

Nestlé S.A. - Annual General Meeting 2017

Proxy and Voting instructions to the Independent Representative

I herewith grant a proxy to the Independent Representative, Hartmann Dreyer, Attorneys-at-law, to represent my shares at the General Meeting and to exercise my voting rights in accordance with my instructions as provided hereafter:

Please tick only **one** box per proposal

| | Yes | No | Abstention |
|---|--------------------------|--------------------------|--------------------------|
| 1.1 Approval of the Annual Review, the financial statements of Nestlé S.A. and the consolidated financial statements of the Nestlé Group for 2016 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 1.2 Acceptance of the Compensation Report 2016 (advisory vote) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 Discharge to the members of the Board of Directors and of the Management | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3 Appropriation of profit resulting from the balance sheet of Nestlé S.A. (proposed dividend) for the financial year 2016 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1 Re-elections to the Board of Directors | | | |
| 4.1.1 Mr Paul Bulcke | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.2 Mr Andreas Koopmann | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.3 Mr Henri de Castries | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.4 Mr Beat W. Hess | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.5 Mr Renato Fassbind | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.6 Mr Steven G. Hoch | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.7 Ms Nāina Lal Kidwai | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.8 Mr Jean-Pierre Roth | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.9 Ms Ann M. Veneman | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.10 Ms Eva Cheng | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.11 Ms Ruth K. Oniang'o | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.1.12 Mr Patrick Aebischer | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Continued on the reverse side

Continued from the front side

| | Yes | No | Abstention |
|---|-------------------------------------|--------------------------|--------------------------|
| 4.2 Elections to the Board of Directors | | | |
| 4.2.1 Mr Ulf Mark Schneider | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.2.2 Ms Ursula M. Burns | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.3 Election of the Chairman of the Board of Directors | | | |
| Mr Paul Bulcke | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.4 Election of the members of the Compensation Committee | | | |
| 4.4.1 Mr Beat W. Hess | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.4.2 Mr Andreas Koopmann | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.4.3 Mr Jean-Pierre Roth | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.4.4 Mr Patrick Aebischer | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.5 Election of the statutory auditors KPMG SA, Geneva branch | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.6 Election of the Independent Representative Hartmann Dreyer, Attorneys-at-law | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5.1 Approval of the Compensation of the Board of Directors | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5.2 Approval of the Compensation of the Executive Board | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

In the event of any **yet unknown new or modified proposal by a shareholder** during the General Meeting, I instruct the Independent Representative to vote as follows:

- Yes (vote in favour of any such yet unknown proposal)
- No (vote against any such yet unknown proposal)
- Abstain

The Board of Directors recommends to vote "No" on any such yet unknown proposal.

Important: Without specific instructions on how to vote regarding one or several items listed above, I herewith instruct the Independent Representative to vote in favour of the proposals of the Board of Directors with regard to the items listed on the agenda and with regard to any new or modified proposal during the General Meeting.

Date:

Signature:

These instructions should be signed, dated and returned in the enclosed envelope to the Independent Representative, Hartmann Dreyer, Attorneys-at-law, P.O. Box 736, 1701 Fribourg, Switzerland, by 30 March 2017.