious career spanning over 40 years. His distinguished leadership roles include prominent positions in PETRONAS, Malaysia Airlines Berhad and Malaysia Aviation Group Berhad, and spans in various domains, including management, finance, and regulatory affairs. Beyond the corporate realm, Tan Sri Wan Zulkiflee has served as a Council Member for the East Coast Economic Region Development Council, Northern Corridor Implementation Authority, and ASEAN Council on Petroleum. He also serves as an Adjunct Professor at Kulliyyah of Economics and Management Sciences, International Islamic University of Malaysia. Given his extensive experience, diverse background and proven leadership, the Board is confident that Tan Sri Wan Zulkiflee's re-election will provide substantial value and be instrumental in driving the Group's sustainable growth journey.

The Board ensures that shareholders have the information they require to make an informed decision on the re-election of retiring directors. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the Company as a whole. The profiles of Directors standing for re-election are set out on pages 47, 48, 49 and 50 of the Annual Review 2023.

3. Re-appointment of Ernst & Young PLT (Firm No. 202006000003 (LLP0022760-LCA) & AF 0039), as Auditors of the Company ("Ernst & Young PLT")

The Board had its meeting held on 27 February 2024 and approved the recommendation by the Audit and Risk Committee to re-appoint Ernst & Young PLT. The Board and Audit and Risk Committee collectively agreed that Ernst & Young PLT 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. Recurrent Related Party Transactions

The proposed Ordinary Resolution 9 is to seek a renewal of the 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 2024 accompanying the Company's Annual Report for the financial year ended 31 December 2023.

The Annual Report 2023 and other accompanying documents are available online at <u>https://www.nestle.com.my/investors/shareholders-meeting</u> and will be sent by electronic mail to Shareholders who have maintained their e-mail addresses in the Record of Depositors with Bursa Malaysia Depository Sdn. Bhd.

PROXY FORM

Nestlé (Malaysia) Berhad

Registration No.: 198301015532	(110925-W) (Incorporated in Malaysia)
No. of shares held	
CDS Account No.	

l/We _	N	IRIC/Passport/Company No
of		

being a member of Nestlé (Malaysia) Berhad, hereby appoint the person(s) below as my/our proxy to vote for *me/us on *my/our behalf at the **40th Annual General Meeting** of the Company to be held on a virtual basis via remote participation and electronic voting from the broadcast venue at the **Level 22**, **1 Powerhouse**, **No. 1**, **Persiaran Bandar Utama**, **Bandar Utama**, **47800 Petaling Jaya**, **Selangor Darul Ehsan**, **Malaysia** on **Tuesday**, **30 April 2024** at **10.00 a.m.** and at any adjournment thereof.

Option#	Name of Proxy(ies)	MyKAD/ Registration No.	Email Address/ Tel No.	Proportion of shareholding to be represented	
	Chairman of Meeting			%	
	Appoint ONE proxy only (Please complete details of proxy below)				
				%	
	Appoint MORE THAN ON	IE proxy (Please complete det	ails of proxies below)		
Proxy 1				%	
Proxy 2				%	

* Please tick ($\sqrt{}$) ONE box only.

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/her discretion.

No.	Resolutions	For	Against
1.	To re-elect Mr. Chin Kwai Fatt as a Director of the Company.		
2.	To re-elect YM Dr. Tunku Alina Alias as a Director of the Company.		
3.	To re-elect Mr. Juan Aranols as a Director of the Company.		
4.	To re-elect YTM Tan Sri Tunku Puteri Intan Safinaz Sultan Abd Halim as a Director of the Company.		
5.	To re-elect Tan Sri Wan Zulkiflee Wan Ariffin as a Director of the Company.		
6.	To re-appoint Ernst & Young PLT (Firm No. 202006000003 (LLP0022760-LCA) & AF 0039) as Auditors of the Company and to authorise the Directors to fix their remuneration.		
7.	To approve the payment of Directors' fees of RM1,248,500.00 for the financial year ended 31 December 2023.		
8.	To approve the payment of Directors' benefits of RM250,000.00 for the financial period from 1 July 2024 to 30 June 2025.		
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 29 March 2024.		

Dated this		day of	2024
		· · · · · · · · · · · · · · · · · · ·	
Signature	:		
Address/ Contact No.	:		
Contact No.			
Company Stamp	:		
Occupation	:		

Notes:

Virtual Annual General Meeting ("AGM")

- (i) The 40th AGM of the Company will be conducted on a virtual basis through live streaming and Remote Participation and Voting ("RPV") facilities which will be made available on the online portal of Tricor Investor & Issuing House Services Sdn. Bhd., TIIH Online at <u>https://tiih.online</u>. Please refer to the Administrative Details for the 40th AGM for the procedures to register, participate and vote remotely via the RPV facilities.
- (ii) For the purpose of complying with Section 327(2) of the Companies Act 2016, the Chairman of the meeting is required to be present at the main venue of the AGM. Members/ Proxies/Corporate Representatives will not be allowed to attend this AGM in person at the broadcast venue on the day of the AGM.

Appointment of Proxy

- (iii) A member of the Company entitled to attend and vote at the virtual 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.
- (iv) 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.
- (v) Where a member of the Company is an authorised nominee as defined under the Security Industry (Central Depositories) Act 1991, he may appoint not more than two 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 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 proxies, or where an exempt authorised nominee appoints two or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

- (vi) An authorised nominee or an exempt authorised nominee with more than one Securities Account must submit a separate instrument of proxy for each securities account.
- (vii) 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. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or the proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online website at <u>https://liih.online</u>. All proxy forms submitted must be received by the Company not less than 48 hours before the time appointed for the holding of the meeting (i.e. Sunday, 28 April 2024 at 10.00 a.m.) or any adjournment thereof. In default the instrument of proxy shall not be treated as valid.
- (viii) In respect of deposited securities, only members whose names appeared in the Record of Depositors as at Monday, 22 April 2024 shall be entitled to attend, speak and vote at the meeting or appoint proxies to attend, speak and vote on his/her behalf.

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Affix Postage Stamp

THE SHARE REGISTRAR

TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD.

Registration Number: 197101000970 (11324-H) Unit 32-01, Level 32, Tower A Vertical Business Suite Avenue 3, Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia

Please fold here to seal

ADMINISTRATIVE DETAILS FOR THE VIRTUAL 40TH ANNUAL GENERAL MEETING

Date	:	Tuesday, 30 th April 2024
Time	:	10.00 a.m.
Broadcast Venue	:	Level 22, 1 Powerhouse, No. 1, Persiaran Bandar Utama, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan, Malaysia

Virtual 40th Annual General Meeting

We wish to inform you that the 40th Annual General Meeting ("AGM") will be conducted on a virtual basis through live streaming and online remote voting using the Remote Participation and Voting ("RPV") facilities which will be made available on the online portal of Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via the TIIH Online website at https://tiih.online.

The broadcast venue is only meant to facilitate the conduct of the AGM. For the purpose of compliance with Section 327(2) of the Companies Act 2016, the Chairman of the meeting shall be at the main venue of AGM. Members/Proxies/Corporate Representatives **WILL NOT BE ALLOWED** to either attend the AGM in person or be admitted at the broadcast venue on the day of the AGM.

Entitlement to Attend/Participate, Pose Questions and Vote

Only a member or Depositor whose name appears in the Record of Depositors as at Monday, 22 April 2024 (General Meeting Record of Depositors) shall be entitled to attend/participate at the AGM or appoint proxy/ies to attend/participate, pose questions and/or vote on his/her behalf.

Voting Procedure

- Voting at the AGM will be conducted by way of a poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Tricor and KPMG Management & Risk Consulting Sdn. Bhd. have respectively been appointed as the Poll Administrator and independent scrutineers during the AGM.
- 2. Voting for all the resolutions set out in the Notice of AGM will commence from 10.00 a.m. on Tuesday, 30 April 2024 until a time when the Chairman announces the completion of the voting session.
- 3. Members and proxies are required to vote remotely via the TIIH Online website at https://tiih.online.
- 4. The voting session will commence from 10.00 a.m. or as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.
- 5. The Scrutineer will verify the poll result reports upon the closing of the poll session by the Chairman. Thereafter, the Chairman will announce and declare whether resolutions put to vote were successfully carried or otherwise.

Proxy and Lodgement of Proxy Form

- 1. Shareholders who appoint proxy(ies) to participate via RPV facilities at this AGM must ensure that they duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor no later than **Sunday**, **28 April 2024 at 10.00 a.m.**
- 2. If you wish to personally participate in this AGM, please do not appoint any proxy/ies. You will not be allowed to participate in the meeting together with a proxy appointed by you.
- 3. If you are unable to participate in this AGM and wish to appoint the Chairman of the meeting or 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 e-mail will not be accepted.
- 4. The original copy of the proxy form must reach the office of the Share Registrar of the Company, 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, or alternatively at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or the proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online website at https://tiih.online, not less than 48 hours before the time appointed for the holding of the AGM (i.e Sunday, 28 April 2024 at 10.00 a.m.), or any adjournment thereof. For further information on the electronic lodgement of Proxy Form, kindly refer to the topic "Procedure for Electronic Submission of Proxy Form" herein.
- 5. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- 6. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited to Tricor's office or Customer Service Centre no later than Sunday, 28 April 2024 at 10.00 a.m. to participate via RPV facilities in the AGM. A copy of the power of attorney may be accepted provided that it is notarized in compliance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

- 7. For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment to Tricor's office or Customer Service Centre to participate via RPV facilities in the AGM. The certificate of appointment should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) At least two authorised officers, of whom one shall be a director; or
 - (b) Any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

Register as a user with Tricor Investor & Issuing House Services Sdn. Bhd. (For First Time Registration Only)

- a. Access website https://tiih.online
- b. Under the "e-Services" Click <<Sign-Up>> and select the correct account type i.e. "Create Account by Individual Holder" or "Create Account by Representative of Corporate Holder".
- c. Complete the registration and upload the required documents. Please refer to the tutorial guide on the homepage for assistance.
- d. Please enter a valid email address and wait for a verification email from TIIH Online.
- e. Your registration will be verified and approved by email within one (1) to two (2) business days.
- f. The email will approve your registration and a temporary password will be provided for you to activate your account.
- g. You will be required to reset your own password during the first-time login.

Note: The representative of a corporation or institutional shareholder must register as user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact the persons stated under "**ENQUIRY**" section below if you need clarifications on the user registration.

Procedure for Electronic Submission of Proxy Form

For Individual Shareholders:

- a. After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.
- b. Select the corporate event: "NESTLÉ (MALAYSIA) BERHAD 40th AGM SUBMISSION OF PROXY FORM".
- c. Read and agree to the Terms & Conditions and confirm the Declaration.
- d. Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.
- e. Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chair of the Meeting as your proxy.
- f. Indicate your voting instructions FOR or AGAINST, otherwise your proxy(ies) will decide your vote.
- g. Review and confirm your proxy(ies) appointment.
- h. Print the proxy form for your record.

For Corporate or Institutional Shareholders:

- a. Login to TIIH Online at <u>https://tiih.online</u>
- b. Select the corporate event: "NESTLÉ (MALAYSIA) BERHAD 40th AGM SUBMISSION OF PROXY FORM".
- c. Read and agree to the Terms & Conditions and confirm the Declaration.
- d. Download the file for "SUBMISSION OF PROXY FORM" in accordance with the Guidance Note set therein.
- e. Complete ALL the mandatory fields in the proxy appointment file.
- f. Upload and submit the duly completed proxy appointment file.
- g. Print the confirmation report of your submission for your record.

If you have submitted your proxy form prior to the AGM and subsequently decide to appoint another person or wish to personally participate in the AGM, please write to <u>is.enquiry@my.tricorglobal.com</u> to revoke the earlier appointed proxy(ies) at least 48 hours before the AGM. On revocation, your proxy(ies) will not be allowed to participate in the AGM. In such an event, you should advise your proxy(ies) accordingly.

Remote Participation and Voting ("RPV")

1. All shareholders including (i) individual shareholders; (ii) corporate shareholders or Institutional Shareholders shall use the RPV facilities to participate and vote remotely at the AGM. You will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.

2. Kindly follow the steps below to participate and vote at the AGM remotely via RPV facilities:

PF	ROCEDURES	ACTIONS
BE	FORE THE DAY OF THE AGM	
1.	Register as a user with TIIH Online (for first time registration only)	(Note: If you have already signed up with TIIH Online, you are not required to register again. You may proceed to Step 2 on eProxy Lodgement.)
		a. Access the website <u>https://tiih.online</u> to register as a user. For further details, please refer to topic "Register Online with Tricor Investor & Issuing House Services Sdn. Bhd. (For First Time Registration Only)"
		 b. This is a ONE-TIME registration. If you are already a user of TIIH Online, you are not required to registe again.
		 Registration is open from Friday, 29 March 2024 up to 10.00 a.m. 30 April 2024. Shareholder(s) o proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance to ascertain their eligibility to participate in the AGM using the RPV facilities.
2.	Submit your request for remote	Individual/ Corporate or Institutional Shareholders
	participation)	 Login to <u>https://tiih.online</u> using your user ID and password created with TIIH Online from Step 1 above.
		 Select the correct corporate event: "(REGISTRATION) NESTLÉ (MALAYSIA) BERHAD 40Th ANNUAL GENERAL MEETING".
		 Read and agree to the Terms & Conditions and confirm the Declaration. Select "Register for Remote Participation and Voting". Review your registration and proceed to register.
3.	Email notification	 You will receive notification from TIIH Online that your registration for remote participation has beer received and is being verified.
		After verification of your registration against the General Meeting Record of Depository as at Monday 22 April 2024, you will receive an e-mail notification either approving or rejecting your registration fo
		remote participation and the procedures to use the RPV facilities are detailed therein.
		(Note: Please ensure to allow sufficient time required for the approval as a new user of TIIH Online and registration for RPV facilities.)
		• Please note that the closing date and time to submit your request is by 25 April 2023 at 10.00 a.m.
٩O	THE DAY OF THE AGM (TUESDAY, 3	30 APRIL 2024)
4.	Login to virtual meeting platform	• The virtual meeting portal will be opened for login one (1) hour before the commencement of the AGM at 9.00 a.m. on Tuesday 30 April 2024.
		Login to https://tiih.online using your user ID and password created with TIIH Online from Step 1 above
5.	Participate through Live Streaming	 Select the corporate event: "(LIVE STREAM MEETING) NESTLÉ (MALAYSIA) BERHAD 40Th ANNUAL GENERAL MEETING" to engage in the proceedings of the AGM remotely.
		 If you would like to ask a question during the AGM, you may use the Query Box to transmit you question.
		Type your message within the Query Box, once completed click the send button.
6		Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition
6.	Online Remote Voting	 Voting session will commence at 10.00 a.m. on Tuesday, 30 April 2024 until a time when the Chairmar announces the end of the voting session.
		 To vote, select the corporate event: "(REMOTE VOTING) NESTLÉ (MALAYSIA) BERHAD 40TH ANNUAL GENERAL MEETING" or if you are on the live stream meeting page, you can select "GO TO"
		 REMOTE VOTING PAGE" button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration.
		 Select the CDS account that represents your shareholdings.
		 Indicate your votes for the resolutions tabled for voting. A confirmation message will appear to show your vote has been received.
		 To change your vote, re-select another voting direction.
		Confirm and submit your votes.
7.	End of remote participation	Upon the announcement by the Chairman on the closure of the AGM, the Live Streaming will end. You car

Proceeding of the Meeting

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants. Therefore, kindly ensure that connectivity for the duration of the meeting is maintained.

- 1. The meeting will start at 10.00 a.m.
- 2. Your login to corporate event : "(LIVE STREAM MEETING) NESTLÉ (MALAYSIA) BERHAD 40TH ANNUAL GENERAL MEETING" via the TIIH Online on the day of the meeting will indicate your presence at the virtual meeting.
- 3. The resolutions set out in the Notice of AGM will be considered at the AGM. You will be asked to vote on these resolutions.
- 4. Voting for all the resolutions set out in the Notice of AGM will commence from 10.00 a.m., Tuesday, 30 April 2024 until a time when the Chairman announces the end of the voting session.

Submission of Questions

- 1. During the meeting, you will have the opportunity to ask questions by submitting your questions via the Query Box in the meeting platform at https://tiih.online starting at 9.00 a.m. This platform will remain open throughout the virtual AGM session.
- Alternatively, shareholders may submit questions in advance on the AGM resolutions and Annual Report 2023 via TIIH Online at <u>https://tiih.online</u> by selecting "e-Services" to log in using your user ID and password created from STEP 1 above and in any event no later than 10.00 a.m., Sunday, 28 April 2024.
- 3. The Board will endeavor to respond to Pre-AGM meeting questions and the questions submitted on the day of the AGM, from 9.00 a.m. and throughout the meeting. However, due to the limitation of time, not all questions may be answered during the meeting. In such event, responses will be emailed directly to the shareholders as soon as practicable after the AGM.

Door Gift

Each shareholder or proxy who attends the AGM via RPV will be entitled to a token of appreciation. Further details for the redemption will be sent via email upon verification of the AGM attendance record.

The basis of entitlement is as below:-

- Attending as shareholder One door gift.
- Attending as shareholder and proxy One door gift.
- Attending as a proxy One door gift, irrespective of the number of shareholders represented.

If the shareholder appoints more than one proxy, only one door gift will be given to the first registered proxy.

Recording or Photography

NO RECORDING OR PHOTOGRAPHY of the AGM proceedings is allowed without the Company's prior written permission.

Annual Report 2023 and Other Documents

As part of our dedicated commitment to sustainable practices, the following documents can be downloaded from the Company's website <u>https://www.nestle.com.my/investors/shareholders-meetings</u>

- 1. Notice of the 40th Annual General Meeting, Proxy Form and Administrative Details.
- 2. Nestlé Annual Review 2023.
- 3. Nestlé Corporate Governance & Financial Report 2023.
- 4. Nestlé in Society Report 2023.
- 5. Circular to Shareholders dated 29 March 2024 on the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.
- 5. Corporate Governance Report 2023.

Enquiry

If you have any general queries prior to the AGM, or you wish to request for technical assistance to participate in the virtual meeting, please contact Tricor during office hours from Monday to Friday, except Public Holiday (8.30 a.m. to 5.30 p.m.) details as follows:-

Tricor Investor & Issuing House Services Sdn. Bhd. (Registration No. 197101000970 (11324-H))

Address	Unit 32-01, Level 32, Tower A,
	Vertical Business Suite, Avenue 3,
	Bangsar South, No. 8, Jalan Kerinchi,
	59200 Kuala Lumpur, Malaysia
General Line	+603-2783 9299
Fax Number	+603-2783 9222
Email	is.enquiry@my.tricorglobal.com

Nestlé (Malaysia) Berhad (Registration No. 198301015532 (110925-W))

Personal Data

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

By ORDER OF THE BOARD

TENGKU IDA ADURA BINTI TENGKU ISMAIL

Company Secretary (SSM PC No. 201908001581) (MACS 01686)

PRIVACY NOTICE TO SHAREHOLDERS OF NESTLÉ (MALAYSIA) BERHAD

- 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.
- 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;
 - related to the organization and administration of meetings or events, including extending an invitation to you, verifying your attendance and preparing minutes;
 - e) provide you with notices, information and updates concerning us and/or yourself;
 - 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; and
 - comply with our legal and regulatory obligations and other purposes required to operate and maintain our business (collectively referred to as "**Purposes**").
- 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;
 - 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");
 - c) the relevant Bursa Malaysia Berhad entities or persons to whom we are compelled or required under the law to disclose to; and
 - d) 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, Level 22, 1 Powerhouse, No. 1, Persiaran Bandar Utama, 47800, 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.
- 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. If you have appointed a proxy(ies) and/or representative(s) to attend, speak and vote at any meeting, you undertake that you have obtained the consent of such proxy(ies) and/or representative(s) to the processing of their personal information in accordance with this Privacy Notice.
- 12. 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 February 2024

NOTIS PRIVASI KEPADA PEMEGANG-PEMEGANG SAHAM NESTLÉ (MALAYSIA) BERHAD

- 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.
- 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) berkaitan dengan organisasi dan pentadbiran mesyuratmesyuarat atau acara-acara, termasuk menghantar jemputan kepada anda, mengesahkan kehadiran anda dan menyediakan minit mesyuarat;
 - 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").
- 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;
 - 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
 - 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.
- 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, ejenejen dan kontraktor-kontraktor yang menyediakan bantuan pentadbiran dan perniagaan kepada kami dan bertindak bagi pihak kami ("Pihak-Pihak Ketiga Yang Diberi Kuasa");
 - c) entiti-entiti Bursa Malaysia Berhad yang berkaitan atau orangorang yang mana kami diwajibkan atau dikehendaki di bawah undang-undang untuk membuat pendedahan; dan
 - d) 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 manamana 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 mengehadkan 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.
- Semua permintaan atau pertanyaan bertulis hendaklah dialamatkan kepada:

Nestlé (Malaysia) Berhad Legal & Secretarial Department Alamat: Nestlé (Malaysia) Berhad, Level 22, 1 Powerhouse, No. 1, Persiaran Bandar Utama, 47800, 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.
- 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. Jika anda telah melantik seorang proksi(proksi-proksi) dan/atau wakil(wakil-wakil) untuk menghadiri, bersuara dan mengundi di mana-mana mesyuarat, anda berjanji bahawa anda telah mendapatkan kebenaran daripada proksi(proksi-proksi) atau wakil(wakil-wakil) untuk pemprosesan maklumat peribadi mereka mengikut Notis Privasi ini.
- 12. 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.

Tarikh pengeluaran Notis Privasi ini: 29 February 2024