



Certificate of Approval of a Prospectus
pursuant to The Prospectus Regulations 2005

To:

FINANZMARKTAUFSICHT (FMA) – FINANCIAL MARKET AUTHORITY (AUSTRIA)
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (BELGIUM)
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGS-AUFSICHT (BAFIN) (GERMANY)
COMMISSIONE NAZIONALE PER LE SOCIETÀ E LA BORSA (ITALY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)
AUTORITEIT FINANCIÈRE MARKTEN (AFM) (THE NETHERLANDS)

From:

The Financial Services Authority
25 The North Colonnade, Canary Wharf, London E14 5HS, United Kingdom

We hereby certify that the Supplementary Prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC or national law transposing the Directive and was approved by the FSA on 16 February 2012.

Name of Issuer: 1) Nestlé Holdings, Inc.
2) Nestlé Finance International Ltd.

Registered Office/Seat: 1) USA
2) Luxembourg

Type of Securities: Debt Issuance Programme

Guarantor (if any): Nestlé S.A.

Annexes: N/A

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information on the following grounds: No omission

Attachments:

1. Supplementary Prospectus dated 16 February 2012
2. Consolidated Financial Statements of the Nestlé Group 2011

Financial Services Authority
UK Listing Authority
Document approved

Date: 17 February 2012

Signed: 1. [Signature]

Signed: 2. [Signature]