CESR

THE COMMITTEE OF EUROPEAN SECURITIES REGULATORS

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 FUR FINANZDIENSTLEISTUNGSAUFICHT (BAFIN) (GERMANY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)
AUTORITEIT FINANCIELE MARKTEN (AFM) (THE NETHERLANDS)

From:
The Financial Conduct Authority
25 The North Colonnade, Canary Wharf, London E14 5HS, United Kingdom

We hereby certify that the Base 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 FCA on 19th May 2017.

Name of Issuer: Nestle Holdings, INC. and Nestle Finance International Ltd.

Registered Office/Seat: Delaware, Luxembourg

Type of Securities: Debt Issuance Programme

Guarantor (if any): Notes issued by Nestlé Finance International Ltd. will be, and Notes issued by Nestlé Holdings, Inc. may be, guaranteed by Nestlé S.A.

Annexes
Annex IV for issuers (Nestle Holdings, Nestle Finance) and guarantor (Nestle SA) Annex VI re guarantee
Annex IX for issuers (Nestle Holdings, Nestle Finance) and guarantor (Nestle SA)
Annex XIII
Annex XX (V) - securities disclosure
Annex 20 (XXX) - public offer disclosure
Annex XXI - additional info final terms (full check)
Annex XXII(IV) - summary
Annex XXII(V) - summary
Annex XXII(VI)

Financial Conduct Authority
Document Approved
Date: 24/5/17
Signed: DSIP

National Prospectus Identifier: PRO03520

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**