

1. Nestlé Partners SMI in Food Mentoring Scheme

Nestlé collaborated with the National SMI Association to fund a mentoring scheme to provide learning experiences, expertise and knowledge to small-medium companies in the food industry to help them develop international quality standards to compete within a globalised market. Nestlé's position as the leading food company will be a model for SMIs to emulate.

Nestlé Berganding dengan SMI dalam Skim Mentor Makanan

Nestlé bekerjasama dengan Persatuan Kebangsaan Industri Kecil dan Sederhana melalui pembiayaan skim mentor yang membekalkan pengalaman, kepakaran dan pengetahuan kepada syarikat-syarikat kecil-sederhana dalam industri makanan untuk membantu mereka membangunkan piawai mutu antarabangsa untuk bersaing dalam pasaran yang global. Kedudukan Nestlé sebagai syarikat makanan yang terkemuka menjadi model contoh bagi syarikat-syarikat tersebut.

2. Nestlé Malaysia Receives Recognition for Halal Efforts

The Islamic Food & Nutrition Council of America (IFANCA) publicly acknowledged Nestlé Malaysia's contribution to the efforts made to raise consumer awareness on certification of halal foods. Nestlé was presented the Industry Achievement Award at the International Halal Food Conference 2001 held in Paris, France.

Nestlé Malaysia Diiktiraf atas Usaha Halal

Majlis Makanan dan Pemakanan Islam Amerika telah menyampaikan Anugerah Pencapaian Industri kepada Nestlé Malaysia sebagai penghargaan atas usaha-usaha Syarikat untuk meningkatkan kesedaran para pengguna tentang pensijilan makanan halal. Anugerah tersebut telah disampaikan kepada Nestlé di Persidangan Makanan Halal Antarabangsa 2001 di Paris, Perancis.

HIGHLIGHTS

DETIK-DETIK MENARIK

1



2



3



3. MILO Scores the First "Sports for All" Award

Nestlé was honoured as the first recipient of the "Sports for All" Award accorded by the Ministry of Youth and Sports, under the Corporate Sector category. The award was given in recognition of MILO's significant support for and contribution to sports at all levels. Special mention was made of MILO as being a "True Friend Indeed of Sports", assisting the Ministry and other sports organisations in the development of many sports programmes which have benefited the masses. In 2001, MILO, for the third year running, was at the forefront of the world-class cycling event, Le Tour de Langkawi, as the health food drink provider. MILO was also named the Official Fortified Food Drink of the 2001 SEA Games.

MILO Penerima Pertama Anugerah "Sukan untuk Semua"

Nestlé telah diberi penghargaan sebagai penerima pertama Anugerah "Sukan untuk Semua" oleh Kementerian Belia dan Sukan, di bawah kategori Sektor Korporat. Anugerah diberi sebagai pengiktirafan di atas sokongan dan sumbangan MILO terhadap sukan di semua peringkat sekian lama. MILO juga menerima penghargaan "Rakan Sebenar Sukan" di atas bantuan terhadap Kementerian dan lain-lain organisasi sukan dalam membangunkan berbagai acara sukan yang telah memanfaatkan masyarakat umum. Pada tahun 2001, MILO, untuk tahun yang ketiga, merupakan pembekal minuman kesihatan di acara lumba basikal Le Tour de Langkawi. MILO juga dilantik Minuman Diperkuat Rasmi Sukan SEA 2001.

4. Nestlé Shines at Malaysia Star Awards

The Federation of Malaysian Manufacturers Packaging Council of Malaysia accorded two awards to Nestlé at its national competition on packaging innovation. Nestlé's MAGGI "Hari-Hari Favourites" pastes won for its modern and convenient shelf-standing pouch which is easy to open, and the paste easy to dispense. The other award went to NESPRAY 1+, 3+ and 6+ for its easy-to-open cans; the unique features being its easy-open membrane and the added tamper-evident plastic cap.

Nestlé Merangkul Anugerah Malaysia Star

Majlis Pembungkusan Malaysia Persekutuan Pengeluar Malaysia telah menyampaikan dua anugerah kepada Nestlé di pertandingan pembungkusan berinovasi peringkat kebangsaan. Nestlé memenangi anugerah bagi perencah "Hari-Hari Favourites" MAGGI untuk pembungkusan yang moden, ringkas dan mudah digunakan. NESPRAY 1+, 3+ dan 6+ juga memenangi anugerah untuk ciri-ciri unik tin yang mudah dibuka dan disertai penutup plastik.



5. NESTLÉ Omega Plus gets Heart-Smart

As a 'heart-friendly' milk containing omega oils and fatty acids which help support good heart health, NESTLÉ Omega Plus joined the Heart Foundation of Malaysia in organising the "Walk a Mile" Campaign with the main objective of raising awareness on maintaining a healthy heart. Launched by the Deputy Minister of Health in April 2001, the walk drew almost 1,000 participants from all walks of life. Following this, a Walk was held on the last Sunday of every month, culminating in a grand finale on 30 September 2001 at the Merdeka Square, in conjunction with World Heart Day.

NESTLÉ Omega Plus Menyayangi Jantung Anda

Sebagai susu yang mengandungi minyak dan asid lemak omega yang membantu memelihara kesihatan jantung, NESTLÉ Omega Plus telah berganding bahu dengan Yayasan Jantung Malaysia dalam penganjuran Kempen "Walk a Mile" yang bertujuan meningkatkan kesedaran tentang memelihara jantung yang sihat. Kempen yang dirasmikan oleh Timbalan Menteri Kesihatan pada bulan April 2001 telah disertai seramai 1,000 orang dari setiap pelusuk negara. Acara yang sama telah diadakan pada hari Ahad terakhir dalam setiap bulan bermula bulan April, diakhiri dengan acara kemuncak pada 30 September 2001 di Dataran Merdeka, sempena Hari Jantung Sedunia.



6. Nestlé Fulfills Commitment to Community Service

Under the banner "Single Mums Unite!", the Company, in collaboration with the Ministry of Women and Family Development, embarked on a nationwide registration campaign of single mothers with the long-term objective of collating information for the relevant authorities to address issues faced by this community of women.

And in championing the importance of family life, the Company also sponsored the inaugural International Family Conference, organised by the same Ministry, aimed at enabling Malaysia to take the lead in engaging the international community to focus on strategies to strengthen the family institution.

Caring for the environment is also Nestlé's way of giving back to the community. One successful project is the treating of effluents in our waste water treatment plant in the PJ factory where fish have found their home.

Nestlé Menunaikan Komitmen Terhadap Masyarakat

Satu kempen nasional untuk mendaftar ibu-ibu tunggal di bawah sepanduk "Ibu Tunggal Bersatu!" telah dilaksanakan dengan kerjasama Kementerian Pembangunan Wanita dan Keluarga, yang bertujuan mengumpul maklumat supaya pihak-pihak berkuasa tertentu dapat membantu mengatasi isu-isu yang dihadapi oleh komuniti wanita ini.

Dalam memperjuangkan pentingnya kehidupan keluarga, Syarikat juga telah menyumbang terhadap Persidangan Keluarga Antarabangsa yang pertama anjuran Kementerian yang sama, yang bertujuan membolehkan Malaysia merintis jalan bagi masyarakat antarabangsa memberi tumpuan merangka strategi untuk memperkukuhkan institusi keluarga.

Keprihatinan terhadap alam sekitar adalah satu cara Nestlé menyumbang kepada masyarakat. Satu projek cemerlang adalah rawatan sisa-sisa pengeluaran di loji rawatan sisa air di Kilang PJ, di mana ikan-ikan hidup segar.

Board of Directors

General (R) Tan Sri Dato' Mohd Ghazali Seth
Chairman

Tan Sri Dato' Ernest Zulliger

YAM Dato' Seri Syed Anwar Jamalullail
appointed 25.2.2002

Jimmy Tan @ Tan Meng Kow

Michael W. Garrett

José Lopez Y Vargas

Pierre Francois Streit
appointed w.e.f. 6.8.2001

Faical Krichane
Alternate Director to Michael W. Garrett

Malcolm Bruce Hunter
resigned w.e.f. 6.8.2001

Dato' Haji Badroddin bin Kassim
resigned w.e.f. 25.2.2002

CORPORATE INFORMATION

MAKLUMAT KORPORAT

Registered Office

Nestlé House
No. 4, Lorong Pesiaran Barat
46200 Petaling Jaya
Selangor Darul Ehsan

Telephone: 603 79554466 / 3177

Facsimile: 603 7955 0992

Company Secretaries

Mohd. Shah bin Hashim (LS 6824)
Diana binti Mohd Ghazali (LS 4285)

Share Registrar

M&C Services Sdn. Bhd.
20th Floor, Plaza Permata
(formerly known as IGB Plaza)
Jalan Kampar
Off Jalan Tun Razak
50400 Kuala Lumpur

Telephone: 603 4041 2188

Facsimile: 603 4043 9233

Auditors

KPMG
Chartered Accountants
Wisma KPMG, Jalan Dungun
Damansara Heights
50490 Kuala Lumpur
Malaysia

Telephone: 603 255 3388

Facsimile: 603 255 2177

Stock Exchange Listing

The Main Board, Kuala Lumpur
Stock Exchange

Audit Committee

Chairman

General (R) Tan Sri Dato' Mohd Ghazali Seth

Members

Tan Sri Dato' Ernest Zulliger

YAM Dato' Seri Syed Anwar Jamalullail
appointed 25.2.2002

Pierre Francois Streit
appointed w.e.f. 25.2.2001

Dato' Haji Badroddin bin Kassim
resigned w.e.f. 25.2.2002

Management Team

José Lopez Y Vargas
Managing Director

Pierre Francois Streit
Executive Director, Finance and Control

Faical Krichane
Executive Director, Production

Abdul Wahab bin Abu Bakar
Human Resource Director

Graeme Toft
Sales Director

General (R) Tan Sri Dato' Mohd Ghazali Seth is a retired General in the Malaysian Armed Forces after having served with distinction in the Forces for nearly 36 years. He had contributed to substantial developments in the country's Armed Forces and holds a good track record in human resources, particularly in the Armed Forces and dealings with civilians. Tan Sri Ghazali is a graduate of the renowned Royal Military Academy Sandhurst, United Kingdom.

He currently sits on the Board of several public-listed companies including Magnum Corporation Berhad, as well as holding Directorship positions in Carlsberg Brewery Malaysia Berhad, ABN-AMRO Bank Berhad and Mimaland Berhad.

Tan Sri Ghazali was appointed to the Board on 6 January 1986. During the financial year he attended all four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

Jeneral (B) Tan Sri Dato' Mohd Ghazali Seth adalah seorang Jeneral bersara yang telah berkhidmat dengan cemerlang dalam Angkatan Tentera Malaysia hampir 36 tahun. Beliau telah menyumbang banyak terhadap perkembangan angkatan tentera negara dan memegang rekod yang baik dalam bidang sumber manusia, terutama semasa berkhidmat dalam Angkatan Tentera dan pergaulan dengan masyarakat. Tan Sri Ghazali adalah graduan dari akademi pengajian terkenal, Royal Military Academy Sandhurst, United Kingdom.

Beliau memegang jawatan dalam beberapa Lembaga Pengarah syarikat-syarikat tersenarai (public listed) termasuk Magnum Corporation Berhad, serta sebagai Pengarah di Carlsberg Brewery Malaysia Berhad, ABN-AMRO Bank Berhad dan Mimaland Berhad.

Tan Sri Ghazali telah dilantik menganggotai Lembaga Pengarah pada 6 Januari 1986. Pada tahun kewangan ini beliau telah menghadiri kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.

General (R) Tan Sri Dato' Mohd Ghazali Seth

Malaysian, age 73
Chairman of the Board, Independent and Non-Executive Director
Chairman of the Audit Committee

*Warganegara Malaysia, 73 tahun
Pengerusi Lembaga Pengarah,
Pengarah Bebas dan Bukan Eksekutif
Pengerusi Jawatankuasa Audit*



PROFILE OF DIRECTORS

PROFIL AHLI LEMBAGA PENGARAH



Mr. José Lopez Y Vargas

Spanish, age 49
Non-Independent and
Executive Director

*Warganegara Sepanyol, 49 tahun
Pengarah Bukan Bebas dan
Eksekutif*

Mr. José Lopez Y Vargas, who has been with the Nestlé Group for the last 23 years, assumed his current position as Managing Director in 1999. He holds a degree in Mechanical Engineering from Switzerland. Since joining Nestlé, Mr. Lopez has gained vast experience having held key positions in Nestlé markets such as Spain, USA, Japan, France and Australia.

Mr. Lopez is the current President of the Malaysian International Chamber of Commerce & Industry and a Board member of the Malaysian Industrial Development Authority (MIDA). Mr. Lopez is also Vice President of the National Chamber of Commerce & Industry of Malaysia and holds a seat in the National Committee on Business Competitiveness. He is also a member of the Executive Committee of Business Council for Sustainable Development Malaysia.

He was appointed to the Board on 1 October 1999. During the financial year he attended all four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

En. José Lopez Y Vargas telah berkhidmat dengan Kumpulan Nestlé selama 23 tahun dan telah memegang jawatan sebagai Pengarah Urusan Nestlé (Malaysia) Berhad sejak tahun 1999. Beliau memegang ijazah dalam Kejuruteraan Mekanikal dari Switzerland. Sejak mula bekerja dengan Nestlé, En. Lopez telah mendapat pengalaman yang meluas setelah menyandang berbagai jawatan tinggi di pasaran-pasaran Nestlé seperti Sepanyol, USA, Jepun, Perancis dan Australia.

En. Lopez adalah Presiden Malaysian International Chambers of Commerce & Industry dan ahli Lembaga MIDA. En. Lopez juga adalah Naib Presiden National Chamber of Commerce & Industry of Malaysia dan mewakili Jawatankuasa Kebangsaan dalam Persaingan Perniagaan. Beliau adalah ahli Jawatankuasa Eksekutif Business Council of Sustainable Development Malaysia.

Beliau telah dilantik menganggotai Lembaga Pengarah pada 1 Oktober 1999. Pada tahun kewangan ini beliau telah menghadiri kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.

Mr. Michael W. Garrett

British/Australian, age 59
Non-Independent and
Non-Executive Director

*Warganegara British/Australia,
59 tahun
Pengarah Bebas dan
Bukan Eksekutif*



Mr. Michael W. Garrett is the Executive Vice President of Nestlé SA responsible for the Nestlé operation in the region including Asia, Oceania, Africa and the Middle East. A graduate of IMEDE Business School in Lausanne, Switzerland, his career with Nestlé began in 1961. After heading a number of key functions in the UK and Australia, Mr. Garrett was assigned to Japan as Market Head prior to his appointment as Zone Director responsible for Asia and Oceania. In July 1996, his responsibilities were expanded to include Africa and the Middle East.

Mr. Garrett is a member of the Advisory Committee for an APEC (Asia Pacific Economic Cooperation) Food System. He is also Chairman of the Evian Group, which is the Europe-Asia forum for debating the framework of the global economic order.

He was appointed to the Board on 1 December 1992. During the financial year, he was represented by his alternate, Mr. Faical Krichane, for all four of the scheduled meetings of the Board. Mr. Garrett does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

En. Michael W. Garrett ialah Naib Eksekutif Presiden Nestlé S.A. yang bertanggungjawab terhadap operasi Nestlé di rantau Asia, Oceania, Afrika dan Timur Tengah. Seorang graduan dari IMEDE Business School di Lausanne, Switzerland, kerjaya beliau dengan Nestlé telah bermula dalam tahun 1961. Setelah berjaya memimpin beberapa jawatan kanan di United Kingdom dan Australia, beliau telah dilantik untuk mengetuai pasaran Nestlé di Jepun sebelum dilantik sebagai Pengarah Zon dengan tanggungjawab terhadap Asia dan Oceania. Pada Julai 1996, tanggungjawabnya telah ditingkatkan dengan kemasukan Afrika serta Timur Tengah.

En. Garrett ialah ahli Jawatankuasa Penasihat bagi Sistem Makanan APEC. Beliau juga adalah Pengerusi Kumpulan Evian iaitu satu forum Eropah-Asia yang membentangkan perbincangan tentang ekonomi dunia.

Beliau telah dilantik menganggotai Lembaga Pengarah pada 1 Disember 1992. Pada tahun kewangan ini beliau telah diwakili oleh Pengarah Silih Ganti, En. Faical Krichane di kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.



Tan Sri Dato' Ernest Zulliger

Swiss, age 69
Independent and
Non-Executive Director
Member of the Audit Committee

*Warganegara Swiss, 69 tahun
Pengarah Bebas dan
Bukan Eksekutif
Ahli Jawatankuasa Audit*

Tan Sri Dato' Ernest Zulliger had an illustrious career with the Nestlé Group, which spanned 37 years. The last position held by Tan Sri Dato' Zulliger before his retirement was as Managing Director of Nestlé (Malaysia) Berhad, a post he held for 10 years. He studied Commerce and Business Administration in Switzerland and attended the International Management School IMD in Lausanne. Tan Sri Dato' Zulliger holds a permanent resident status in Malaysia.

Apart from Nestlé (Malaysia) Berhad, Tan Sri Dato' Zulliger holds a Board position in Bumiputra-Commerce Bank Berhad. He is also appointed Director in several non-public organisations. Tan Sri is currently a member of the Audit Committee of Nestlé (Malaysia) Berhad. He served as President of the Malaysian International Chamber of Commerce and Industry from 1989 to 1992.

Tan Sri Dato' Zulliger was appointed to the Board on 30 November 1983. During the financial year he attended three of four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

Tan Sri Dato' Ernest Zulliger telah memegang jawatan dalam Kumpulan Nestlé selama 37 tahun. Jawatan yang terakhir disandang sebelum beliau pencen adalah sebagai Pengarah Urusan Nestlé (Malaysia) Berhad, jawatan yang dipegang selama 10 tahun. Beliau telah menumpukan pengajian dalam bidang Perdagangan dan Pentadbiran Perniagaan di Switzerland dan telah menghadiri kursus di International Management School IMD di Lausanne. Tan Sri Dato' Zulliger memegang kedudukan bermastautin tetap (permanent resident) di Malaysia.

Selain dari Nestlé (Malaysia) Berhad, Tan Sri Dato' Zulliger memegang jawatan dalam Lembaga Pengarah Bumiputra-Commerce Bank Berhad. Beliau juga dilantik sebagai Pengarah dalam beberapa organisasi yang bukan organisasi awam (non-public organisations). Tan Sri adalah ahli Jawatankuasa Audit Nestlé (Malaysia) Berhad. Beliau telah dilantik sebagai Presiden Malaysian International Chamber of Commerce & Industry dari 1989 ke 1992.

Tan Sri Dato' Zulliger telah dilantik menganggotai Lembaga Pengarah pada 30 November 1983. Pada tahun kewangan ini beliau telah menghadiri tiga daripada empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.

Mr. Pierre Francois Streit

Swiss, age 48

Non-Independent and
Executive Director

Member of the Audit Committee

Warganegara Swiss, 48 tahun

*Pengarah Bukan Bebas dan
Eksekutif*

Ahli Jawatankuasa Audit



Mr. Pierre Francois Streit was appointed Executive Director, Finance & Control of Nestlé (Malaysia) Berhad on 1 August, 2001. He joined Nestlé Switzerland as Internal Auditor in 1978 and has held senior positions in the area of Finance and Control in various Nestlé operations around the world including Brazil, USA, Switzerland, Philippines and as Head of Finance & Control, Nestlé Australia/Oceania prior to his transfer to Malaysia. He is a graduate from the School of Economics, University of Lausanne.

Mr. Streit is active in the Malaysian International Chamber of Commerce and Industry as a member of the Taxation Committee and also serves in the Swiss-Malaysian Business Association.

He was appointed to the Board on 6 August 2001. During the financial year he attended two of four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

En. Pierre Francois Streit telah dilantik sebagai Pengarah Eksekutif Kewangan dan Kawalan Nestlé (Malaysia) Berhad pada 1 Ogos 2001. Karier beliau bersama Nestlé bermula di Nestlé Switzerland sebagai Juruaudit pada tahun 1978 dan sejak itu memegang jawatan-jawatan tinggi dalam bidang Kewangan dan Kawalan di beberapa operasi Nestlé di seluruh dunia termasuk Brazil, USA, Switzerland, Filipina dan sebagai Ketua, Kewangan & Kawalan, Nestlé Australia/Oceania sebelum bertukar ke Malaysia. Beliau adalah graduan dari School of Economics, Universiti Lausanne.

En. Streit aktif dalam persatuan Malaysian International Chambers of Commerce and Industry sebagai ahli Jawatankuasa Cukai serta ahli Swiss-Malaysian Business Association.

Beliau telah dilantik menganggotai Lembaga Pengarah pada 6 Ogos 2001. Pada tahun kewangan ini beliau telah menghadiri dua daripada empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.

PROFILE OF DIRECTORS

PROFIL AHLI LEMBAGA PENGARAH

Mr. Jimmy Tan @ Tan Meng Kow is a graduate of Business Studies from the Trinity College, Dublin University, Ireland. He started working life serving in his family's distribution business in 1968. In 1993, Mr. Tan founded an IT-based company, which he later sold.

He currently holds directorships in various non-public businesses but does not sit on the Board of any other public-listed company. Mr. Tan is also the Director of Companies, which are Nestlé distributors – Kwang Teow Sang Sdn Bhd, Kian Nam Sdn Bhd and Sri Sakti Sdn Bhd – but enjoy the same terms as other Nestlé distributors, which does not lead to any conflict of interest.

Mr. Tan was appointed to the Board on 12 May 1993. During the financial year he attended all four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company, apart from the above-mentioned as Nestlé distributor.

En. Jimmy Tan @ Tan Meng Kow adalah graduan Pengajian Perniagaan dari Trinity College, Universiti Dublin, United Kingdom. Beliau mula bekerja dengan perniagaan pengedaran keluarga pada tahun 1968. Pada tahun 1993, En. Tan memulakan syarikat berdasarkan teknologi maklumat yang kemudian dijual.

Beliau memegang jawatan sebagai Pengarah dalam beberapa perniagaan bukan milik awam tetapi tidak memegang jawatan di mana-mana Lembaga Pengarah syarikat tersenarai yang lain. En. Tan adalah Pengarah bagi syarikat-syarikat pengedar Nestlé iaitu Kwang Teow Sang Sdn Bhd, Kian Nam Sdn Bhd dan Sri Sakti Sdn Bhd, tapi tidak ada pertentangan kepentingan sebab tiada perbezaan keperluan berbanding dengan pengedar Nestlé yang lain.

Beliau telah dilantik menganggotai Lembaga Pengarah pada 12 Mei 1993. Pada tahun kewangan ini beliau telah menghadiri kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat, selain yang telah disebut di atas.



Mr. Jimmy Tan @ Tan Meng Kow

Malaysian, age 58
Independent and
Non-Executive Director

*Warganegara Malaysia, 58 tahun
Pengarah Bebas dan
Bukan Eksekutif*

Mr. Faical Krichane is a graduate of Mechanical Engineering from the Engineering Institute of Geneva, Switzerland. He has been with the Nestlé Group since 1978 and has accumulated a wealth of experience and expertise in the Technical area. During his time as Technical Adviser in the Strategic Business Unit at the Nestlé Headquarters in Switzerland, Mr. Krichane designed and coordinated the implementation of a number of major Nestlé food manufacturing facilities in Pakistan, Sri Lanka, India, South Korea, Hong Kong, Morocco, Egypt and China. He was transferred to Nestlé Malaysia as Group Engineering Manager in 1995, assumed the position of Factory Manager at Nestlé Foods Malaysia, Petaling Jaya prior to his current position as Executive Director, Production in 2000.

Mr. Krichane was actively involved in the Environmental Committees of the Federation of Malaysian Manufacturers, Malaysian International Chamber of Commerce and Industry as well as the Business Council of Sustainable Development Malaysia during his tenure as Group Engineering Manager/Corporate Environment Officer and he continues to advise in this area when the need arises.

He was appointed to the Board on 1 November 2000 as an Alternate Director to Mr. Michael W. Garrett. During the financial year he attended all scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

En. Faical Krichane adalah graduan dalam bidang Kejuruteraan Mekanikal dari Institut Kejuruteraan Geneva, Switzerland. Beliau mula berkhidmat dengan Kumpulan Nestlé sejak tahun 1978 dan telah mendapat pengalaman dan pengetahuan yang meluas dalam bidang Teknikal. Semasa beliau memegang jawatan sebagai Penasihat Teknikal di Unit Perniagaan Strategik di Ibupejabat Nestlé di Switzerland, beliau telah merekabentuk dan menyelia pelaksanaan beberapa kilang pengeluaran makanan Nestlé di Pakistan, Sri Lanka, India, Korea Selatan, Hong Kong, Morocco, Mesir dan China. Pada tahun 1995, beliau bertukar ke Nestlé Malaysia sebagai Pengurus Kumpulan Kejuruteraan, kemudian dilantik sebagai Pengurus Kilang di Nestlé Foods Malaysia, Petaling Jaya sebelum menyandang jawatan Pengarah Eksekutif, Pengeluaran pada tahun 2000.

En. Krichane telah memainkan peranan yang aktif dalam Jawatankuasa Alam Sekitar Federation of Malaysian Manufacturers, Malaysian International Chamber of Commerce & Industry serta Business Council of Sustainable Development Malaysia semasa beliau memegang jawatan sebagai Pengurus Kumpulan Kejuruteraan/Pegawai Alam Sekitar Korporat dan beliau terus memberi nasihat dalam bidang ini jika perlu.

Beliau telah dilantik menganggotai Lembaga Pengarah sebagai Pengarah Silih Ganti kepada En. Michael W. Garrett pada 1 November 2000. Pada tahun kewangan ini beliau telah menghadiri kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.

Mr. Faical Krichane

Tunisian/Swiss, age 54

Alternate director to

Mr. Michael W. Garrett

Warganegara Tunisia/Swiss,

54 tahun

Pengarah silih ganti kepada

En. Michael W. Garrett



YAM Dato' Seri Syed Anwar Jamalullail

Malaysian, age 50

Non-Independent and

Non-Executive Director

Member of the

Audit Committee

Warganegara Malaysia, 50 tahun

Pengarah Bukan Bebas dan

Bukan Eksekutif

Ahli Jawatankuasa Audit

YAM Dato' Seri Syed Anwar Jamalullail is a Chartered Accountant. A graduate from Macquarie University in Sydney, Australia with a Bachelor of Arts degree in Accounting, he qualified as a Chartered Accountant of the Australian Society of Certified Practising Accountants in 1984. Prior to his last-held position as Group Managing Director of Amanah Capital Partners Berhad, Dato' Seri Syed Anwar has held senior positions in the area of Finance with several local and international organisations.

Currently, Dato' Seri Syed Anwar is Chairman of the Board for Malaysian Resources Corporation Berhad and Sistem Televisyen Malaysia Berhad. He also sits on the Board of public-listed companies, Amanah Capital Partners Berhad and Amanah Smallcap Fund Berhad. He is a member of the Audit Committee of Nestlé (Malaysia) Berhad.

Dato' Seri Syed Anwar was appointed to the Board on 25 February 2002. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company.

Dato' Seri Syed Anwar Jamalullail adalah seorang Akauntan Bertauliah. Graduan dari Macquarie University di Sydney, Australia dengan Ijazah Sastera dalam bidang Perakaunan dan diiktiraf sebagai Akauntan Bertauliah oleh Australian Society of Certified Practising Accountants dalam tahun 1984. Sebelum jawatan terakhir sebagai Pengarah Urusan Kumpulan Amanah Capital Partners Berhad, Dato' Seri Syed Anwar telah memegang jawatan kanan dalam bidang Kewangan di beberapa organisasi tempatan dan antarabangsa.

Dato' Seri Syed Anwar adalah Pengerusi Lembaga Pengarah Malaysian Resources Corporation Berhad dan Sistem Televisyen Malaysia Berhad. Beliau juga dilantik menduduki Lembaga Pengarah bagi Amanah Capital Partners Berhad dan Amanah Smallcap Fund Berhad. Beliau adalah ahli Jawatankuasa Audit Nestlé (Malaysia) Berhad.

Dato' Seri Syed Anwar telah dilantik menganggotai Lembaga Pengarah pada 25 Februari 2002. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat.

Mr. Malcolm Bruce Hunter joined Nestlé South Africa in 1980 where he served until his transfer to Nestlé Turkey as Finance Director in 1995. In 1999, he was appointed the Executive Director, Finance for the Nestlé Malaysia group of companies. Mr. Hunter has extensive experience in all aspects of financial management. He graduated with honours in Accounting from the University of Witwatersrand in Johannesburg, South Africa. Mr. Hunter is a Chartered Accountant.

Mr. Hunter was appointed to the Board on 31 March 1999. During the financial year he attended two of four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company. His resignation from the Board was effective from 6 August 2001.

En. Malcolm Bruce Hunter mula bekerja dengan Nestlé Afrika Selatan dalam tahun 1980, dan telah dilantik sebagai Pengarah Kewangan Nestlé Turki dalam tahun 1995. Pada tahun 1999, En. Hunter dilantik sebagai Pengarah Eksekutif Kewangan bagi kumpulan Nestlé di Malaysia. En. Hunter mempunyai pengalaman yang luas dalam segala bidang pengurusan kewangan. Beliau mendapat ijazah dalam bidang Perakaunan dari University of Witwatersrand di Johannesburg, Afrika Selatan. Beliau adalah seorang Akauntan Bertauliah.

En. Hunter telah dilantik menganggotai Lembaga Pengarah pada 31 March 1999. Pada tahun kewangan ini beliau telah menghadiri dua daripada empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebaran urusan perniagaan yang melibatkan Syarikat. Beliau telah meletak jawatan dari Lembaga Pengarah mulai 6 Ogos 2001.

Mr. Malcolm Bruce Hunter

South African, age 48
Non-Independent and Executive
Director (Resigned on 6 August 2001)

*Warganegara Afrika Selatan, 48 tahun
Pengarah Bukan Bebas dan Eksekutif
(Meletak jawatan pada 6 Ogos 2001)*

PROFILE OF DIRECTORS

PROFIL AHLI LEMBAGA PENGARAH

Dato' Haji Badroddin bin Kassim

Malaysian, age 53
Non-Independent and
Non-Executive Director
Member of Audit Committee
(Resigned on 25 February 2002)

*Warganegara Malaysia, 53 tahun
Pengarah Bukan Eksekutif
Dan Bukan Bebas
Ahli Jawatankuasa Audit
(Meletak jawatan pada 25 Februari 2002)*

Dato' Haji Badroddin bin Kassim was appointed to the Board on 21 December 1998. During the financial year he attended one of four scheduled meetings of the Board. His resignation from the Board was effective from 25 February 2002. He holds a directorship with public-listed company Federal Flour Mills Berhad.

Dato' Haji Badroddin holds a Bachelor of Science (Finance) from the Northern Illinois University, USA. and a Master in Business Administration from the Northwest Missouri State University, USA. Dato' Haji Badroddin was the Chief Executive Officer on Lembaga Tabung Haji. He is a member of the Board of Nestlé (Malaysia) Berhad, TSH Resources Berhad, Swasta Setia Holdings Sdn Bhd, P.T. Multigambut Industries and several other companies.

He does not have any family relationship with any director and/or major shareholder of the Company.

Dato' Haji Badroddin bin Kassim telah dilantik menganggotai Lembaga Pengarah pada 21 Disember 1998. Pada tahun kewangan ini beliau telah menghadiri satu daripada empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau telah meletak jawatan dari Lembaga Pengarah mulai 25 Februari 2002. Beliau adalah seorang Pengarah dengan syarikat tersenarai Federal Flour Mills Berhad.

Dato' Haji Badroddin memiliki Ijazah Bachelior Sains (Kewangan) dari Northern Illinois University, Amerika Syarikat, dan Sarjana Pentadbiran Perniagaan dari Northwest Missouri State University, Amerika Syarikat. Dato' Haji Badroddin pernah memegang jawatan Ketua Pegawai Eksekutif Lembaga Tabung Haji. Beliau juga merupakan ahli Lembaga Nestlé (Malaysia) Berhad, TSH Resources Berhad, Swasta Setia Holdings Sdn Bhd, P.T. Multigambut Industries dan beberapa syarikat lain.

Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat.

NOTICE IS HEREBY GIVEN THAT the 18th (Eighteenth) Annual General Meeting of the Company will be held at Kristal Ballroom, Petaling Jaya Hilton on Monday, 29 April 2002 at 10.30 a.m. for the following purposes:-

AGENDA

As Ordinary Business

- | | |
|--|-----------------------|
| 1. To receive and adopt the Audited Financial Statements for the year ended 31 December 2001 together with the Directors' and the Auditors' Reports thereon. | Ordinary Resolution 1 |
| 2. To approve the payment of Directors' Fees for the year ended 31 December 2001. | Ordinary Resolution 2 |
| 3. To re-elect General (R) Tan Sri Dato' Mohd Ghazali Seth who retires pursuant to Section 129(6) of the Companies Act, 1965. | Ordinary Resolution 3 |
| 4. To re-elect Tan Sri Dato' Ernest Zulliger who retires pursuant to Article 97 of the existing Articles of Association of the Company. | Ordinary Resolution 4 |
| 5. To re-elect Mr. José Lopez Y Vargas who retires pursuant to Paragraph 7.28 of the Kuala Lumpur Stock Exchange Listing Requirements. | Ordinary Resolution 5 |
| 6. To re-elect Mr. Pierre Francois Streit who retires pursuant to Article 102 of the existing Articles of Association of the Company. | Ordinary Resolution 6 |
| 7. To re-elect YAM Dato' Seri Syed Anwar Jamalullail who retires pursuant to Article 102 of the existing Articles of Association of the Company. | Ordinary Resolution 7 |
| 8. To declare a final dividend, comprising of a non tax-exempt dividend of RM0.4039 gross per share and a tax-exempt dividend of RM0.3284 per share, resulting in a total dividend of RM0.6192 net per share, for the year ended 31 December 2001. | Ordinary Resolution 8 |
| 9. To re-appoint Messrs KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration. | Ordinary Resolution 9 |

NOTICE OF ANNUAL GENERAL MEETING

NOTIS MESYUARAT AGUNG TAHUNAN

As special Business

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

- | | |
|---|------------------------|
| 10. Proposed Shareholders' Mandate for Recurrent Related Party Transaction of a Revenue or Trading Nature.

That subject always to the Listing Requirements of the Kuala Lumpur Stock Exchange, the Company and/or any of its subsidiaries shall be mandated to enter into the category of recurrent related party transactions of a revenue or trading nature with those related parties as specified in the Circular to the shareholders dated 5th April 2002 subject further to the following:
(i) The transactions are in the ordinary course of business and are on terms not more favourable to the related parties than those generally available to the public and are not to the detriment to the minority shareholders;
(ii) Such approval shall continue to be in full force until the conclusion of the next Annual General Meeting;
(iii) The Directors and/or any of them 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; and
(iv) The disclosure of the aggregate value of the recurrent related party transactions conducted pursuant to the Proposed shareholders Mandate in the Annual Report, in which the Company must provide a breakdown of the aggregate value of the recurrent related party transactions made during the financial year, amongst others, based on the following information:
(a) The type of the recurrent related party transactions made; and
(b) The names of the related party involved in each type of the recurrent related party transactions made and their relationship with the Company and/or any of its subsidiaries. | Ordinary Resolution 10 |
| 11. Proposed Shareholders' Mandate for the Company to grant loans to Directors, arising out of a benefit in kind conferred upon such Directors as a result of their terms of employment within the Nestlé group of companies, either as a local or as an expatriation benefit.

That subject always to the provisions of the Companies Act 1965, the Company shall grant to Executive Directors all form of loans and other financial benefits as a benefit in kind as part of their benefit package as specified in their terms of employment within the Nestlé group of Companies, either as a local or as an expatriate benefit. | Ordinary Resolution 11 |

12. Proposed Amendment to Clause 3 of the Memorandum of Association of the Company

"That to enable the Company to buy back its own shares and to render the Memorandum of Association of the Company consistent with Section 67A of the Companies Act, 1965 and any prevailing laws, rules, regulations, orders, guidelines or requirements of the relevant authorities, the Company's Memorandum of Association be and is hereby amended by inserting a new Clause 3(47) which reads as follows:

3(47) To purchase the Company's own shares, subject to, and in accordance with the Companies Act, 1965, the rules, regulations and orders made pursuant thereto (as modified, amended or re-enacted from time to time) and requirements of the Kuala Lumpur Stock Exchange and any other relevant authorities."

Special Resolution 1

13. Proposed Adoption of new Articles of Association of the Company

"That the existing Articles of Association of the Company be deleted in its entirety and that the new set of Articles of Association as set out in an Annexure "A" which is enclosed with the Annual Report for year 2001 be and is hereby adopted in substitution for and to the exclusion of the existing Articles of Association of the Company."

Special Resolution 2

NOTICE OF ANNUAL GENERAL MEETING

NOTIS MESYUARAT AGUNG TAHUNAN

Notice of Dividend Payment

NOTICE IS ALSO HEREBY GIVEN THAT, subject to the approval of the shareholders at the 18th (Eighteenth) Annual General Meeting of the Company, a final dividend, comprising a non tax-exempt dividend of RM0.4039 gross per share and a tax-exempt dividend of RM0.3284 per share, resulting in a total dividend of RM0.6192 net per share, for the year ended 31 December 2001 will be paid to the shareholders on 17 May 2002. The entitlement date for the said dividend shall be 3 May 2002.

A Depositor shall qualify for entitlement to the Dividend only in respect of:-

- Shares transferred to the Depositor's securities account before 12.30 p.m. on 3 May 2002 in respect of ordinary transfers.
- Shares bought on the Kuala Lumpur Stock Exchange on cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

By Order of the Board
Mohd. Shah Bin Hashim (LS006824)
Diana Binti Mohd Ghazali (LS004285)
Secretaries
Petaling Jaya
Date: 5 April 2002

NOTES:

- A member of the Company entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote on his behalf. Such proxy need not be a member of the Company.
- For the proxy to be valid, it must be deposited at the Registered Office of the Company not less than 48 hours before the time appointed for the Meeting or adjournment thereof.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its Common Seal or under the hand of the attorney.

Explanatory Notes on Special Business

Ordinary Resolution 10

Proposed Shareholders' Mandate for Recurrent Related Party Transaction of a Revenue or Trading Nature

The Ordinary Resolution 10, under item 10 of the Agenda, if passed, will allow the Company and/or any of its subsidiaries to enter into the recurrent related party transactions in the ordinary course of business and the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such recurrent related transactions occur would not arise. This would reduce substantial administrative time, inconvenience and expenses associated with the convening of such meetings, without compromising the corporate objectives of the Company and/or any of its subsidiaries or adversely affecting the business opportunities available to the Company and/or any of its subsidiaries. The shareholders' mandate is subject to renewal on an annual basis.

Ordinary Resolution 11

Proposed Shareholders' Mandate for the Company to grant loans to Directors, arising out of a benefit in kind conferred upon such Directors as a result of their terms and employment within the Nestlé group of companies, either as a local or as an expatriation benefit

The Ordinary Resolution 11 proposed under item 11 of the Agenda is necessary as it is in compliance with the provisions of the Companies Act 1965, in that all loans and/or any other form financial benefits granted to Directors must obtain the sanction of the shareholders of the Company.

Special Resolution 1 on the Proposed Amendment to Clause 3 of the Memorandum of Association of the Company

Section 67A of the Companies Act, 1965 allows a public listed company to purchase its own shares. As the existing Memorandum of Association of the Company does not contain any provision for the purchase of the Company's own shares, the proposed amendment to incorporate the provision of Section 67A of the Companies Act, 1965 is therefore necessary to give the Company the required powers/authority to purchase its own shares in the manner provided for under the Companies Act, 1965.

Special Resolution 2 on the Proposed Adoption of new Articles of Association of the Company

The Special Resolution 2 proposed under Item 13 of the Agenda, if passed, will render the Articles of Association of the Company to be consistent and in compliance with the new Listing Requirements of the Kuala Lumpur Stock Exchange and any other regulatory requirements of the Companies Act, 1965 and Rules of the Malaysian Central Depository Sdn Bhd. The new Articles of Association also contain the following necessary provisions:-

- To enable any Director and member of a committee of Directors to participate at Board of Directors' meetings and committee meetings respectively by way of telephone and video conferencing;
- To facilitate share buy-back in readiness for the purchase by the Company of its own shares in the future, if so desired; and
- To empower the Directors at any time, and from time to time, to appoint up to a maximum number of 8 Directors.

Pursuant to Paragraph 8.28(2) of the Kuala Lumpur Stock Exchange Listing Requirements appended hereunder are:-

1. Details of attendance of Directors at Board meetings during the financial year ended 31 December 2001

Number of Board Meetings held for the Financial Year: Four (4)

Date of Meeting	Hour	Place
27 February 2001	3.00 p.m.	Petaling Jaya
8 May 2001	3.00 p.m.	Petaling Jaya
7 August 2001	3.00 p.m.	Petaling Jaya
6 November 2001	3.00 p.m.	Petaling Jaya

Name of Directors	Date of Appointment	Number of Meetings Attended
General (R) Tan Sri Dato' Mohd Ghazali Seth	06.01.1986	4/4
Tan Sri Dato' Ernest Zulliger	30.11.1983	3/4
Dato' Haji Badroddin bin Kassim	21.12.1998	1/4
Mr. Jimmy Tan @ Tan Meng Kow	12.05.1993	4/4
Mr. Michael W. Garrett	01.12.1992	3/4
Mr. José Lopez Y Vargas	01.10.1999	4/4
Mr. Pierre Francois Streit	06.08.2001	2/2
Mr. Malcolm Bruce Hunter	31.03.1999	2/2

2. Details of Directors standing for re-election and election as in Agenda 3, 4, 5, 6 and 7 of the Notice of Annual General Meeting

General (R) Tan Sri Dato' Mohd Ghazali Seth

General (R) Tan Sri Dato' Mohd Ghazali Seth is a retired General in the Malaysian Armed Forces after having served with distinction in the Forces for nearly 36 years. He had contributed to substantial developments in the country's Armed Forces and holds a good track record in human resources, particularly in the Armed Forces and dealings with civilians. Tan Sri Ghazali is a graduate of the renowned Royal Military Academy Sandhurst, United Kingdom.

He currently sits on the Board of several public-listed companies including Chairman of Nestlé (Malaysia) Berhad and Magnum Corporation Berhad, as well as holding Directorship positions in Carlsberg Brewery Malaysia Berhad, ABN-AMRO Bank Berhad and Mimaland Berhad.

Tan Sri Ghazali was appointed to the Board on 6 January 1986. During the financial year he attended all four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company. Tan Sri Mohd Ghazali, a Malaysian, is 73 years old and holds 10,000 ordinary shares in the Company and no shares in any of the subsidiaries of the Company. He has no convictions within the past 10 years.

Tan Sri Dato' Ernest Zulliger

Tan Sri Dato' Ernest Zulliger had an illustrious career with the Nestlé Group, which spanned 37 years. The last position held by Tan Sri Dato' Zulliger before his retirement was as Managing Director of Nestlé (Malaysia) Berhad, a post he held for 10 years. He studied Commerce and Business Administration in Switzerland and attended the International Management School IMD in Lausanne. Tan Sri Dato' Zulliger holds a permanent resident status in Malaysia.

Apart from Nestlé (Malaysia) Berhad, Tan Sri Dato' Zulliger holds a Board position in Bumiputra-Commerce Bank Berhad. He is also appointed Director in several non-public organisations. Tan Sri is currently a member of the Audit Committee of Nestlé (Malaysia) Berhad. He served as President of the Malaysian International Chamber of Commerce and Industry from 1989 to 1992.

Tan Sri Dato' Zulliger was appointed to the Board on 30 November, 1983. During the financial year he attended three of four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company. Tan Sri Dato' Zulliger, of Swiss nationality, is 69 years old and does not hold any shares in the Company or in any of the subsidiaries of the Company. He has no convictions within the past 10 years.

NOTICE OF ANNUAL GENERAL MEETING

NOTIS MESYUARAT AGUNG TAHUNAN

Mr. José Lopez Y Vargas

Mr. José Lopez Y Vargas, who has been with the Nestlé Group for the last 23 years, assumed his current position as Managing Director in 1999. He holds a degree in Mechanical Engineering from Switzerland. Since joining Nestlé, Mr. Lopez has gained vast experience having held key positions in Nestlé markets such as Spain, USA, Japan, France and Australia.

Mr. Lopez is the current President of the Malaysian International Chamber of Commerce & Industry and a Board member of the Malaysian Industrial Development Authority (MIDA). Mr. Lopez is also Vice President of the National Chamber of Commerce & Industry of Malaysia and holds a seat in the National Committee on Business Competitiveness. He is also a member of the Executive Committee of Business Council for Sustainable Development Malaysia.

He was appointed to the Board on 1 October, 1999. During the financial year he attended all scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company. Mr. Lopez, of Spanish nationality, is 49 years old and does not hold any shares in the Company or in any of the subsidiaries of the Company. He has no convictions within the past 10 years.

Mr. Pierre Francois Streit

Mr. Pierre Francois Streit was appointed Executive Director, Finance & Control of Nestlé (Malaysia) Berhad on 1 August, 2001. He joined Nestlé Switzerland as Internal Auditor in 1978 and has held senior positions in the area of Finance and Control in various Nestlé operations around the world including Brazil, USA, Switzerland, Philippines and as Head of Finance & Control, Nestlé Australia/Oceania prior to his transfer to Malaysia. He is a graduate from the School of Economics, University of Lausanne.

Mr. Streit is active in the Malaysian International Chamber of Commerce and Industry as a member of the Taxation Committee and also serves in the Swiss-Malaysian Business Association.

He was appointed to the Board on 6 August, 2001. During the financial year he attended two of four scheduled meetings of the Board. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company. Mr. Streit, of Swiss nationality, is 48 years old and does not hold any shares in the Company or in any of the subsidiaries of the Company. He has no convictions within the past 10 years.

YAM Dato' Seri Syed Anwar Jamalullail

Dato' Seri Syed Anwar Jamalullail is a Chartered Accountant. A graduate from Macquarie University in Sydney, Australia with a Bachelor of Arts degree in Accounting, he qualified as a Chartered Accountant of the Australian Society of Certified Practising Accountants in 1984. Prior to his last-held position as Group Managing Director of Amanah Capital Partners Berhad, Dato' Seri Syed Anwar has held senior positions in the area of Finance with several local and international organisations.

Currently, Dato' Seri Syed Anwar is Chairman of the Board for Malaysian Resources Corporation Berhad and Sistem Televisyen Malaysia Berhad. He also sits on the Board of public-listed companies, Amanah Capital Partners Berhad and Amanah Smallcap Fund Berhad. He is a member of the Audit Committee of Nestlé (Malaysia) Berhad.

Dato' Seri Syed Anwar was appointed to the Board on 25 February 2002. He does not have any family relationship with any director and/or major shareholder of the Company, nor any personal interest in any business arrangement involving the Company. Dato' Seri Syed Anwar, a Malaysian, is 50 years old and does not hold any shares in the Company or in any of the subsidiaries of the Company. He has no convictions within the past 10 years.

DENGAN INI NOTIS DIBERIKAN BAHAWA Mesyuarat Agung Tahunan Syarikat yang ke-18 akan diadakan di Kristal Ballroom, Petaling Jaya Hilton pada hari Isnin, 29 April 2002 pada pukul 10:30 pagi bagi tujuan-tujuan berikut:-

A G E N D A

Untuk Pemiagaan Biasa

- | | |
|--|-------------------------|
| 1. Untuk mendapatkan dan menerima Penyata Kewangan Teraudit bagi tahun berakhir 31 Disember 2001 bersama-sama Laporan Pengarah dan Laporan Auditor di atasnya. | <u>Resolusi Biasa 1</u> |
| 2. Untuk meluluskan pembayaran Yuran Pengarah bagi tahun berakhir 31 Disember 2001 | <u>Resolusi Biasa 2</u> |
| 3. Untuk memilih semula Jeneral (B) Tan Sri Dato' Mohd Ghazali Seth yang bersara mengikut Seksyen 129(6) Akta Syarikat, 1965. | <u>Resolusi Biasa 3</u> |
| 4. Untuk memilih semula Tan Sri Dato' Ernest Zulliger yang bersara mengikut Artikel 97 Artikel Persatuan Syarikat yang masih wujud. | <u>Resolusi Biasa 4</u> |
| 5. Untuk memilih semula Encik Jose Lopez Y Vargas yang bersara mengikut Perenggan 7.28 Keperluan Penyenaraian Bursa Saham Kuala Lumpur. | <u>Resolusi Biasa 5</u> |
| 6. Untuk memilih semula Encik Pierre Francois Streit yang bersara mengikut Artikel 102 Artikel Persatuan Syarikat yang masih wujud. | <u>Resolusi Biasa 6</u> |
| 7. Untuk memilih semula YAM Dato' Seri Syed Anwar Jamalullail yang bersara mengikut Artikel 102 Artikel Persatuan Syarikat yang sedia ada. | <u>Resolusi Biasa 7</u> |
| 8. Untuk mengisytiharkan dividen akhir, merangkumi dividen yang tidak dikecualikan cukai sebanyak RM0.4039 kasar sesaham dan dividen yang dikecualikan cukai sebanyak RM0.3284 sesaham, menghasilkan jumlah dividen sebanyak RM0.6192 sesaham, bagi tahun berakhir 31 Disember 2001. | <u>Resolusi Biasa 8</u> |
| 9. Untuk melantik semula Tetuan KPMG sebagai Auditor Syarikat dan memberikuasa kepada Pengarah untuk menetapkan imbuhan mereka. | <u>Resolusi Biasa 9</u> |

Untuk Pemiagaan Khas

Untuk mempertimbangkan dan jika perlu, meluluskan Resolusi yang berikut:-

- | | |
|--|--------------------------|
| 10. Cadangan Mandat Pemegang Saham untuk Urusniaga Pihak Berkait yang Berulang bagi Pendapatan atau Sifat Perdagangan.

Tertakluk kepada Keperluan Penyenaraian Bursa Saham Kuala Lumpur, Syarikat dan/atau anak syarikatnya harus diberi mandat untuk menyertai kategori urusniaga pihak berkait yang berulang bagi pendapatan atau sifat perdagangan dengan pihak berkaitan sebagaimana terdapat pada Surat Pekililing kepada pemegang saham bertarikh 5 April 2002 tertakluk kepada perkara-perkara berikut:
(i) Urusniaga merupakan perniagaan biasa dan mengikut syarat yang tidak terlalu memihak kepada pihak yang berkaitan daripada yang biasanya diberi kepada orang awam dan harus tidak menjejaskan kumpulan kecil pemegang saham;
(ii) Kelulusan tersebut harus diteruskan sepenuhnya sehingga berakhir Mesyuarat Agung Tahunan berikutnya;
(iii) Para Pengarah dan/atau salah seorang daripada mereka dengan ini diberi kuasa untuk menyempurnakan dan melakukan semua tindakan tersebut (termasuk menyempurnakan dokumen tersebut jika perlu) untuk melaksanakan urusniaga yang dikehendaki dan/atau diberi kuasa oleh Resolusi ini; dan
(iv) Pendedahan tentang nilai agregat urusniaga yang berulang bagi pihak berkait, yang dilakukan mengikut Mandat pemegang saham yang Dicadangkan dalam Laporan Tahunan, yang mana Syarikat mesti memberikan analisis nilai agregat urusniaga berulang bagi pihak berkait yang dibuat pada tahun kewangan, antara lain, berdasarkan maklumat berikut:
(a) Jenis urusniaga berulang oleh pihak berkait yang telah dibuat; dan
(b) Nama pihak berkaitan yang terlibat dalam setiap jenis urusniaga berulang bagi pihak berkait yang dibuat dan perhubungan mereka dengan Syarikat dan/atau anak syarikatnya | <u>Resolusi Biasa 10</u> |
| 11. Cadangan Mandat Pemegang Saham untuk Syarikat bagi memberikan Pinjaman kepada Pengarah-pengarah, daripada kemudahan faedah yang diberikan kepada Pengarah-pengarah mengikut syarat-syarat perantaraan mereka dengan kumpulan syarikat-syarikat Nestlé, sama ada sebagai orang tempatan atau ekspatriat.

Tertakluk kepada peruntukan Akta Syarikat 1965, Syarikat akan memberi Pengarah-pengarah Eksekutif semua bentuk pinjaman dan faedah kewangan lain sebagai faedah yang diberi sebagai sebahagian daripada pakej faedah mereka sebagaimana ditentukan dalam syarat-syarat perantaraan dalam kumpulan Syarikat-syarikat Nestlé sama ada orang tempatan atau ekspatriat. | <u>Resolusi Biasa 11</u> |

12. Cadangan Pindaan terhadap Klausula 3 Memorandum Persatuan Syarikat

"Untuk membolehkan Syarikat membeli semula sahamnya sendiri dan untuk meminda Memorandum Persatuan Syarikat selaras dengan Seksyen 67A Akta Syarikat, 1965 dan sebarang undang-undang, rukun, peraturan-peraturan, arahan, garis panduan lazim atau peraturan pihak berkuasa yang berkaitan, Memorandum Persatuan Syarikat adalah dan dengan ini dipinda dengan menambah kausula baru 3(47) yang berbunyi seperti berikut:

3(47) Untuk membeli saham Syarikat sendiri, tertakluk kepada dan selaras dengan Akta Syarikat, 1965, rukun, peraturan-peraturan dan arahan yang mengikut padanya (seperti yang diubah, dipinda atau diperbuat semula dari semasa ke semasa) dan keperluan Bursa Saham Kuala Lumpur dan mana-mana pihak berkuasa lain yang berkaitan"

Resolusi Khas 1

13. Cadangan Penerimaan Artikel baru Persatuan Syarikat

"Bahawa Artikel yang telah sedia ada bagi Artikel Persatuan Syarikat, dimansuhkan keseluruhannya dan bahawa satu set baru Artikel Persatuan seperti yang disediakan di dalam Lampiran "A" yang disertakan bersama dengan Laporan Tahunan bagi Tahun 2001 adalah dan dengan ini diterima sebagai menggantikan dan sehingga meneguhkan Artikel Persatuan Syarikat yang telah sedia ada."

Resolusi Khas 2

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NOTIS MESYUARAT AGUNG TAHUNAN

Notis Pembayaran Dividen

DENGAN INI NOTIS DIBERIKAN BAHAWA, tertakluk kepada kelulusan pemegang saham di Mesyuarat Agung Tahunan Ke-18 (Lapanbelas) Syarikat, dividen akhir, merangkumi dividen yang tidak dikecualikan cukai sebanyak RM0.4039 kasar sesaham dan dividen yang dikecualikan cukai sebanyak RM0.3284 sesaham, menghasilkan jumlah dividen berjumlah RM0.6192 bersih sesaham, bagi tahun berakhir 31 Disember 2001 akan dibayar kepada pemegang-pemegang saham pada 17 Mei 2002. Tarikh layak untuk mendapatkan dividen tersebut ialah 3 Mei 2002.

Penyimpan layak untuk mendapatkan dividen tersebut di atas syarat berikut:-

- Saham dipindahkan ke akaun sekuriti Penyimpan sebelum 12.30 malam pada 3 Mei 2002 dari segi pindahan biasa
- Saham yang dibeli di Bursa Saham Kuala Lumpur dengan asas hak mengikut Peraturan Bursa Saham Kuala Lumpur.

Melalui Arahan Lembaga Pengarah
Mohd. Shah Bin Hashim (LS006824)
Diana Binti Mohd Ghazali (LS004285)
Setiausaha
Petaling Jaya
Tarikh: 5 April 2002

NOTA:

- Ahli Syarikat yang layak menghadiri dan mengundi dalam Mesyuarat di atas berhak melantik proksi untuk menghadiri dan mengundi bagi pihaknya. Proksi tersebut tidak semestinya ahli Syarikat.
- Untuk mengesahkan proksi, ia mesti dihantar ke Pejabat Berdaftar Syarikat tidak kurang daripada 48 jam sebelum masa Mesyuarat itu ditetapkan atau penangguhannya.
- Suratcara melantik wakil mestilah dilakukan secara bertulis oleh pelantik atau peguamnya yang memberi kuasa secara bertulis atau jika pelantik merupakan sebuah perbadanan, hendaklah disempurnakan dengan meterai atau ditandatangani oleh seorang pegawai atau wakil berkuasa.

Nota Penjelasan untuk Perniagaan Khas

Resolusi Biasa 10

Cadangan Mandat Pemegang Saham untuk Urusniaga Pihak Berkait yang Berulang bagi Pendapatan atau Sifat Perdagangan

Resolusi 10 biasa, di bawah butiran 10 Agenda, jika diluluskan, akan membenarkan Syarikat dan/atau mana-mana subsidiarinya untuk menjalankan urusniaga pihak berkait yang berulang dalam urusan perniagaan biasa dan perlu mengadakan mesyuarat agung berasingan dari semasa ke semasa untuk mendapatkan kelulusan pemegang-pemegang saham dan apabila urusniaga berulang tidak berlaku. Ini akan mengurangkan masa pentadbiran, kesulitan dan perbelanjaan kerana mengadakan mesyuarat berkaitan, tanpa berkompromi dengan objektif korporat Syarikat dan/atau mana-mana subsidiarinya atau memberikan kesan kepada peluang perniagaan yang boleh diperolehi oleh Syarikat dan/atau dan subsidiarinya. Mandat pemegang saham adalah tertakluk kepada pembaharuan setiap tahun.

Resolusi Biasa 11

Cadangan Mandat Pemegang Saham Syarikat untuk memberikan pinjaman kepada Pengarah-pengarah, atas faedah ihsan yang diberi kepada Pengarah-pengarah tersebut mengikut syarat-syarat perlantikan mereka dalam kumpulan syarikat-syarikat Nestle, sama ada sebagai orang tempatan atau ekspatriat

Resolusi Biasa 11 yang dicadangkan di bawah butiran 11 Agenda adalah perlu bagi mematuhi peruntukan Akta Syarikat 1965, yang mana semua pinjaman dan/atau mana-mana bentuk faedah lain yang diberi kepada Pengarah-pengarah mesti mendapat kebenaran pemegang-pemegang saham Syarikat.

Resolusi Khas 1 untuk Cadangan Pindaan terhadap Klausula 3 Memorandum Persatuan Syarikat

Seksyen 67A Akta Syarikat, 1965 membolehkan syarikat tersenarai awam untuk membeli saham syarikatnya sendiri. Disebabkan Memorandum Persatuan Syarikat yang sedia ada tidak mengandungi sebarang peruntukan bagi pembelian saham syarikat sendiri, maka cadangan pindaan untuk menggabungkan peruntukan Seksyen 67A Akta Syarikat, 1965 adalah perlu untuk memberikan Syarikat kuasa yang diperlukan bagi membeli sahamnya sendiri mengikut cara yang diperuntukan di bawah Akta Syarikat, 1965.

Resolusi Khas 2 untuk Cadangan Penerimaan Artikel baru Persatuan Syarikat

Resolusi Khas 2 yang dicadangkan di bawah perkara 13 Agenda, jika diluluskan, akan meminda Artikel Persatuan Syarikat agar selaras dan mematuhi Keperluan Penyenaraian baru Bursa Saham Kuala Lumpur dan mana-mana keperluan peraturan Akta Syarikat, 1965 dan Peraturan Malaysian Central Depository Sdn. Bhd. Artikel Persatuan yang baru juga mengandungi peruntukan yang diperlukan seperti berikut:-

- Untuk membolehkan mana-mana Pengarah dan ahli jawatankuasa Pengarah bagi mengambil bahagian dalam mesyuarat Lembaga Pengarah dan mesyuarat jawatankuasa masing-masing melalui perbualan telefon dan sidang video;
- Untuk memudahkan pembelian semula saham sebagai persediaan bagi pembelian saham sendiri oleh Syarikat pada masa depan, jika amat diinginkan; dan
- Untuk memberikuasa kepada Pengarah pada bila-bila masa, dan dari semasa ke semasa untuk melantik Pengarah sehingga kepada jumlah maksimumnya 8 orang.

Mengikut Perenggan 8.28 (2) Keperluan Penyenaraian Bursa Saham Kuala Lumpur yang dilampirkan di bawah ini adalah:-

1. Keterangan lanjut tentang kehadiran Pengarah-pengarah dimesyuarat Ahli Lembaga Pengarah bagi tahun kewangan yang berakhir 31 Disember 2001

Bilangan Mesyuarat Lembaga Pengarah yang diadakan bagi Tahun Kewangan: Empat (4)

Tarikh Mesyuarat	Masa	Tempat
27 Februari 2001	3.00 petang	Petaling Jaya
8 Mei 2001	3.00 petang	Petaling Jaya
7 Ogos 2001	3.00 petang	Petaling Jaya
6 November 2001	3.00 petang	Petaling Jaya

Nama Pengarah Yang Hadir	Tarikh Lantikan	Bilangan Mesyuarat
Jeneral (B) Tan Sri Dato' Mohd Ghazali Seth	06.01.1986	4/4
Tan Sri Dato' Ernest Zulliger	30.11.1983	3/4
Dato' Haji Badroddin Bin Kassim	21.12.1998	1/4
Encik Jimmy Tan @ Tan Meng Kow	12.05.1993	4/4
Mr. Michael W. Garrett	01.12.1992	3/4
Encik José Lopez Y Vargas	01.10.1999	4/4
Encik Pierre Francois Streit	06.08.2001	2/2
Encik Malcolm Bruce Hunter	31.03.1999	2/2

2. Keterangan lanjut Ahli Lembaga Pengarah yang akan dilantik dan dilantik semula seperti Agenda 3, 4, 5, 6 dan 7 dalam Notis Mesyuarat Agung Tahunan

Jeneral (B) Tan Sri Dato' Mohd Ghazali Seth

Jeneral (B) Tan Sri Dato' Mohd Ghazali Seth adalah seorang Jeneral bersara yang telah berkhidmat dengan cemerlang dalam Angkatan Tentera Malaysia hampir 36 tahun. Beliau telah menyumbang banyak terhadap perkembangan angkatan tentera negara dan memegang rekod yang baik dalam bidang sumber manusia, terutama semasa berkhidmat dalam Angkatan Tentera dan pergaulan dengan masyarakat. Tan Sri Ghazali adalah graduan dari akademi pengajian terkenal, Royal Military Academy Sandhurst, United Kingdom.

Beliau memegang jawatan dalam beberapa Lembaga Pengarah syarikat-syarikat tersenarai (public listed) termasuk Magnum Corporation Berhad, serta sebagai Pengarah di Carlsberg Brewery Malaysia Berhad, ABN-AMRO Bank Berhad dan Mimaland Berhad.

Tan Sri Ghazali telah dilantik menganggotai Lembaga Pengarah pada 6 Januari 1986. Pada tahun kewangan ini beliau telah menghadiri kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat. Tan Sri Mohd Ghazali, rakyat Malaysia, 73 tahun, memegang 10,000 saham biasa dalam Syarikat dan tidak memegang saham dalam mana-mana subsidiari Syarikat. Beliau tidak pernah didakwa atas kesalahan jenayah sejak 10 tahun lalu.

Tan Sri Dato' Ernest Zulliger

Tan Sri Dato' Ernest Zulliger telah memegang jawatan dalam Kumpulan Nestlé selama 37 tahun. Jawatan yang terakhir disandang sebelum beliau pencen adalah sebagai Pengarah Urusan Nestlé (Malaysia) Berhad, jawatan yang dipegang selama 10 tahun. Beliau telah menumpukan pengajian dalam bidang Perdagangan dan Pentadbiran Perniagaan di Switzerland dan telah menghadiri kursus di International Management School IMD di Lausanne. Tan Sri Dato' Zulliger memegang kedudukan bermastautin tetap (permanent resident) di Malaysia.

Selain dari Nestlé (Malaysia) Berhad, Tan Sri Dato' Zulliger memegang jawatan dalam Lembaga Pengarah Bumiputra-Commerce Bank Berhad. Beliau juga dilantik sebagai Pengarah dalam beberapa organisasi yang bukan organisasi awam (non-public organisations). Tan Sri adalah ahli Jawatankuasa Audit Nestlé (Malaysia) Berhad. Beliau telah dilantik sebagai Presiden Malaysian International Chamber of Commerce & Industry dari 1989 ke 1992.

Tan Sri Dato' Zulliger telah dilantik menganggotai Lembaga Pengarah pada 30 November 1983. Pada tahun kewangan ini beliau telah menghadiri tiga daripada empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat. Tan Sri Dato' Zulliger, rakyat Switzerland, 69 tahun, tidak memegang saham di dalam Syarikat atau mana-mana subsidiari lain Syarikat. Beliau tidak pernah didakwa atas kesalahan jenayah sejak 10 tahun lalu.

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Encik José Lopez Y Vargas

Encik José Lopez Y Vargas telah berkhidmat dengan Kumpulan Nestlé selama 23 tahun dan telah memegang jawatan sebagai Pengarah Urusan sejak tahun 1999. Beliau memegang ijazah dalam Kejuruteraan Mekanikal dari Switzerland. Sejak mula bekerja dengan Nestlé, En. Lopez telah mendapat pengalaman yang meluas setelah menyandang berbagai jawatan tinggi di pasaran-pasaran Nestlé seperti Sepanyol, USA, Jepun, Perancis dan Australia.

En. Lopez adalah Presiden Malaysian International Chamber of Commerce & Industry dan ahli Lembaga MIDA. En. Lopez juga adalah Naib President National Chamber of Commerce & Industry of Malaysia dan mewakili Jawatankuasa Kebangsaan dalam Persaingan Perniagaan. Beliau adalah ahli Jawatankuasa Eksekutif Business Council of Sustainable Development Malaysia.

Beliau telah dilantik menganggotai Lembaga Pengarah pada 1 Oktober 1999. Pada tahun kewangan ini beliau telah menghadiri kesemua empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat. En. Lopez, rakyat Sepanyol, 49 tahun, tidak memegang sebarang saham dalam Syarikat atau dalam mana-mana subsidiari Syarikat. Beliau tidak pernah didakwa atas kesalahan jenayah sejak 10 tahun lalu.

Encik Pierre Francois Streit

Encik Pierre Francois Streit telah dilantik sebagai Pengarah Eksekutif Kewangan dan Kawalan Nestlé (Malaysia) Berhad pada 1 Ogos 2001. Karier beliau bersama Nestlé bermula di Nestlé Switzerland sebagai Juruaudit pada tahun 1978 dan sejak itu memegang jawatan-jawatan tinggi dalam bidang Kewangan dan Kawalan di beberapa operasi Nestlé di seluruh dunia termasuk Brazil, USA, Switzerland, Filipina dan sebagai Ketua, Kewangan & Kawalan, Nestlé Australia/Oceania sebelum bertukar ke Malaysia. Beliau adalah graduan dari School of Economics, Universiti Lausanne.

En. Streit aktif dalam persatuan Malaysian International Chamber of Commerce and Industry sebagai ahli Jawatankuasa Cukai serta ahli Swiss-Malaysian Business Association.

Beliau telah dilantik menganggotai Lembaga Pengarah pada 6 Ogos 2001. Pada tahun kewangan ini beliau telah menghadiri dua daripada empat mesyuarat Lembaga Pengarah yang dijadualkan. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat. En. Streit, rakyat Switzerland, 48 tahun, tidak memegang sebarang saham dalam Syarikat atau dalam mana-mana subsidiari Syarikat. Beliau tidak pernah didakwa atas kesalahan jenayah sejak 10 tahun lalu.

YAM Dato' Seri Syed Anwar Jamalullail

YAM Dato' Seri Syed Anwar Jamalullail adalah seorang Akauntan Bertauliah. Graduan dari Macquarie University di Sydney, Australia dengan Ijazah Sastera dalam bidang Perakaunan dan diiktiraf sebagai Akauntan Bertauliah oleh Australian Society of Certified Practising Accountants dalam tahun 1984. Sebelum jawatan terakhir sebagai Pengarah Urusan Kumpulan Amanah Capital Partners Berhad, Dato' Seri Syed Anwar telah memegang jawatan kanan dalam bidang Kewangan di beberapa organisasi tempatan dan antarabangsa.

Dato' Seri Syed Anwar adalah Pengerusi Lembaga Pengarah Malaysian Resources Corporation Berhad dan Sistem Televisyen Malaysia Berhad. Beliau juga dilantik menduduki Lembaga Pengarah bagi Amanah Capital Partners Berhad dan Amanah Smallcap Fund Berhad. Beliau adalah ahli Jawatankuasa Audit Nestlé (Malaysia) Berhad.

Dato' Seri Syed Anwar telah dilantik menganggotai Lembaga Pengarah pada 25 Februari 2002. Beliau tidak mempunyai sebarang hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat, atau sebarang kepentingan peribadi dalam sebarang urusan perniagaan yang melibatkan Syarikat. Dato' Seri Syed Anwar, rakyat Malaysia, 50 tahun, tidak memegang sebarang saham dalam Syarikat atau mana-mana subsidiari Syarikat. Beliau tidak pernah didakwa atas kesalahan jenayah sejak 10 tahun lalu.



CHAIRMAN'S REVIEW

主席报告 KAJIAN PENERUSI

Ladies and Gentlemen,

The prospect for 2001 was optimistic following the recovery of the economy after the crisis of 1998/99 and the excellent results achieved in 2000. Forecasts for growth in GDP were targeted at 7% to 8% and the first part of the year looked promising. The slowdown in the world economy also affected Malaysia and we witnessed a gradual reduction in the outlook, which drifted down to a modest but still positive GDP growth of close to 1%.

This is the economic environment challenge that your company faced together with input price increases in many raw materials and increased competition. I am pleased to report that the investments made in the past are bearing their fruits and that the company has not only resisted the economic trend, but outgrown the pace of the economy. In such circumstances 12.5% growth, on like to like basis, is not a small accomplishment but the proof of the capacity of the management, the quality and diversity of the products and the confidence of the Malaysian consumers in Nestlé's portfolio of brands, products and services.

Whilst the profits have not grown at the pace of the sales, some cost elements deemed to be temporary, were not passed to the consumers. The company also had to face some one-off cost, such as temporary outsourcing of finished goods, during the completion of the industrial restructuring.

Deliberate efforts in Promotion and Advertising have resulted in market share gains for all product categories thus consolidating the position of Nestlé Malaysia as the leading Food Company. Some moments are worth noting, particularly the MILO XXI SEA Games sponsorship, The Great Nestlé Breakfast Campaign (a multi-brand promotion), KIT KAT a Break with the Stars and NESTLÉ Omega Plus Heart Health Campaign.

2001 was also marked by a large number of new product launches, innovation and improvements which extend the already large Nestlé product and brand portfolio, constantly adding quality, convenience and nutrition advantages to our consumers.

It is rewarding to report that our Ice-Cream Business has made a turn around and shows the highest growth rate in the Nestlé world. Other new Businesses show the opportunities that are available for further development and growth and our Chilled Business is an example, with sustained double digit progression. Our Food Services Business is further consolidating its leadership in this activity.

The capital expenditures of over RM120 million show a substantial increase over the RM65 million of 2000 and reflect the commitment of the company to manufacture in Malaysia. It also sets a base for regional production with the completion of the Infant Cereal facility in Shah Alam and the expansion of the MILO production capacity in Chembong. The increase of export revenues by RM89.9 million or 45.4% illustrates this reality.

The company has also embarked as Pilot Market, in a worldwide Nestlé Group initiative known as GLOBE. This is an investment in the future for improved competitiveness where the alignment of procedures and Best practices and introduction of new methodologies are the focus. Intense training and preparation for the implementation in 2002 of this initiative, supported by an SAP platform, has begun throughout the company. This is a major effort that will further the growth of the company in the years ahead.

Nestlé is a people and Brand-focused organisation and has demonstrated its ability to perform better than the economy. With the solid foundation created in 2001 by consolidating its market share, we are confident, barring any unforeseen circumstances, to deliver improved performance in 2002.

On behalf of all the shareholders, and the board of directors, I take pleasure in thanking all of our Nestlé Staff and Business Partners for their hard work and dedication for the great achievement in a difficult 2001 environment.

Tuan-tuan dan Puan-puan,

Prospek tahun 2001 adalah optimistik berikutan dengan pemulihan ekonomi selepas dilanda krisis 1998/1999 dan pencapaian cemerlang pada tahun 2000. Ramalan pertumbuhan Keluaran Dalam Negara Kasar (KDNK) antara 7% hingga 8% bagi setengah tahun pertama tahun ini begitu meyakinkan. Kelembapan ekonomi dunia telah menjejaskan ekonomi Malaysia dan kita telah menyaksikan penurunan secara beransur-ansur dengan pertumbuhan KDNK merosot ke tahap sederhana tetapi masih lagi positif kepada hampir 1 peratus sahaja.

Inilah cabaran ekonomi yang sedang dihadapi oleh syarikat kita apabila harga kebanyakan bahan mentah meningkat dan saingan bertambah. Dengan ini, saya dengan sukacitanya melaporkan bahawa pelaburan yang dibuat sebelum ini telah mendatangkan hasil dan syarikat kita bukan sahaja mampu bertahan menghadapi ekonomi yang sukar malah dapat mengatasinya. Dalam keadaan seperti ini, pertumbuhan 12.5%, berasaskan perbandingan seumpamanya, bukanlah merupakan suatu pencapaian yang kecil dan membuktikan keupayaan pihak pengurusan, kualiti dan kepelbagaian produk serta keyakinan pengguna Malaysia terhadap portfolio jenama, produk dan perkhidmatan yang ditawarkan oleh Nestlé.

Walaupun keuntungan tidak berkembang selari dengan kadar pertumbuhan jualan, namun beberapa elemen kos yang dianggap bersifat sementara tidak dibebankan kepada para pengguna. Syarikat juga terpaksa menanggung kos sekali sahaja untuk pembekalan barangan siap dari sumber luar negara buat sementara waktu sebagai langkah penyusunan semula perindustriannya.

Usaha Promosi dan Pengiklanan secara bersepadu telah menghasilkan penguasaan bahagian pasaran bagi semua kategori produk yang membantu mengukuhkan lagi kedudukan Nestlé Malaysia sebagai peneraju Syarikat Makanan. Beberapa aktiviti yang dijalankan wajar diberikan perhatian khusus seperti penajaan Sukan SEA XXI MILO, promosi berbilang jenama Kempen Great Nestlé Breakfast, KIT KAT a Break with the Stars dan Kempen NESTLÉ Omega Plus Heart Health.

Tahun 2001 turut menyaksikan banyak pelancaran produk baru, inovasi dan peningkatan yang telah memperluaskan lagi produk dan portfolio jenama Nestlé yang sedia kukuh dan sentiasa mempertingkatkan kelebihan kualiti, keselesaan dan khasiat kepada para pengguna kita.

Sukacita dimaklumkan bahawa Perniagaan Aiskrim kita telah mencatat keuntungan dan menunjukkan kadar pertumbuhan tertinggi dalam operasi Nestlé seluruh dunia. Perniagaan-perniagaan baru yang lain turut menunjukkan petanda bahawa ia boleh dibangun dan dimajukan dengan perniagaan makanan Sejuk sebagai salah satu contoh terbaik yang menampilkan peningkatan dua angka. Perniagaan Perkhidmatan Makanan kita turut mengukuhkan kedudukannya sebagai peneraju dalam aktiviti ini.

Perbelanjaan modal sebanyak lebih RM120 juta merupakan peningkatan ketara berbanding RM65 juta pada tahun 2000 dan ini menggambarkan komitmen syarikat untuk mengilang produknya di Malaysia. Sebuah pangkalan pengeluaran serantau juga telah ditubuhkan dengan penyediaan kilang Bijirin Makanan Bayi di Shah Alam dan penambahan kapasiti pengeluaran MILO di Chembong. Hasil eksport yang meningkat sebanyak RM89.9 juta atau 45.4% mencerminkan realiti ini.

CHAIRMAN'S REVIEW

KAJIAN PENERUSI 主席报告

Sebagai inisiatif Nestlé Group di seluruh dunia, syarikat telah melancarkan projek yang dikenali sebagai GLOBE. Ini merupakan suatu pelaburan masa hadapan yang memfokus terhadap penyelarasan prosedur dan amalan terbaik serta pengenalan kaedah baru bagi mempertingkatkan daya saingan. Latihan dan persediaan pesat yang disokong oleh platform SAP telah dimulakan di seluruh syarikat bagi melaksanakan inisiatif ini pada tahun 2002. Ini merupakan usaha penting untuk memastikan pertumbuhan syarikat yang pesat pada tahun-tahun akan datang.

Nestlé merupakan sebuah organisasi yang berfokuskan manusia dan Jenama dan telah mempamerkan kemampuannya untuk mencapai keputusan yang lebih baik mengatasi prestasi ekonomi. Dengan asas mantap yang dibina pada tahun 2001 melalui pengukuhan bahagian pasarannya, jika tidak berlaku sebarang keadaan di luar dugaan, kita berasa yakin bahawa syarikat akan menghasilkan prestasi yang lebih baik pada tahun 2002.

Saya bagi pihak semua pemegang saham dan lembaga pengarah, ingin mengambil kesempatan ini untuk mengucapkan terima kasih kepada seluruh Pekerja Nestlé dan Rakan Perniagaan kita di atas kegigihan dan dedikasi mereka terhadap pencapaian yang hebat dalam persekitaran ekonomi yang sukar di tahun 2001.

先生们、女士们：

经历了1998/99年的危机后的经济复苏及2000年的辉煌业绩，我们对2001年的前景感到乐观。国内生产总值的目标被预测为7%至8%成长，而上半年看来是充满希望的。马来西亚也受到全球经济缓慢所影响，让我们目睹了逐渐下降的前景，国内生产总值下降至较小程度，但仍然是正面的接近1%的成长率。

你们的公司须面对这种经济环境之挑战，以及许多种原料价格的上涨与更激烈的竞争。我欣然向您们报告，我们以往所作的投资已经开花结果，公司不但有能力抗拒经济趋向，而且较经济成长得更快。处于此环境之下，12.5%的成长，在比较上，可说是一项不平凡的成就，而且证实了管理层的能力，产品的品质和多样化以及马来西亚的消费人对雀巢的品牌组合、产品及服务的信心。

盈利的成长跟不上销售额，这是由于有些被视为短暂性的成本因素没有转嫁给消费人之故。公司也须面对一些一次过的成本，例如在进行工业重组期间须暂时向外采购一些制成品。

在促销和广告方面所作的努力已导致所有的产品种类的市场占有额有所增加，因而巩固了雀巢马来西亚在食品工业中的领先地位。值得一提的活动有美禄 / 第21届东运会之赞助、雀巢早餐大促销（包括多种品牌）、KIT KAT a Break with the Stars 促销以及 NESTLÉ Omega Plus 心脏健康运动。

2001年也标志著一连串的新产品推介，产品创新及改进，使已经浩大的雀巢产品与品牌组合更加扩大，不断地为我们的消费人增加品质、方便性及营养补益。更值得向您们汇报的是我们的冰淇淋业务已扭转过来而获得雀巢全球之最高成长。其他的新业务都获得发展与成长的机会。我们的冷冻食品业务就是一个好例子，它持续获得二位数成长率。我们的食品服务业更进一步巩固其在此领域的领导地位。

超过1亿2千万零吉的资本开销比2000年的6千500万零吉大幅度的增加，反映公司在马来西亚制造产品的承诺。莎亚南的婴儿谷类食品生产设施的完成及位于Chembong的美禄产量的增加也为区域性生产打好基础。因此，出口收益比去年增加了8千9百90万零吉或45.5%。

公司，作为实验市场，也开始一项名为GLOBE之全球雀巢集团倡导行动。这是一项对未来的投资以增强竞争优势，其焦点在于程序上的紧密合作、最佳执行及新的研究法的推介。深切的培训及将于2002年实行的倡导行动的准备工作的准备工作已开始在全国各地进行，这些行动皆以SAP行动计划作为依据。这是一项重大的工作，使公司在未来能够更进一步成长。

雀巢是一间专注于员工及品牌机构，它已证实它有能力表现得比经济更好。加上它在2000年巩固了其市场占有率而打好了坚固的基础。我们有信心，除却任何难以预测之情况，我们将在2002年交出更佳的业绩。我谨代表所有的股东与董事局成员，衷心地感谢我们雀巢的员工及生意伙伴在2001年的困难环境下尽心尽力所作出的努力。

General comments

The positive economic forecast for a GDP growth of 7% to 8% boded well for 2001. The slowdown in world economy also affected Malaysia and over the year, especially in the second half, we witnessed a gradual slowdown to a mere 1% but still positive GDP. We hereafter comment on the measures and activities which were taken to react to this challenge as well as to respond to increased competition and improve our internal efficiencies.

The resulting increase in turnover from RM2,205 million to RM2,585 million, or 12.5% growth after our review for trade spend which has contributed to a one-time increase of 4.2% in turnover, is an excellent result. It translates to a Real Internal Growth of 8% and a consolidation of our market shares.

Profitability

Whilst profits have not grown at the pace of the sales, some cost elements deemed to be temporary were not passed to the consumers. Other considerations also affected the margins such as: higher input costs due to increase in raw material prices, higher promotion and advertising costs which have resulted in market share gains, change in source of supply for sweetened condensed milks as a result of the industrial restructuring as well as a RM4.9 million charge to write-off goodwill in a now dormant subsidiary.

Following the successful launch in 2000 of the RM300 million public debt issue, our AAA rating was re-confirmed, which allowed the Group to reduce its borrowing costs in 2001.

This is also a reflection of the Group's strong commitment to good governance.

Marketing

Deliberate efforts in Promotion and Marketing have resulted in market share gains for all product categories. It also consolidated Nestlé Malaysia's position as the leading food company.

Amongst these activities, The Great Nestlé Breakfast Campaign, a multi-brand event, MILO's sponsorship of the XXI SEA GAMES campaign, where MILO played an active part toward realising the country's sports aspirations (Olé-Olé Malaysia Boleh), the NESTLÉ Omega Plus Heart Health campaign, KIT KAT a Break with the Stars and many others.

New products, innovation and improvement of existing lines extended further an already large Product/Brand portfolio. Nespray 1+ 3+ 6+, NESLAC 3+, NESTUM 3-in-1, NESCAFÉ Classic Richer Aroma, NESTLÉ Infant Cereals with Prebio 1, MAGGI range of culinary aids with the "Hari-Hari Favourites" paste recipe mixes, MAGGI Thai Chilli Sauce and Hot Cup Noodles, just to mention a few. These efforts are constantly adding quality, convenience and nutritional advantages for our consumers.

MILO has performed brilliantly and will continue with on-going support activities in SPORTS sponsorships and consumer promotions.

Our Ice-Cream Business has made a turn around and shows the highest growth rate for Ice-Cream in the Nestlé world. Likewise our Chilled Business showed double-digit growth and the opportunities of further development. In the Foodservice sector, catering to Out-of-Home consumption, we have further expanded/consolidated our leadership position.

BUSINESS REVIEW

KAJIAN PERNIAGAAN

Ulasan Umum

Ramalan ekonomi yang positif bagi pertumbuhan Keluaran Dalam Negara Kasar (KDNK) antara 7% hingga 8% menjadi pendorong utama bagi tahun 2001. Kelembapan ekonomi dunia turut menjejaskan Malaysia dan sepanjang tahun tersebut, terutamanya pada setengah tahun kedua kita telah menyaksikan kelembapan yang mencatatkan pertumbuhan hanya 1%, tetapi masih mengekalkan tahap KDNK positif.

Ulasan kita selepas ini menyentuh tentang langkah-langkah dan aktiviti yang telah diambil untuk menyahut cabaran ini serta tindak balas kepada peningkatan persaingan dan keperluan mempertingkatkan kecekapan dalaman kita.

Peningkatan perolehan daripada RM2,205 juta kepada RM2,585 juta atau pertumbuhan sebanyak 12.5% setelah kajian semula perbelanjaan perdagangan yang menyumbang kepada pertumbuhan perolehan sebanyak 4.2% merupakan satu keputusan yang cemerlang. Ia menggambarkan Pertumbuhan Dalaman Sebenar sebanyak 8% serta pengukuhan bahagian pasaran kita.

Keuntungan

Sungguhpun keuntungan tidak berkembang pada kadar pertumbuhan perolehan, namun beberapa unsur kos yang dianggap bersifat sementara tidak dibebankan kepada para pengguna. Beberapa pertimbangan lain juga telah menjejaskan margin, antaranya: peningkatan kos input akibat kenaikan harga bahan mentah, peningkatan kos promosi dan pengiklanan yang menghasilkan pertumbuhan bahagian pasaran, perubahan dalam sumber bekalan untuk susu pekat manis hasil dari penyusunan semula perindustrian serta caj sebanyak RM4.9 juta untuk melupuskan muhibah dalam sebuah anak syarikat yang tidak aktif.

Penarafan AAA Kumpulan telah diperkukuhkan lagi berikutan kejayaan pelancaran terbitan hutang awam bernilai RM300 juta

pada tahun 2000. Ini telah membolehkan Kumpulan mengurangkan kos pinjamannya pada tahun 2001.

Ini juga mencerminkan keteguhan komitmen Kumpulan terhadap pentadbiran dan pengurusan korporat yang baik.

Pemasaran

Usaha Promosi dan Pemasaran yang baik telah menghasilkan pertumbuhan bahagian pasaran bagi semua kategori produk. Ia turut mengukuhkan kedudukan Nestlé Malaysia sebagai sebuah syarikat makanan terkemuka di negara ini.

Antara aktiviti yang dijalankan adalah Kempen Great Nestlé Breakfast, sebuah acara berbilang jenama, kempen penajaan Sukan SEA XXI oleh MILO, di mana MILO memainkan peranan aktif dalam menjayakan aspirasi sukan negara (Olé Olé Malaysia Boleh), kempen Nestlé Omega Plus Heart Health, kempen KIT KAT a Break with the Stars dan beberapa kempen lain.

Produk baru, inovasi dan peningkatan barisan produk sedia ada telah meluaskan lagi portfolio Produk/Jenama yang sedia kukuh.

Antaranya adalah NESPRAY 1+ 3+ 6+, NESLAC 3+, NESTUM 3-dalam-1, Nescafé Classic Richer Aroma, Bijirin Makanan Bayi NESTLÉ dengan Prebio 1, jenis bahan perisa makanan MAGGI dengan resepi campuran kegemaran Hari-Hari. Usaha ini sentiasa menambah kelebihan dari segi kualiti, keselesaan dan khasiat pemakanan kepada para pengguna kita.

MILO telah menampilkan prestasi cemerlang dan akan terus menyokong aktiviti penajaan sukan dan promosi pengguna.

Perniagaan Aiskrim kita telah kembali menghasilkan keuntungan dan menunjukkan kadar pertumbuhan tertinggi bagi Aiskrim dalam Nestlé seluruh dunia. Di samping itu, Perniagaan makanan sejuk kita telah mencatatkan pertumbuhan dua angka dan mempunyai peluang untuk pembangunan selanjutnya. Sementara itu, kita turut mengukuhkan kedudukan sebagai peneraju dalam sektor Khidmat Makanan (Foodservice), bagi sajian untuk Penggunaan di Luar Rumah.

Sales

In 2001 we focused on the execution of our sales effectiveness programmes. These programmes are aimed ultimately at driving sales productivity increases and simplifying the ever increasing complexity of our business. Excellent results were seen across all channels.

2002 will see further evolution of such programmes with the introduction of GLOBE, converting opportunities by enhancing distributor strategy and Category and Channel marketing. This new focus on strategic sales management will see continued growth of product categories and market shares.

Production

The capital expenditures of over RM120 million show a substantial increase over the RM65 million of 2000 and reflects the commitment of the Group to manufacturing in Malaysia. It also sets a base for regional production with the completion of the Infant Cereal facility in Shah Alam and the expansion of the MILO production capacity in Chembong. The increase of export revenues by RM89.9 million or 45.4% illustrates this reality.

Other projects of relevance include the Milk Powder Repacking in Petaling Jaya, the NESCAFÉ and 3-in-1 sachet capacity increase in Shah Alam.

GLOBE

The company has started as the Pilot Market in this global Nestlé initiative where alignment of procedures, Best practices and introduction of new methodologies are the focus. A full review of

procedures, intensive training and the preparation for the implementation took place in 2001 and employees throughout the company at various levels have been involved. 2002 will see the implementation of this initiative supported by an SAP platform. This is an investment for the future where accuracy, timely information as well as operational excellence are seen as the drivers of future growth and a substantial competitive advantage.

Human resources

2001 saw a continuation of our policy that started in 2000 with careful headcount management and focus given on training. The amounts invested in such training programmes amounted to RM4.2 million.

As at the end of 2001, we had a total of 19 Malaysians transferred abroad to work in other Nestlé locations, a number which has increased from 15 at end of last year.

Prospect for 2002

The 2001 results are satisfactory given the slowdown of the economy and the situation of cost input. The Group has positioned itself in 2001 with strong market shares and has a solid and consistent position within the food industry.

Barring any unforeseen circumstances, we are optimistic that 2002 should see a rebound in economic activity and growth, however modest, and our Group is ready to meet the challenge to improve last year's performance.

Jualan

Kita telah memfokus kepada program keberkesanan jualan pada tahun 2001. Program tersebut bertujuan untuk mendorong peningkatan produktiviti jualan dan mempermudah perniagaan kita yang semakin kompleks. Semua Saluran Pasaran mencatatkan keputusan cemerlang. Evolusi program sedemikian akan diperluaskan lagi pada tahun 2002 melalui pengenalan GLOBE yang mengambil peluang untuk mempertingkatkan strategi pengedaran dan pemasaran Kategori dan Saluran Pasaran. Fokus baru ke atas pengurusan jualan strategik ini akan menghasilkan pertumbuhan kategori produk dan bahagian pasaran secara berterusan.

Pengeluaran

Perbelanjaan modal sebanyak lebih RM120 juta memaparkan peningkatan ketara berbanding RM65 juta pada tahun 2000 dan menggambarkan komitmen Kumpulan untuk mengilang produknya di Malaysia. Sebuah pangkalan pengeluaran serantau juga telah dibina dengan penyiapan kilang Bijirin Makanan Bayi di Shah Alam dan peningkatan kapasiti pengeluaran MILO di Chembong. Peningkatan hasil eksport sebanyak RM89.9 juta atau 45.4% mencerminkan realiti ini.

Beberapa projek lain yang berkaitan telah dijalankan, termasuk Pembungkusan Semula Susu Tepung di Petaling Jaya, pertambahan kapasiti Nescafe dan uncang 3-dalam-1 di Shah Alam.

GLOBE

Kumpulan telah memulakan inisiatif Nestlé global di mana penyelarasan prosedur dan amalan terbaik serta pengenalan kaedah baru menjadi fokus utama. Kajian penuh mengenai prosedur dan latihan intensif dan persiapan untuk pelaksanaan telah diadakan pada tahun 2001 dan ia melibatkan kakitangan di seluruh Kumpulan pada berbagai peringkat. Inisiatif yang disokong

melalui platform SAP ini akan dilaksanakan pada tahun 2002. Ia merupakan satu pelaburan masa hadapan untuk mempertingkatkan tahap ketepatan, maklumat menepati masa serta kecemerlangan operasi yang menjadi pendorong pertumbuhan serta kelebihan daya saing yang nyata.

Sumber manusia

Dasar sumber manusia yang dimulakan pada tahun 2000 telah diteruskan pada tahun 2001 dengan penelitian terhadap pengurusan bilangan pekerja yang optimum dan penekanan ke atas latihan. Sebanyak RM4.2 juta telah dibelanjakan untuk menjalankan program latihan sedemikian.

Setakat akhir tahun 2001, kita telah memindahkan 19 orang kakitangan warga Malaysia untuk bekerja di lokasi Nestlé di luar negara dan bilangan ini telah bertambah berbanding 15 orang pada tahun lepas.

Prospek bagi tahun 2002

Keputusan tahun 2001 adalah memuaskan walaupun kita menghadapi kelembapan ekonomi dan situasi kos input. Pada tahun 2001 Kumpulan telah berjaya meletakkan kedudukan bahagian pasarnya ke tahap yang teguh serta kedudukan yang padu dan konsisten dalam industri makanan.

Jika tidak berlaku sebarang perkara di luar jangkaan, kita berkeyakinan bahawa aktiviti dan pertumbuhan ekonomi akan pulih semula pada tahun 2002 dan walaupun pada kadar yang sederhana, namun Kumpulan kita bersedia untuk menyahut cabaran ini bagi mempertingkatkan prestasinya berbanding pencapaian pada tahun lepas.

5 YEARS' STATISTICS

FOR THE YEAR ENDED 31 DECEMBER 2001

	2001 RM'000	2000 RM'000	1999 RM'000	1998 RM'000	1997 RM'000
Turnover	2,585,708	2,202,451	1,952,571	1,981,219	1,899,187
Earnings/Cash Flow					
Profit before tax	264,702	254,991	242,702	135,322	253,949
% of turnover	10.2%	11.6%	12.4%	6.8%	13.4%
Profit after tax and minority interest	203,949	202,452	240,659	125,391	180,043
% of turnover	7.9%	9.2%	12.3%	6.3%	9.5%
Dividends paid & proposed (net)	195,854	192,477	222,775	126,161	280,462
Depreciation of fixed assets	70,291	71,447	55,347	55,860	45,037
Cash flow (net profit + depreciation + amortisation)	285,275	280,384	296,006	181,251	225,080
% of turnover	11.0%	12.7%	15.2%	9.1%	11.9%
Capital expenditure	127,418	65,636	40,194	124,715	115,333
Employment of Assets:					
Fixed assets (net)	573,523	518,971	555,546	473,138	408,233
Associated companies	1,518	1,243	17,644	19,620	21,963
Intangible Assets	85,713	94,895	100,194	9,749	11,379
Net current assets	(28,688)	(3,940)	(302,599)	(157,360)	(102,089)
Total	632,066	611,169	370,785	345,147	339,486
Financed by:					
Share capital	234,500	234,500	234,500	234,500	234,500
Reserves	265,991	256,054	100,877	82,993	83,763
Total shareholders' funds	500,491	490,554	335,377	317,493	318,263
Deferred Taxation	28,627	16,975	29,803	27,654	21,223
Minority Interest	2,394	2,334	5,605	–	–
Borrowings	100,554	101,306	–	–	–
Total	632,066	611,169	370,785	345,147	339,486
Per Share					
Market price (RM)	20.50	21.0	16.40	15.20	18.00
Earnings (sen)	86.97	86.33	102.6	53.5	76.8
Price earnings ratio	23.57	24.32	15.98	28.4	23.4
Dividend (net) (sen)	83.5	82.1	95.0	53.8	119.6
Dividend yield (%)	4.1	3.9	5.8	3.5	6.6
Dividend cover (no.)	1.0	1.1	1.1	1.0	0.6
Shareholders' funds (RM)	2.13	2.09	1.43	1.35	1.36
Net tangible assets (RM)	1.77	1.69	1.00	1.31	1.31
Personnel (no.)	3,281	3,183	3,489	3,312	3,224
Factories (no.)	7	7	7	6	6

Notes:

1. Turnover has increased by 4.2% arising from changes in accounting treatment for trade spend.
2. Earnings per share and dividend cover are based on profit after tax.
3. Net tangible assets consist of issued share capital plus reserves less intangible assets.
4. The market price represents last done price of the shares quoted on the last trading day of December.
5. Shareholders' fund has been restated following MASB 19.

PERANGKAAAN 5 TAHUN

BAGI TAHUN BERAKHIR 31 DISEMBER 2001

	2001 RM'000	2000 RM'000	1999 RM'000	1998 RM'000	1997 RM'000
Jumlah jualan	2,585,708	2,202,451	1,952,571	1,981,219	1,899,187
Perolehan/Aliran Tunai					
Untung sebelum cukai	264,702	254,991	242,702	135,322	253,949
% jumlah jualan	10.2%	11.6%	12.4%	6.8%	13.4%
Untung selepas cukai dan kepentingan minoriti	203,949	202,452	240,659	125,391	180,043
% jumlah jualan	7.9%	9.2%	12.3%	6.3%	9.5%
Dividen dibayar & dicadangkan (bersih)	195,854	192,477	222,775	126,161	280,462
Susut nilai harta tetap	70,291	71,447	55,347	55,860	45,037
Aliran tunai (keuntungan + susut nilai + pelunasan)	285,275	280,384	296,006	181,251	225,080
% jumlah jualan	11.0%	12.7%	15.2%	9.1%	11.9%
Perbelanjaan modal	127,418	65,636	40,194	124,715	115,333
Harta Digunakan					
Harta tetap (bersih)	573,523	518,971	555,546	473,138	408,233
Syarikat bersekutu	1,518	1,243	17,644	19,620	21,963
Harta tidak ketara	85,713	94,895	100,194	9,749	11,379
Harta semasa bersih	(28,688)	(3,940)	(302,599)	(157,360)	(102,089)
Jumlah	632,066	611,169	370,785	345,147	339,486
Dibiayai Oleh					
Modal saham	234,500	234,500	234,500	234,500	234,500
Rizab	265,991	256,054	100,877	82,993	83,763
Jumlah dana pemegang saham	500,491	490,554	335,377	317,493	318,263
Cukai tertunda	28,627	16,975	29,803	27,654	21,223
Kepentingan Minoriti	2,394	2,334	5,605	—	—
Pinjaman	100,554	101,306	—	—	—
Jumlah	632,066	611,169	370,785	345,147	339,486
Sesaham					
Harga pasaran (RM)	20.50	21.0	16.40	15.20	18.00
Perolehan Sesaham (sen)	86.97	86.33	102.6	53.5	76.8
Nisbah harga perolehan	23.57	24.32	15.98	28.4	23.4
Dividen (bersih) (sen)	83.5	82.1	95.0	53.8	119.6
Kadar hasil dividen (%)	4.1	3.9	5.8	3.5	6.6
Lindungan dividen (bil.)	10	11	11	10	0.6
Dana pemegang saham (RM)	2.13	2.09	1.43	1.35	1.36
Harta ketara bersih (RM)	1.77	1.69	1.00	1.31	1.31
Personel (bil.)	3,281	3,183	3,489	3,312	3,224
Kilang (bil.)	7	7	7	6	6

Nota:

1. Jumlah jualan meningkat sebanyak 4.2% hasil dari pertukaran pada asas perakaunan perbelanjaan perdagangan.
2. Perolehan sesaham dan lindungan dividen adalah berdasarkan keuntungan selepas cukai.
3. Harta ketara bersih meliputi modal saham campur rizab tolak harta tak ketara.
4. Harga pasaran adalah berdasarkan harga saham pada hari urusaniaga terakhir dalam bulan Disember.
5. Dana saham model telah dicatat semula mengikut MASB 19.

Introduction

The Company is committed to adopt and implement high standards of Corporate governance. The Directors are accountable to the Company's shareholders for good governance. The Company has adopted and implemented the Corporate Governance Principles of its parent company, Nestlé SA, which cover the following:

- The rights and responsibilities of shareholders;
- The equitable treatment of shareholders;
- The duties and responsibilities of Directors; and
- Disclosure and transparency.

The Board of Directors currently comprises the Chairman, the Managing Director, an Executive Director, and four Non-Executive Directors (one being a General Manager of Nestlé SA representing the General Management of Nestlé SA). They come from various backgrounds which demonstrate a range of business, financial and global experience, vital to the successful direction of a leading food company. Three of the Non-Executive Directors are independent directors. The composition of the Board of Directors is balanced both in numerical terms and in experience.

CORPORATE GOVERNANCE STATEMENT

The Directors are equally accountable under the law for the proper handling of the Company's affairs. Particular attention is given to ensure that the long-term strategies proposed by the Management of the Company are fully discussed and critically examined by the Directors. Beyond the long-term interest of the shareholders, the Directors also give proper consideration to such strategies that take into account the interest of the employees, customers, consumers, suppliers, the social environment and communities in which the Company operates.

There is a procedure put in place for any Director to obtain independent professional advice at the expense of the Company in the performance of their mandate as directors. Directors have full and timely access to all relevant information pertaining to the Company's business. The Directors meet at least four times a year and in between those times, there are ample occasions in which the Directors interact with each other to discuss and deliberate on the progress of the Company's business.

Remuneration and Nomination Committee

The Company has not established such committees and deals with such matters during the normal proceedings of the meeting of Directors. The policies, criteria and methodology employed for the nomination and appointment of a director and the remuneration of directors are presented and updated to the Directors, whenever necessary. As a subsidiary of Nestlé SA, which is a multi-national company, the Company does not deem it necessary to have a separate nomination and remuneration committee, as all issues of nomination and remuneration are fully disclosed and deliberated at the meeting of the Directors. Key management positions in the Company are discussed and deliberated by the Management of the Company in close consultation with Nestlé SA, the parent company.

Audit Committee

There is a defined process to identify, evaluate and manage the significant risks associated as critical in the achievement of the Company's long-term objectives. This process has been in place for many years, and its effectiveness is formally reviewed by the Audit Committee. The Audit Committee comprises three Non-Executive Directors and an Executive Director. The Audit Committee examines the effectiveness of the Company's:

- assessment of risk by reviewing evidence of risk assessment activity either by management or via a report from Internal Audit on risk assessment process; and
- systems of internal control primarily through reviewing the scope of the internal audit programme and its findings, review of annual and interim financial statements and a review of the nature and scope of external audit.

The Audit Committee reports to the Directors the results of their review of the risk assessment process. The Directors then take the necessary actions and mandate change where necessary. The Company can further draw on the availability of resources from the Corporate Internal Audit department of its parent company, Nestlé SA.

The Internal Audit department reviews internal controls in all key activities of the Company over a two-year cycle. It acts as a service to the business and functional units by recommending measures of continuous improvement as well as corrective in nature to improve the quality of internal control. Recommendations from the Internal Audit department are discussed and agreed and later followed up in a defined time frame to ensure appropriate internal control measures are strictly followed.

The Internal Audit department also performs Ad Hoc reviews of businesses as requested and agreed upon between Management and the Internal Audit department in any business and/or functional units to ensure the internal control levels are adequate and satisfactory.

The Directors are ultimately responsible for the effectiveness of internal control in the Company in order to meet the need of the operations and to limit the risk levels to which the Company might be exposed. As such it can only provide reasonable but not absolute assurance against any misstatement or loss.

Strategic Direction

The Company's strategic direction is regularly reviewed at the meeting of Directors and Management has put in place a process for such review. Annual operating plans and the long-term outlook set by Management are reviewed in totality by the Directors in line with the Company's overall business objectives. Part of the revision process involves the setting of measurable key performance indicators [KPI].

The processes to manage and identify the key risks are an integral part of the internal control environment. Such processes which are constantly reviewed and benchmarked against best practices include the long-term planning, controlling and monitoring of the performance, capital expenditures, promotional investments as well as other important issues such as quality, safety, health and the environment.

Delegation

The management of the financial and long-term objectives of the Company, as agreed by the Directors, are delegated to the Management of the Company, comprising the Managing Director, Executive Directors and other Senior Managers of the Company. This management team is accountable for the conduct, performance and profits of the Company, within the agreed strategy, limits and policies as laid down by the Directors.

CORPORATE GOVERNANCE STATEMENT

Reporting

Business and functional units are accountable to report to Management on the progress of their activities within well-defined timetable and in strict compliance to instructions and guidelines as stipulated by Management from time to time. Management receives monthly reports on the competitiveness and financial health of each business and functional unit. The quarterly reporting of financial information to the Kuala Lumpur Stock Exchange is based on a standardised process. The responsibility for ensuring compliance with the Company's instructions and guidelines is delegated by the Directors to Management.

Principles of Business Conduct

As a leading food company in Malaysia, the Company's reputation for high ethical standards is essential to its business success. The Company has adopted and modified the Code of Business Conduct of Nestlé SA, to suit the local business requirements where necessary. This Code of Business Conduct has been communicated throughout the Company to ensure its effectiveness.

Communications

The Company regularly communicates with its shareholders and the investing public on its activities. The yearly Business Review is published in the Annual Report. The Company also reports on its performance at quarterly intervals to the Kuala Lumpur Stock Exchange. The Company also conducts a business presentation to analysts at every quarterly interval soon after the announcement of its quarterly results. At the Annual General Meeting, each attending shareholder is given full opportunity to raise questions to the Chairman and other members of the Board of Directors.

Directors' Responsibility Statement in respect of the preparation of the audited financial statements

The Directors are responsible for ensuring that the financial statements of the Company give a true and fair view of the state of affairs of the Company as at the end of the accounting period and of their profit or loss and cash flows for the period. In preparing the financial statements, the Directors have ensured that applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965 have been applied. In preparing the financial statements, the Directors have selected and applied consistently suitable accounting policies and made reasonable and prudent judgements and estimates. The Directors also have a general responsibility for taking such steps as is reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Directors' Remuneration

Details of the nature and amount of each major element of the remuneration of each Director of the Company are as follows:

	Basic Salary	Bonus	Fees	Benefits in kind	Total
	RM	RM	RM	RM	RM
Non-Executive Directors					
Gen.[R] Tan Sri Dato' Mohd. Ghazali Seth			30,000	24,206	54,206
Tan Sri Dato' Ernest Zulliger			15,000	3,000	18,000
Dato' Haji Badroddin bin Kassim			15,000	1,000	16,000
Jimmy Tan @ Tan Meng Kow			15,000	Nil	15,000
Michael W. Garrett			15,000	Nil	15,000
Executive Directors					
José Lopez Y Vargas	744,653	202,400	Nil	445,070	1,392,123
Pierre Francois Streit	203,377	Nil	Nil	41,901	245,278
Faical Krichane	500,046	94,933	Nil	241,746	836,725
Malcolm Bruce Hunter	263,384	135,181	Nil	103,028	501,593
	1,711,460	432,514	90,000	859,951	3,093,925

Executive Directors receive bonuses based on achievement of specific goals related to the performance of the Company. Non-Executive Directors do not receive any performance-related remuneration.

Membership and attendance

The Audit Committee comprises two Independent, Non-Executive Directors, one Non-Independent Non-Executive Director and one Executive Director. When there is an absence of consensus on any issue before the Audit Committee, the Executive Director shall withdraw his participation in the decision-making so as to ensure the independence of the decision-making process in the Audit Committee. The details of attendance of each member at the meetings of the Audit Committee held in the financial year ended 31 December 2001 are as follows:

Composition of Audit Committee	Attendance in 2001
General (R) Tan Sri Dato' Mohd. Ghazali Seth Chairman, Independent, Non-Executive Director	4/4
Tan Sri Dato' Ernest Zulliger Member, Independent, Non-Executive Director	3/4
YAM Dato' Seri Syed Anwar Jamalullail Member, Non-Independent, Non-Executive Director	Nil (appointed 25.02.02)
Pierre Francois Streit Member, Executive Director	Nil (appointed 25.02.02)
Dato' Haji Badroddin bin Kassim Member, Non-Independent, Non-Executive Director	1/4 (resigned 25.02.02)

AUDIT COMMITTEE REPORT

Terms of reference

The Audit Committee was established on 2 March 1994 to act as a committee of the Board of Directors.

The term of reference of the Audit Committee has been revised to conform to the Listing Requirements of the Kuala Lumpur Stock Exchange and is as stated on pages 46 to 47 of this Annual Report.

Meetings of the Audit Committee

The Internal Audit department submitted ten audit reports to the Audit Committee for their review. The reports cover all major operational areas of the Company such as the manufacturing units, sales and marketing units, supply chain units and head office units. The Internal Audit department also performed three ad-hoc audits during the year 2001 on the request of Management. The meetings of the Audit Committee were attended by the Internal Audit Manager and the external auditors. The Audit Committee also invited the Group Accounting Manager to attend all meetings. The Company Secretary acts as the Secretary of the Audit Committee.

Activities

During the financial year 2001, some of the activities of the Audit Committee were as follows:

- Reviewed the external auditors' scope of work and audit plans for the year. Prior to the audit, representatives of the external auditors presented their audit strategy and plan.
- Reviewed with the external auditors the results of the audit, the audit report and the management letter, including management's response.
- Reviewed the Internal Audit department's resource requirements, programmes and plans for the financial year under review and the annual assessment of the internal audit department's performance.
- Reviewed the Internal Audit reports, which highlighted the audit issues, recommendations and management's response. Discussed with management actions taken to improve the systems of internal control based on improvement opportunities identified in the Internal Audit reports.
- Recommended to the Directors improvement opportunities in internal control procedures.
- Reviewed the annual report and the audited financial statements of the Company prior to submission to the Directors for their consideration and approval. The review was to ensure that the audited financial statements were drawn up in accordance with the provisions of the Companies Act 1965 and the applicable approved accounting standards approved by the MASB.
- Reviewed the Company's compliance in particular the quarterly and year-end financial statements with the Listing Requirements of the KLSE, MASB and other relevant legal and regulatory requirements.
- Reviewed the quarterly unaudited financial results announcements before recommending them for the Directors' approval.

Internal Audit Function

The Internal Audit department is independent of the activities or operations of other business or functional units of the Company. The principal role of the department is to undertake independent regular and systematic reviews of the systems of internal control so as to provide reasonable assurance that such systems continue to operate satisfactorily and effectively. It is the responsibility of the Internal Audit department to provide the Audit Committee with independent and objective reports on the state of internal control of the various business and functional units within the Company and the extent of compliance of the units with the Group's established policies and procedures as well as relevant statutory requirements. Further details of the activities of the Internal Audit department are set out in the Statement on Internal Control on pages 48 to 50.

Objectives

The Audit Committee is an independent committee of the Board of Directors which assists the Directors in the discharge of its responsibilities for corporate governance, corporate control and financial reporting. The Audit Committee acts on behalf of the Directors to ensure that:

- the internal audit function is operating effectively and in accordance with the Standards for the Professional Practice of Internal Auditing;
- adequate attention is paid to the effectiveness, efficiency and economy of the Company operations;
- the quarterly results and year-end financial statements are reviewed prior to the approval by the Board;
- adequate systems of internal control are in operation so as to produce accurate and meaningful management information; and
- appropriate and timely action is taken by the relevant managers to rectify the major areas of concern.

To report at least quarterly to the Directors on matters falling within the Committee's terms of reference.

TERMS OF REFERENCE OF THE AUDIT COMMITTEE

Duties and Responsibilities

The Audit Committee is responsible, in particular, to:

Risk and control

- Assess if adequate risk assessment processes and measures to minimise any risk exposures, including fraud, are in place.
- Review and evaluate, with the external and internal auditors, management procedures which are designed to provide assurance of compliance with laws, regulations, policies and codes of practice or conduct.
- Monitor systems and procedures, with external and internal auditors, which are designed to provide a satisfactory and effective level of internal control, asset protection and management information.
- Monitor the Company operations via appropriate Internal Audit reviews, to ascertain if adequate attention is paid to attributes of efficiency, effectiveness and economy.

Internal Audit

- Review the Internal Audit reports of major audits which are undertaken.
- Review the extent to which Internal Audit recommendations are implemented and the timeliness of responses received.
- Review internal audit performance and effectiveness to ensure consistency with the approved plans, the Internal Audit Charter, and relevant professional standards.

External audit

- Review management's responses to the external auditor's interim reports, annual report and management letter.
- Monitor developments in the audit (external and internal) field and standards issued by professional bodies and other regulatory authorities.
- Oversee external and internal audit arrangements in place at the various controlled entities/subsidiaries.

Reporting

- Review the quarter and annual final draft of the annual financial statements (prior to the meeting of the Board to approve the financial statements), receiving explanations for significant variations from the prior year and from budget and refer issues to the Board, as necessary.
- Monitor compliance with statutory requirements for financial reporting, with focus on significant changes in accounting policies and practices, together with significant adjustments recommended by external audit.
- Review compliance with all related-party disclosures required by the Accounting Standards.

Others

- Review, as necessary, any matters arising from the Company's financial operations.
- Commission such investigations or reviews relevant to its role as it sees fit.

Authority

The Audit Committee, in the course of discharging its duties, is authorised to:

- Require any officer of the Company or of any companies in the Group to supply such information and explanations as may be needed;
- Have discussions with line managers and employees of the Company and the Group at any reasonable time, and
- Draw assistance from qualified external parties to advise on issues for which the members require expert input.

Introduction

Paragraph 15.27(b) of the Kuala Lumpur Stock Exchange Listing Requirements requires the Directors of public listed companies to include in its annual report a “statement about the state of internal control of the listed issuer as a group“. The Directors of Nestlé (Malaysia) Berhad are committed to maintaining a sound system of internal control throughout the Company and are pleased to provide the following statement which outlines the nature and scope of internal control of the Company in 2001.

STATEMENT ON INTERNAL CONTROL

Directors' Responsibility

The Directors are ultimately responsible for the Company's system of internal control which includes the establishment of an appropriate control environment and framework as well as reviewing its adequacy and integrity. Because of the limitations that are inherent in any system of internal control, this system is designed to manage, rather than eliminate, the risk of failure to achieve corporate objectives. Accordingly, it can only provide reasonable but not absolute assurance against material misstatement or loss. The systems of internal control cover, inter alia, risk management, financial, organisational, operational and compliance controls. Following the publication of the Statement on Internal Control: Guidance for Directors of Public Listed Companies (the “Internal Control Guidance “), the Directors confirm that there is an ongoing process for identifying, evaluating and managing significant risks faced by the Company, that has been in place for the year 2001 and up to the date of approval of the annual report and financial statements, and that this process is regularly reviewed by the Directors and accords with the Internal Control Guidance.

Risk Management Framework

The Directors fully support the contents of the Internal Control Guidance and, together with the Internal Audit department, in close consultation with external advisers, have put in place several internal control measures, risk management guidelines and processes. These internal control measures are continuously reported to the Audit Committee and thereafter to the Directors for further deliberation.

Internal Audit Function

The Company has in place an adequately resourced Internal Audit department which provides the Directors with much of the assurance it requires regarding the adequacy and integrity of the systems of internal control. Internal Audit independently reviews the risk identification procedures and control processes implemented by Management, and reports to the Audit Committee on a quarterly basis. Internal Audit also reviews the internal controls in the key activities of the Company's business and functional units on the basis of a two-year internal audit strategy and a detailed annual internal audit plan is presented to the Audit Committee for approval. The Internal Audit function adopts a risk-based approach and prepares its audit strategy and plan based on the risk profiles of the business and functional units of the Company. During the year, the Company commissioned KPMG, together with the Internal Audit department, to conduct a thorough review of the internal control system placed at the Company's National Distribution Centre. All recommendations suggested from this review to improve the internal control of this operation will be implemented. The Audit Committee reviews the risk monitoring and compliance procedures, ensuring that an appropriate mix of techniques and skills are used to obtain the level of assurance required by the Board of Directors. The Audit Committee presents its findings to the Directors on a quarterly basis or earlier as appropriate.

Other Risk and Control Processes

Apart from risk management and internal audit, the Directors have put in place an organisational structure with formally defined lines of responsibility and delegation of authority. A process of hierarchical reporting has been established which provides for a documented and auditable trail of accountability. The procedures include the establishment of limits of authority coupled with the publication of the Employees Handbook which highlights policies on health, safety, training and development, equality of opportunity, staff performance and serious misconduct. These procedures are relevant across the Company's operations and provide for continuous assurance to be given at increasingly higher levels of Management and, finally, to the Directors. The process is now facilitated by Internal Audit which also provides a degree of assurance as to the application, operation and validity of the system of internal control. Planned corrective actions are independently monitored for timely completion. The Managing Director also reports to the Directors on significant changes in the business and the external environment which affects significant risks. The Executive Director, Finance and Control provides the Directors with quarterly financial information which include key performance and risk indicators. Where areas for improvement in the system are identified, the Directors consider the recommendations made by the Audit Committee and the Management of the Company.

STATEMENT ON INTERNAL CONTROL

Weaknesses in Internal Control that result in Material Losses

There were no material losses incurred during the current financial year as a result of weaknesses in internal control. The Management of the Company continues to take measures to strengthen the internal control environment.

GROUP FINANCIAL HIGHLIGHTS

MAKLUMAT KEWANGAN KUMPULAN

Turnover/Jumlah Jualan

Earnings/Cash Flow/Perolehan/Aliran Tunai

Profit before tax / Untung sebelum cukai

% of turnover / % jumlah jualan

Profit after tax and minority interest /

Untung selepas cukai dan kepentingan minoriti

% of turnover / % jumlah jualan

Dividends paid & proposed (net) /

Dividen dibayar & dicadangkan (bersih)

Depreciation of fixed assets /

Susut nilai harta tetap

Cash flow (net profit + depreciation + amortisation) /

Aliran tunai (untung + susut nilai + pelunasan)

Capital expenditure / Perbelanjaan modal

Shareholders' funds / Dana pemegang saham

Personnel / Personel

Factories / Kilang-kilang

Per Share / Sesaham

Market price / Harga pasaran

Earnings per share / Perolehan sesaham

Price earning ratio / Nisbah harga perolehan

Dividend (net) / Dividen (bersih)

Dividend yield / Kadar hasil dividen

Dividend cover / Lindungan dividen

Shareholders' funds / Dana pemegang saham

Net tangible assets / Harta ketara bersih

Notes:

1. Turnover has increased by 4.2% arising from changes in accounting treatment for trade spend.
2. Earnings per share and dividend cover are based on profit after tax.
3. Net tangible assets consist of share capital plus reserves less intangible assets.
4. The market price represents last done price of the shares quoted on the last trading day of December.
5. Shareholders' fund has been restated following MASB 19.

Nota:

1. Jumlah jualan meningkat sebanyak 4.2% hasil dari pertukaran pada asas perakaunan perbelanjaan perdagangan.
2. Perolehan sesaham dan lindungan dividen adalah berdasarkan keuntungan selepas cukai.
3. Harta ketara bersih meliputi modal saham campur rizab tolak harta tak ketara.
4. Harga pasaran adalah berdasarkan harga saham pada hari urusniaga terakhir dalam bulan Disember.
5. Dana Saham modal telah dicatat semula mengikut MASB 19.

