



Nestlé Good food, Good life

Form of Proxy

Nestlé Lanka PLC

I / We
..... of
.....
.....

.....being a member / members of the above named Company, hereby appoint Mr. Suresh Narayanan (whom failing), Mr. Fabrice Cavallin (whom failing), Mr. Gurcharan Grover (whom failing), Mr. Mahen Dayananda (whom failing), Mr. Ranjan Seevaratnam (whom failing), Mr. Dian Gomes (whom failing), Mr. David Steven McDaniel as my/our proxy to represent me/us and vote for me/us on my/our behalf at the Thirty Ninth (39th) Annual General Meeting of Nestlé Lanka PLC to be held on Tuesday 21 July 2020 at 10.00 a.m., or at any adjournment thereof.

Agenda / Resolution

	For	Against
1. To receive and consider the annual report of the Board of Directors on the affairs of the Company, Independent Auditors' report and the financial statements for the year ended 31 December 2019.	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve a final dividend of Rs.17.50 per share for the year ended 31 December 2019 as recommended by the Directors.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect as Director Mr. David Steven McDaniel, in terms of Article 64 of the Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect as Director Mr. Gurcharan Grover, in terms of Article 56, 57 and 58 of the Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect as Director Mr. Ranjan Seevaratnam, who is over the age of 70 years and retires at the forthcoming Annual General Meeting, in terms of Section 210 of the Companies Act No. 07 of 2007, by passing the following ordinary resolution in terms of Section 211 of the Companies Act No. 07 of 2007:	<input type="checkbox"/>	<input type="checkbox"/>

"Resolved that Mr. Ranjan Seevaratnam, who is 76 years of age, be and is hereby re-elected as a Director of the Company. It is hereby resolved and declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Director"

- | | For | Against |
|--|--------------------------|--------------------------|
| <p>6. To re-elect as Director Mr. Mahen Dayananda, who is over the age of 70 years and retires at the forthcoming Annual General Meeting, in terms of Section 210 of the Companies Act No. 07 of 2007, by passing the following ordinary resolution in terms of Section 211 of the Companies Act No. 07 of 2007:</p> <p><i>“Resolved that Mr. Mahen Dayananda, who is 73 years of age, be and is hereby re-elected as a Director of the Company. It is hereby resolved and declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Director”</i></p> | <input type="checkbox"/> | <input type="checkbox"/> |
| <p>7. To appoint the Auditors M/s. Earnst & Young as Independent Auditors in place of KPMG and to authorise the Directors to determine their remuneration.</p> | <input type="checkbox"/> | <input type="checkbox"/> |

Folio No: NIC No :

Signed on this: day of 2020
.....
Signature

NESTLÉ LANKA PLC
39th Annual General Meeting 2020
Registration of Shareholders Details for Virtual AGM

Please provide the following details (mandatory):

NIC/PP/Company Registration No. of the Shareholder/s :

Folio No. :

E-mail address of the Shareholder/s
(other than a Director appointed as proxy) :

Contact – Mobile/Fixed :

Instructions as to the completion

1. Kindly perfect the form of proxy legibly by filling in your full name and address in the spaces provided, along with the date and your signature.
2. If the proxy form is signed by an Attorney, the related Power of Attorney should also accompany the completed form of proxy for registration, if it has not been already registered with the Company.
3. If the Shareholder is a Company or Corporate Body, the proxy form should be executed under its common seal in accordance with its Articles of Association or Constitution.
4. In the absence of any specific instructions as to voting, the proxy may use his/her discretion in exercising the vote on behalf of his appointor.
5. The completed form of proxy should be sent via e-mail to keerthi.pathiraja@lk.nestle.com or by facsimile to +94 11 4 794 520 or by post to the registered address of the Company at No. 440, T. B. Jayah Mawatha, Colombo 10, no less than 48 hours before the time appointed for holding the Annual General Meeting.