



Certificate of Approval of a Prospectus
pursuant to The Prospectus Regulations 2005
The Base Prospectus was approved before 1 July 2012.

To:

FINANZMARKTAUFSICHT (FMA) - FINANCIAL MARKET AUTHORITY (AUSTRIA)
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (BELGIUM)
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT (BAFIN) (GERMANY)
COMMISSIONE NAZIONALE PER LE SOCIETÀ E LA BORSA (ITALY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)
AUTORITEIT FINANCIËLE 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 as amended by the Directive 2010/73/EU or national law transposing the Directive and was approved by the FSA on 14 February 2013.

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 as amended by the Directive 2010/73/EU or national law transposing Directive 2003/71/EC as amended, the omission of the information on the following grounds: **No omission**

Attachments:

1. Supplementary Prospectus dated 14 February 2013
2. Consolidated Financial Statements of the Nestlé Group 2012

Financial Services Authority
UK Listing Authority
Document approved

Date: 15 February 2013

Signed: *Karin Waack*