

**Final Terms  
Dated 13 November 2015**

**NESTLÉ FINANCE INTERNATIONAL LTD.**

**Issue of EUR 500,000,000 0.75 per cent. Notes due 16 May 2023 (the “Notes”)  
Guaranteed by Nestlé S.A.  
under the Debt Issuance Programme**

**Part A – Contractual Terms**

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions set forth in the Prospectus dated 29 May 2015 as supplemented by the Supplementary Prospectus dated 27 August 2015, which together constitute a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus as so supplemented, including documents incorporated by reference. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. A summary of the Notes (which comprises the summary in the Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. The Prospectus and the Supplementary Prospectus are available for viewing on the Nestlé Group’s investor relations website, which can be found at [www.nestle.com/investors](http://www.nestle.com/investors) and are available on the website of the London Stock Exchange plc at [www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html).

The expression “Prospectus Directive” means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure in a relevant Member State of the European Economic Area.

1. (a) Issuer: Nestlé Finance International Ltd.  
(b) Guarantor: Nestlé S.A.
2. (a) Series Number: 83  
(b) Tranche Number: 1  
(c) Date on which the Notes will be consolidated and form a single Series: Not Applicable
3. Specified Currency: Euro (“EUR”)
4. Aggregate Nominal Amount:
  - (a) Series: EUR 500,000,000
  - (b) Tranche: EUR 500,000,000
5. Issue Price: 99.040 per cent. of the Aggregate Nominal Amount

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|-----|---|--|
| 6.  | (a) Specified Denominations:                                      | EUR 1,000  |
|     | (b) Calculation Amount:   | EUR 1,000  |
| 7.  | (a) Issue Date:   | 16 November 2015   |
|     | (b) Interest Commencement Date:                                   | Issue Date   |
| 8.  | Maturity Date:  | 16 May 2023  |
| 9.  | Interest Basis:   | 0.75 per cent. Fixed Rate  |
| 10. | Redemption/Payment Basis:   | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |
| 11. | Change of Interest Basis:   | Not Applicable   |
| 12. | Put/Call Options:   | Issuer Maturity Par Call<br>Issuer Make-Whole Call<br><br>(further particulars specified below in paragraphs 19 and 20)                                |
| 13. | (a) Status of the Notes:  | Senior   |
|     | (b) Status of the Guarantee:                                      | Senior   |
| 14. | Date Board approval for issuance of Notes and Guarantee obtained: | 18 May 2015 and 25 September 2015, respectively  |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|-------------------------------|---|
| 15. | Fixed Rate Note Provisions    | Applicable  |
|     | (a) Rate(s) of Interest:      | 0.75 per cent. per annum payable in arrear on each Interest Payment Date. The first Fixed Interest Period shall be the period commencing on, and including, the Interest Commencement Date and ending on, but excluding, 16 May 2016 (short first coupon)   |
|     | (b) Interest Payment Date(s): | 16 May in each year from and including 16 May 2016, up to, and including, the Maturity Date, adjusted in accordance with the Following Business Day Convention, with the Additional Business Centres for the definition of "Business Day" being London, in addition to a day on which the TARGET2 System is open, with no adjustment for period end dates |

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| (c) | Fixed Coupon Amount(s):       | EUR 7.50 per Calculation Amount (applicable to the Notes in definitive form) and EUR 3,750,000.00 per Aggregate Nominal Amount of the Notes (applicable to the Notes in global form), payable on each Interest Payment Date, except for the amount of interest payable on the first Interest Payment Date falling on 16 May 2016 |
| (d) | Broken Amount(s):             | EUR 3.73 per Calculation Amount (applicable to the Notes in definitive form) and EUR 1,864,754.10 per Aggregate Nominal Amount of the Notes (applicable to the Notes in global form), payable on the Interest Payment Date falling on 16 May 2016  |
| (e) | Day Count Fraction:           | Actual/Actual (ICMA)   |
| (f) | Determination Date(s):        | 16 May in each year  |
| 16. | Floating Rate Note Provisions | Not Applicable   |
| 17. | Zero Coupon Note Provisions   | Not Applicable   |

#### **PROVISIONS RELATING TO REDEMPTION**

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|-----|---|--|
| 18. | Issuer Call Option                            | Not Applicable   |
| 19. | Issuer Maturity Par Call Option               | Applicable   |
| 20. | Issuer Make-Whole Call Option                 | Applicable   |
| (a) | Optional Redemption Date(s):                  | At any time that is more than 90 days prior to the Maturity Date |
| (b) | Optional Redemption Amount of each Note:      | Special Redemption Amount  |
| (c) | Specified Time for Special Redemption Amount: | Not Applicable   |
| (d) | Redemption Margin:                            | 0.10 per cent.   |
| (e) | If redeemable in part:                        |  |

|      |  |  |
|------|--|--|
| (i)  | Minimum Redemption Amount:   | Not Applicable   |
| (ii) | Maximum Redemption Amount:   | Not Applicable   |
| (f)  | Calculation Agent (if not the Agent) (the “Calculation Agent”):  | Not Applicable   |
| (g)  | Notice periods (if other than as set out in the Conditions):   | Minimum period: Not Applicable<br>Maximum period: Not Applicable |
| 21.  | Investor Put Option  | Not Applicable   |
| 22.  | Final Redemption Amount:   | EUR 1,000 per Calculation Amount                                 |
| 23.  | Early Redemption Amount  |  |
|      | Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default/or other earlier redemption: | EUR 1,000 per Calculation Amount                                 |

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

|     |                  |  |
|-----|------------------|--|
| 24. | Form of Notes:   | Temporary Global Note exchangeable for a Permanent Global Note on and after the Exchange Date.<br><br>The Permanent Global Note is exchangeable in whole, but not in part, for definitive Notes (a) at the request of the Issuer; and/or (b) (free of charge) upon the occurrence of an Exchange Event (as described in “Form of the Notes” in the Prospectus dated 29 May 2015).<br><br>Notes shall not be physically delivered in Belgium, except to a clearing system, a depository or other institution for the purpose of their immobilisation in accordance with Article 4 of the Belgian Law of 14 December 2005. |
| 25. | New Global Note: | Yes  |

26. Additional Financial Centre(s) or other special provisions relating to Payment Days: Not Applicable
27. Talons for future Coupons to be attached to definitive Notes: No
28. Spot Rate (if different from that set out in Condition 5(g)): Not Applicable
29. Calculation Agent responsible for calculating the Spot Rate for the purposes of Condition 5(g) (if not the Agent): Not Applicable
30. RMB Settlement Centre(s): Not Applicable

Signed on behalf of the Issuer:

Signed on behalf of the Guarantor:

By: BRUNO CHAZARD

By: MANDEEP CHHATWAL

Bruno Chazard  
*Duly authorised*

Mandeep Chhatwal  
*Duly authorised*

By: STEVE FLAMMANG

By: CLAUDIO MENGHI

Steve Flammang  
*Duly authorised*

Claudio Menghi  
*Duly authorised*

## Part B – Other Information

### 1. Listing

Listing and Admission to Trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market and for admission to the Official List of the UK Listing Authority with effect from the London Stock Exchange business day following the Issue Date

### 2. Ratings

The Notes to be issued are not rated by Standard & Poor's Credit Market Services France SAS and Moody's France SAS

### 3. Interests of Natural and Legal Persons Involved in the Issue

Save for any fees payable to the Joint Bookrunners, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Joint Bookrunners and their affiliates may have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

- (i) Reasons for the Offer: As set out in "Use of Proceeds" in the Prospectus dated 29 May 2015
- (ii) Estimated net proceeds: EUR 493,825,000 (following deduction of the Joint Bookrunners' commission and concession)
- (iii) Estimated total expenses: EUR 40,000 for legal, filing and miscellaneous expenses

### 5. Yield (Fixed Rate Notes Only)

Indication of yield: 0.883 per cent. per annum

### 6. Historic Interest Rates (Floating Rate Notes Only)

Not Applicable

### 7. Operational Information

- (i) ISIN: XS1319652902
- (ii) Common Code: 131965290

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|-------|--|--------------------------|
| (iii) | Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking, <i>société anonyme</i> and the relevant identification number(s): | Not Applicable           |
| (iv)  | Delivery:  | Delivery against payment |
| (v)   | Names and addresses of additional Paying Agent(s) (if any):  | Not Applicable           |

## 8. Distribution

- |       |   |  |
|-------|---|--|
| (i)   | Names and addresses of Managers / relevant Dealer and underwriting commitments: | <p>Banco Santander, S.A.<br/> Ciudad Grupo Santander<br/> Avenida de Cantabria s/n<br/> Edificio Encinar<br/> 28660 Boadilla del Monte<br/> Madrid, Spain</p> <p>Underwriting Commitment: EUR 125,000,000</p> <p>ING Bank N.V.<br/> Foppingadreef 7<br/> 1102 BD Amsterdam<br/> The Netherlands</p> <p>Underwriting Commitment: EUR 125,000,000</p> <p>J.P. Morgan Securities plc<br/> 25 Bank Street<br/> Canary Wharf<br/> London E14 5JP</p> <p>Underwriting Commitment: EUR 125,000,000</p> <p>The Royal Bank of Scotland plc<br/> 135 Bishopsgate<br/> London EC2M 3UR</p> <p>Underwriting Commitment: EUR 125,000,000<br/> (each a “<b>Joint Bookrunner</b>” and together, the “<b>Joint Bookrunners</b>”)</p> |
| (ii)  | Date of the Letter for a Syndicated Note Issue:                                 | 13 November 2015   |
| (iii) | Total commission and concession:  | 0.275 per cent. of the Aggregate Nominal Amount  |
| (iv)  | U.S. Selling Restrictions:  | Reg. S Compliance Category 2; TEFRA D  |

- (v) The Netherlands Selling Restrictions (Article 5:20(5) Dutch Financial Supervision Act (*Wet op het financieel toezicht*)): Applicable
- (vi) Public Offer where there is no exemption from the obligation under the Prospectus Directive to publish a Prospectus: Applicable - see paragraph 9 below.

## 9. Terms and Conditions of the Public Offer

An offer of the Notes may be made by each of the Joint Bookrunners and any placers (authorised directly or indirectly by the Issuer or any of the Joint Bookrunners), other than pursuant to Article 3(2) of the Prospectus Directive, in each of Austria, Belgium, Germany, Luxembourg and the Netherlands (together with the United Kingdom, the “Public Offer Jurisdictions”) during the Offer Period (as defined below).

The above consent is subject to the following conditions:

- (a) the only Offerors authorised to use the Issuer’s Base Prospectus to make the Public Offer of the Notes are the Joint Bookrunners; and
- (b) any financial intermediary which is authorised to make such offers under the Markets in Financial Instruments Directive 2004/39/EC and which has been duly appointed, directly or indirectly, by the Issuer to make such offers, provided that such financial intermediary states on its website (I) that it has been duly appointed as a financial intermediary to offer the Notes during the Offer Period, (II) it is relying on the Issuer’s Base Prospectus for such Public Offer with the consent of the Issuer, and (III) the conditions attached to that consent (the “Placers”).
  - (i) Offer Period: From the date of and following publication of these Final Terms being 13 November 2015 to 16 November 2015
  - (ii) Offer Price: The Issuer has offered and will sell the Notes to the Joint Bookrunners (and no one else) at the Issue Price of 99.040 per cent. less a total commission and concession of 0.275 per cent. of the Aggregate Nominal Amount of the Notes. Joint Bookrunners and Placers will offer and sell the Notes to their customers in accordance with arrangements in place between each such Joint Bookrunner and its customers (including Placers) or each such Placer and its customers by reference to the Issue Price and market conditions prevailing at the time
  - (iii) Conditions to which the offer is subject: Offers of the Notes are conditional on their issue and are subject to such conditions as are set out in the Letter for a Syndicated Note Issue dated 13 November 2015. As between Joint Bookrunners and their customers (including



Placers) or between Placers and their customers, offers of the Notes are further subject to such conditions as may be agreed between them and/or as is specified in the arrangements in place between them

- (iv) Description of the application process: A prospective Noteholder will purchase the Notes in accordance with the arrangements in place between the relevant Joint Bookrunner and its customers or the relevant Placer and its customers, relating to the purchase of securities generally. Noteholders (other than Joint Bookrunners) will not enter into any contractual arrangements directly with the Issuer in connection with the offer or purchase of the Notes
- (v) Description of possibility to reduce subscriptions and the manner for refunding excess amount paid by applicants: Not Applicable
- (vi) Details of the minimum and/or maximum amount of application (whether in number of Notes or aggregate amount to invest): There are no pre-identified allotment criteria. The Joint Bookrunners and the Placers will adopt allotment and/or application criteria in accordance with customary market practices and applicable laws and regulations and/or as otherwise agreed between them
- (vii) Method and time limits for paying up the Notes and for delivery of the Notes: The Notes will be sold by the Issuer to the Joint Bookrunners on a delivery against payment basis on the Issue Date. Prospective Noteholders will be notified by the relevant Joint Bookrunner or Placer of their allocations of the Notes and the settlement arrangements in respect thereof
- (viii) Manner in and date on which results of the offer are to be made public: Not Applicable
- (ix) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable
- (x) Whether Tranche(s) have been reserved for certain countries: Not Applicable

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|--------|---|---|
| (xi)   | Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: | Prospective Noteholders will be notified by the relevant Joint Bookrunner or Placer in accordance with the arrangements in place between such Joint Bookrunners or Placers and its customers. Any dealings in the Notes which take place will be at the risk of prospective Noteholders |
| (xii)  | Amount of any expenses and taxes specifically charged to the subscriber or purchaser:   | Not Applicable  |
| (xiii) | Name(s) and address(es), to the extent known to the Issuer, of the Placers in the various countries where the offer takes place:        | None known to the Issuer  |

## ANNEX

### SUMMARY OF THE NOTES

Summaries are made up of disclosure requirements known as “Elements”. These Elements are numbered in Sections A-E (A.1-E.7). This Summary contains all the Elements required to be included in a summary for the Notes, the Issuer and the Guarantor. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements. Even though an Element may be required to be inserted in the summary because of the type of securities, issuer and guarantor, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the Summary with the mention of “not applicable”.

#### Section A – Introduction and warnings

| Element | Title  |  |
|---------|--|--|
| A.1     | Warning  | <p>This Summary must be read as an introduction to the Prospectus and the applicable Final Terms. Any decision to invest in any Notes should be based on a consideration of the Prospectus as a whole, including the documents incorporated by reference, and the applicable Final Terms. Where a claim relating to information contained in the Prospectus and the applicable Final Terms is brought before a court in a Member State of the European Economic Area, the plaintiff may, under the national legislation of the Member State where the claim is brought, be required to bear the costs of translating the Prospectus and the applicable Final Terms before the legal proceedings are initiated. No civil liability will attach to the Issuer or the Guarantor in any such Member State solely on the basis of this Summary, including any translation hereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Issuer’s Base Prospectus and the applicable Final Terms or it does not provide, when read together with the other parts of the Issuer’s Base Prospectus and the applicable Final Terms, key information (as defined in Article 2.1(s) of the Prospectus Directive 2003/71/EC, as amended, including by Directive 2010/73/EU) in order to aid investors when considering whether to invest in the Notes.</p>  |
| A.2     | Consent to use of the Issuer’s Base Prospectus | <p>Certain Tranches of Notes with a denomination of less than €100,000 (or its equivalent in any other currency) may be offered in circumstances where there is no exemption from the obligation under the Prospectus Directive to publish a prospectus. Any such offer is referred to as a “Public Offer”.</p> <p><i>Consent:</i> Subject to the conditions set out below, the Issuer consents to the use of its Base Prospectus (that is: all information in the Prospectus, except for information in the Prospectus relating to Nestlé Holdings, Inc.) in connection with a Public Offer of Notes:</p> <p>(i) the consent is only valid during the period from 13 November 2015 until 16 November 2015 (the “Offer Period”);</p> <p>(ii) the only offerors authorised to use the Issuer’s Base Prospectus to make the Public Offer of the Notes are:</p> <p>(a) Banco Santander, S.A., ING Bank N.V., J.P. Morgan Securities plc and The Royal Bank of Scotland plc (the “Joint Bookrunners” and each an “Authorised Offeror”); and</p> <p>(b) any financial intermediary which is authorised to make such offers under the Markets in Financial Instruments Directive 2004/39/EC and which has been duly appointed, directly or indirectly, by the Issuer to make such offers, provided that such financial intermediary states on its website (I) that it has been duly appointed as a financial intermediary to offer the Notes during the Offer Period, (II) it is relying on the Issuer’s Base Prospectus for such Public Offer with the consent of the Issuer, and (III) the conditions attached to that consent (the “Placers” and each an “Authorised Offeror”);</p> |

| Element | Title |   |
|---------|-------|---|
|         |       | <p>(iii) the consent only extends to the use of the Issuer’s Base Prospectus to make Public Offers of the Notes in Austria, Belgium, Germany, Luxembourg and the Netherlands, in addition to the United Kingdom, as specified in Paragraph 9 of Part B of the applicable Final Terms; and</p> <p>(iv) the consent is subject to the conditions set out in Paragraph 9 of Part B of the applicable Final Terms.</p> <p><b>Any offeror falling within sub-paragraph (ii)(b) above who meets all of the other conditions stated above and wishes to use the Issuer’s Base Prospectus in connection with a Public Offer is required, for the duration of the Offer Period, to publish on its website (i) that it has been duly appointed as a financial intermediary to offer the Notes during the Offer Period, (ii) it is relying on the Issuer’s Base Prospectus for such Public Offer with the consent of the Issuer and (iii) the conditions attached to that consent.</b></p> <p>The Issuer and the Guarantor accept responsibility, in each relevant Member State for which the consent to use the Issuer’s Base Prospectus extends, for the content of its Base Prospectus in relation to any investor who purchases any Notes in a Public Offer made by any person (an “offeror”) to whom the Issuer has given consent to use its Base Prospectus in that connection in accordance with the preceding paragraphs, provided that the conditions attached to that consent are complied with by the relevant offeror.</p> <p><b>AN INVESTOR INTENDING TO ACQUIRE OR ACQUIRING ANY NOTES IN A PUBLIC OFFER FROM AN AUTHORISED OFFEROR WILL DO SO, AND OFFERS AND SALES OF SUCH NOTES TO AN INVESTOR BY SUCH AUTHORISED OFFEROR WILL BE MADE, IN ACCORDANCE WITH ANY TERMS AND OTHER ARRANGEMENTS IN PLACE BETWEEN SUCH AUTHORISED OFFEROR AND SUCH INVESTOR INCLUDING AS TO PRICE, ALLOCATIONS, EXPENSES AND SETTLEMENT ARRANGEMENTS. THE ISSUER WILL NOT BE A PARTY TO ANY SUCH TERMS AND ARRANGEMENTS WITH SUCH INVESTORS IN CONNECTION WITH THE PUBLIC OFFER OR SALE OF THE NOTES CONCERNED AND, ACCORDINGLY, THE ISSUER’S BASE PROSPECTUS AND THE APPLICABLE FINAL TERMS WILL NOT CONTAIN SUCH INFORMATION. THE INVESTOR MUST LOOK TO THE RELEVANT AUTHORISED OFFEROR AT THE TIME OF SUCH OFFER FOR THE PROVISION OF SUCH INFORMATION AND THE RELEVANT AUTHORISED OFFEROR WILL BE RESPONSIBLE FOR SUCH INFORMATION. NONE OF THE ISSUER, THE GUARANTOR OR ANY DEALER (EXCEPT WHERE SUCH DEALER IS THE RELEVANT AUTHORISED OFFEROR) HAS ANY RESPONSIBILITY OR LIABILITY TO AN INVESTOR IN RESPECT OF SUCH INFORMATION.</b></p> |

**Section B – Issuers and Guarantor**

| Element | Title                                   |  |
|---------|---|--|
| B.1     | Legal and commercial name of the Issuer | Nestlé Finance International Ltd. (“NFI” or the “Issuer” ) |

| Element  | Title  |   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
|--|--|---|---------------------|---------------------|-----------------|---------------------|---------------------|---------------|--|--|--|--|-----------------------|--|--|--|--|---------------------------------|--------|---------|---------|---------|------------------------------|---------|---|--------|---------|-------------------------|--------|--------|---------|-------|---|-----------|------------|-----------|-----------|-------------------|-----|-----|-----|-----|-----------------------------------|------------------|-------------------|------------------|------------------|---------------------------|--|--|--|--|---|-----------|-----------|-----------|-----------|--|---|---------|---------|---|------------------------------------|----|----|----|----|---------------------------------------|------------------|------------------|------------------|------------------|---------------------------|-------------------|-------------------|-------------------|------------------|--------------------|--|--|--|--|----------------------------|--|--|--|--|----------------------|-------|---|---|---|------------------------------|--------|--------|--------|--------|--|-----------|-----------|-----------|---------|------------------------------|-----------|-----------|-----------|-----------|-------------------------------|-------|-------|-------|-------|------------------------|---------|---------|---------|---------|--|------------------|------------------|------------------|------------------|
| B.2  | Domicile/legal form/legislation/country of incorporation | NFI is a public limited company ( <i>société anonyme</i> ) with unlimited duration, organised under the laws of the Grand Duchy of Luxembourg and registered with the Luxembourg Register of Commerce and Companies. NFI is domiciled in Luxembourg.  |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| B.4b   | Trend information  | The global business environment remained challenging in 2014 and continues to be challenging in 2015. Nestlé Group is well positioned with strong, high quality brands, which are valued by the consumer but any adverse developments in the global economy could impact consumer demand.   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| B.5  | Description of the Group                                 | NFI is a wholly owned subsidiary of Nestlé S.A. (the “Guarantor”). The Guarantor is the ultimate holding company of the Nestlé group of companies (the “Nestlé Group” or the “Group”).  |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| B.9  | Profit forecast or estimate                              | Not Applicable; there are no profit forecasts or estimates made in the Issuer’s Base Prospectus.  |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| B.10   | Audit report qualifications                              | Not Applicable; there are no qualifications contained within each of the audit reports relating to the historical financial information of NFI as at and for the twelve months ended 31 December 2014 and 2013, respectively.   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| B.12   | Selected historical key financial information            | <p><b>NFI:</b></p> <p>The financial information set out below has been extracted without material adjustment from the unaudited interim financial statements of NFI in the Half-Yearly Financial Report for the six-month period ended 30 June 2015 and the audited financial statements in the Annual Financial Report of NFI for the financial year ended 31 December 2014, prepared in accordance with International Accounting Standard IAS 34 – Interim Financial Reporting and International Financial Reporting Standards as adopted by the European Union, respectively.</p> <p style="text-align: center;"><b>Balance Sheets</b><br/>As at 30 June and 31 December<br/>(Euros in thousands)</p> <table border="1"> <thead> <tr> <th></th> <th style="text-align: right;">30 June<br/>2014</th> <th style="text-align: right;">30 June<br/>2015</th> <th style="text-align: right;">31 December<br/>2014</th> <th style="text-align: right;">31 December<br/>2013</th> </tr> </thead> <tbody> <tr> <td><b>Assets</b></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td><b>Current assets</b></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Cash and cash equivalents .....</td> <td style="text-align: right;">49,666</td> <td style="text-align: right;">241,255</td> <td style="text-align: right;">371,647</td> <td style="text-align: right;">285,574</td> </tr> <tr> <td>Short term investments .....</td> <td style="text-align: right;">172,998</td> <td style="text-align: right;">-</td> <td style="text-align: right;">72,995</td> <td style="text-align: right;">185,992</td> </tr> <tr> <td>Derivative assets .....</td> <td style="text-align: right;">29,453</td> <td style="text-align: right;">29,086</td> <td style="text-align: right;">111,974</td> <td style="text-align: right;">4,413</td> </tr> <tr> <td>Loans and advances to Nestlé Group companies.....</td> <td style="text-align: right;">5,645,468</td> <td style="text-align: right;">11,759,708</td> <td style="text-align: right;">7,854,184</td> <td style="text-align: right;">4,696,838</td> </tr> <tr> <td>Other assets.....</td> <td style="text-align: right;">753</td> <td style="text-align: right;">756</td> <td style="text-align: right;">725</td> <td style="text-align: right;">851</td> </tr> <tr> <td><b>Total current assets .....</b></td> <td style="text-align: right;"><b>5,898,338</b></td> <td style="text-align: right;"><b>12,030,805</b></td> <td style="text-align: right;"><b>8,411,525</b></td> <td style="text-align: right;"><b>5,173,668</b></td> </tr> <tr> <td><b>Non-current assets</b></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Loans and advances to Nestlé Group companies.....</td> <td style="text-align: right;">4,442,295</td> <td style="text-align: right;">1,689,447</td> <td style="text-align: right;">2,673,194</td> <td style="text-align: right;">4,506,735</td> </tr> <tr> <td>Loans and advances to third parties.....</td> <td style="text-align: right;">-</td> <td style="text-align: right;">100,000</td> <td style="text-align: right;">100,000</td> <td style="text-align: right;">-</td> </tr> <tr> <td>Property, plant and equipment.....</td> <td style="text-align: right;">32</td> <td style="text-align: right;">24</td> <td style="text-align: right;">28</td> <td style="text-align: right;">37</td> </tr> <tr> <td><b>Total non-current assets .....</b></td> <td style="text-align: right;"><b>4,442,327</b></td> <td style="text-align: right;"><b>1,789,471</b></td> <td style="text-align: right;"><b>2,773,222</b></td> <td style="text-align: right;"><b>4,506,772</b></td> </tr> <tr> <td><b>Total assets .....</b></td> <td style="text-align: right;"><b>10,340,665</b></td> <td style="text-align: right;"><b>13,820,276</b></td> <td style="text-align: right;"><b>11,184,747</b></td> <td style="text-align: right;"><b>9,680,440</b></td> </tr> <tr> <td><b>Liabilities</b></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td><b>Current liabilities</b></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Bank overdrafts.....</td> <td style="text-align: right;">1,252</td> <td style="text-align: right;">-</td> <td style="text-align: right;">-</td> <td style="text-align: right;">-</td> </tr> <tr> <td>Derivative liabilities .....</td> <td style="text-align: right;">48,506</td> <td style="text-align: right;">39,625</td> <td style="text-align: right;">17,616</td> <td style="text-align: right;">79,344</td> </tr> <tr> <td>Loans and advances from Nestlé Group companies .....</td> <td style="text-align: right;">1,108,836</td> <td style="text-align: right;">5,431,274</td> <td style="text-align: right;">4,844,956</td> <td style="text-align: right;">436,537</td> </tr> <tr> <td>Debt securities issued .....</td> <td style="text-align: right;">3,820,521</td> <td style="text-align: right;">4,183,675</td> <td style="text-align: right;">2,093,113</td> <td style="text-align: right;">3,425,813</td> </tr> <tr> <td>Current tax liabilities .....</td> <td style="text-align: right;">3,110</td> <td style="text-align: right;">4,358</td> <td style="text-align: right;">3,057</td> <td style="text-align: right;">2,101</td> </tr> <tr> <td>Other liabilities.....</td> <td style="text-align: right;">109,475</td> <td style="text-align: right;">165,771</td> <td style="text-align: right;">149,770</td> <td style="text-align: right;">127,310</td> </tr> <tr> <td><b>Total current liabilities .....</b></td> <td style="text-align: right;"><b>5,091,700</b></td> <td style="text-align: right;"><b>9,824,703</b></td> <td style="text-align: right;"><b>7,108,512</b></td> <td style="text-align: right;"><b>4,071,105</b></td> </tr> </tbody> </table> |                     | 30 June<br>2014     | 30 June<br>2015 | 31 December<br>2014 | 31 December<br>2013 | <b>Assets</b> |  |  |  |  | <b>Current assets</b> |  |  |  |  | Cash and cash equivalents ..... | 49,666 | 241,255 | 371,647 | 285,574 | Short term investments ..... | 172,998 | - | 72,995 | 185,992 | Derivative assets ..... | 29,453 | 29,086 | 111,974 | 4,413 | Loans and advances to Nestlé Group companies..... | 5,645,468 | 11,759,708 | 7,854,184 | 4,696,838 | Other assets..... | 753 | 756 | 725 | 851 | <b>Total current assets .....</b> | <b>5,898,338</b> | <b>12,030,805</b> | <b>8,411,525</b> | <b>5,173,668</b> | <b>Non-current assets</b> |  |  |  |  | Loans and advances to Nestlé Group companies..... | 4,442,295 | 1,689,447 | 2,673,194 | 4,506,735 | Loans and advances to third parties..... | - | 100,000 | 100,000 | - | Property, plant and equipment..... | 32 | 24 | 28 | 37 | <b>Total non-current assets .....</b> | <b>4,442,327</b> | <b>1,789,471</b> | <b>2,773,222</b> | <b>4,506,772</b> | <b>Total assets .....</b> | <b>10,340,665</b> | <b>13,820,276</b> | <b>11,184,747</b> | <b>9,680,440</b> | <b>Liabilities</b> |  |  |  |  | <b>Current liabilities</b> |  |  |  |  | Bank overdrafts..... | 1,252 | - | - | - | Derivative liabilities ..... | 48,506 | 39,625 | 17,616 | 79,344 | Loans and advances from Nestlé Group companies ..... | 1,108,836 | 5,431,274 | 4,844,956 | 436,537 | Debt securities issued ..... | 3,820,521 | 4,183,675 | 2,093,113 | 3,425,813 | Current tax liabilities ..... | 3,110 | 4,358 | 3,057 | 2,101 | Other liabilities..... | 109,475 | 165,771 | 149,770 | 127,310 | <b>Total current liabilities .....</b> | <b>5,091,700</b> | <b>9,824,703</b> | <b>7,108,512</b> | <b>4,071,105</b> |
|  | 30 June<br>2014  | 30 June<br>2015   | 31 December<br>2014 | 31 December<br>2013 |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Assets</b>  |  |   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Current assets</b>                                |  |   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Cash and cash equivalents .....                      | 49,666   | 241,255   | 371,647             | 285,574             |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Short term investments .....                         | 172,998  | -   | 72,995              | 185,992             |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Derivative assets .....                              | 29,453   | 29,086  | 111,974             | 4,413               |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Loans and advances to Nestlé Group companies.....    | 5,645,468  | 11,759,708  | 7,854,184           | 4,696,838           |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Other assets.....                                    | 753  | 756   | 725                 | 851                 |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Total current assets .....</b>                    | <b>5,898,338</b>   | <b>12,030,805</b>   | <b>8,411,525</b>    | <b>5,173,668</b>    |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Non-current assets</b>                            |  |   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Loans and advances to Nestlé Group companies.....    | 4,442,295  | 1,689,447   | 2,673,194           | 4,506,735           |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Loans and advances to third parties.....             | -  | 100,000   | 100,000             | -                   |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Property, plant and equipment.....                   | 32   | 24  | 28                  | 37                  |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Total non-current assets .....</b>                | <b>4,442,327</b>   | <b>1,789,471</b>  | <b>2,773,222</b>    | <b>4,506,772</b>    |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Total assets .....</b>                            | <b>10,340,665</b>  | <b>13,820,276</b>   | <b>11,184,747</b>   | <b>9,680,440</b>    |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Liabilities</b>                                   |  |   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Current liabilities</b>                           |  |   |                     |                     |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Bank overdrafts.....                                 | 1,252  | -   | -                   | -                   |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Derivative liabilities .....                         | 48,506   | 39,625  | 17,616              | 79,344              |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Loans and advances from Nestlé Group companies ..... | 1,108,836  | 5,431,274   | 4,844,956           | 436,537             |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Debt securities issued .....                         | 3,820,521  | 4,183,675   | 2,093,113           | 3,425,813           |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Current tax liabilities .....                        | 3,110  | 4,358   | 3,057               | 2,101               |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| Other liabilities.....                               | 109,475  | 165,771   | 149,770             | 127,310             |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |
| <b>Total current liabilities .....</b>               | <b>5,091,700</b>   | <b>9,824,703</b>  | <b>7,108,512</b>    | <b>4,071,105</b>    |                 |                     |                     |               |  |  |  |  |                       |  |  |  |  |                                 |        |         |         |         |                              |         |   |        |         |                         |        |        |         |       |   |           |            |           |           |                   |     |     |     |     |                                   |                  |                   |                  |                  |                           |  |  |  |  |   |           |           |           |           |  |   |         |         |   |                                    |    |    |    |    |                                       |                  |                  |                  |                  |                           |                   |                   |                   |                  |                    |  |  |  |  |                            |  |  |  |  |                      |       |   |   |   |                              |        |        |        |        |  |           |           |           |         |                              |           |           |           |           |                               |       |       |       |       |                        |         |         |         |         |  |                  |                  |                  |                  |

| Element     | Title   |   |                   |                    |                    |
|-------------|---|---|-------------------|--------------------|--------------------|
|             |   | <b>Balance Sheets</b><br><b>As at 30 June and 31 December</b><br><b>(Euros in thousands)</b>  |                   |                    |                    |
|             |   | <b>30 June</b>  | <b>30 June</b>    | <b>31 December</b> | <b>31 December</b> |
|             |   | <b>2014</b>   | <b>2015</b>       | <b>2014</b>        | <b>2013</b>        |
|             | <b>Non-current liabilities</b>  |   |                   |                    |                    |
|             | Loans and advances from Nestlé  |   |                   |                    |                    |
|             | Group companies .....   | 1,849,166   | -                 | 127,535            | 1,954,634          |
|             | Debt securities issued .....  | 3,381,877   | 3,975,220         | 3,930,583          | 3,636,949          |
|             | <b>Total non-current liabilities</b> .....  | <b>5,231,043</b>  | <b>3,975,220</b>  | <b>4,058,118</b>   | <b>5,591,583</b>   |
|             | <b>Total liabilities</b>  | <b>10,322,743</b>   | <b>13,799,923</b> | <b>11,166,630</b>  | <b>9,662,688</b>   |
|             | <b>Equity</b>   |   |                   |                    |                    |
|             | Share capital .....   | 440   | 440               | 440                | 440                |
|             | Share premium.....  | 2,000   | 2,000             | 2,000              | 2,000              |
|             | Hedging reserve .....   | 3,016   | 2,234             | 3,184              | 5,339              |
|             | Available-for-sale reserve.....   | (4)   | -                 | (2)                | (8)                |
|             | Legal reserve.....  | 44  | 44                | 44                 | 44                 |
|             | Other reserve.....  | 1,662   | 2,543             | 1,662              | 1,122              |
|             | Retained earnings .....   | 10,764  | 13,092            | 10,789             | 8,815              |
|             | <b>Total equity attributable to shareholders of the company</b> .....   | <b>17,922</b>   | <b>20,353</b>     | <b>18,117</b>      | <b>17,752</b>      |
|             | <b>Total liabilities and equity</b>   | <b>10,340,665</b>   | <b>13,820,276</b> | <b>11,184,747</b>  | <b>9,680,440</b>   |
|             |   | <b>Income Statements</b><br><b>For the six months ended 30 June and the years ended 31 December</b><br><b>(Euros in thousands)</b>                            |                   |                    |                    |
|             |   | <b>30 June</b>  | <b>30 June</b>    | <b>31 December</b> | <b>31 December</b> |
|             |   | <b>2014</b>   | <b>2015</b>       | <b>2014</b>        | <b>2013</b>        |
|             | Interest income.....  | 126,363   | 144,596           | 252,089            | 276,842            |
|             | Interest expense.....   | (66,897)  | (68,127)          | (133,194)          | (147,106)          |
|             | Net interest income.....  | 59,466  | 76,469            | 118,895            | 129,736            |
|             | Net fee and commission expense to Nestlé Group companies.....   | (61,449)  | (128,331)         | (146,298)          | (120,853)          |
|             | Other operating income .....  | 7,360   | 59,274            | 33,961             | 1,721              |
|             | <b>Operating income</b> .....   | <b>5,377</b>  | <b>7,412</b>      | <b>6,558</b>       | <b>10,604</b>      |
|             | Administration expense .....  | (754)   | (685)             | (1,235)            | (1,522)            |
|             | <b>Profit before tax</b> .....  | <b>4,623</b>  | <b>6,727</b>      | <b>5,323</b>       | <b>9,082</b>       |
|             | Taxes.....  | (2,134)   | (3,543)           | (2,809)            | (5,595)            |
|             | <b>Profit for the period attributable to shareholders of the company</b> .....  | <b>2,489</b>  | <b>3,184</b>      | <b>2,514</b>       | <b>3,487</b>       |
|             | <i>Statements of no significant or material adverse change</i>  |   |                   |                    |                    |
|             | There has been no significant change in the financial or trading position of NFI since 30 June 2015, the date of the most recently published financial statements of NFI and there has been no material adverse change in the financial position or prospects of NFI since 31 December 2014, the date of the most recently published audited financial statements of NFI. |   |                   |                    |                    |
| <b>B.13</b> | <b>Events impacting the Issuer's solvency</b>   | Not Applicable; there have been no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency. |                   |                    |                    |
| <b>B.14</b> | <b>Dependence upon other group entities</b>   | NFI is dependent on the performance of the members of the Nestlé Group to which NFI provides financing in the form of loans, facilities or guarantees.        |                   |                    |                    |
| <b>B.15</b> | <b>Principal activities</b>   | The principal business activity of NFI is the financing of members of the Nestlé Group. NFI raises funds and on-lends to other members of the Nestlé Group.   |                   |                    |                    |
| <b>B.16</b> | <b>Controlling shareholders</b>   | The Issuer is wholly owned and controlled (directly) by the Guarantor.  |                   |                    |                    |

| Element                             | Title  |  |                     |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
|-------------------------------------|--|--|---------------------|-----------------|---------------------|---------------------|---------------|--|--|--|----------------|--|--|--|---------------------------------|-------|-------|-------|-----------------------------|-----|-------|-----|-------------------|-------|-------|-------|-----------------------------------|--------|--------|--------|-------------------------------------|-----|-----|-----|-------------------------|-----|-----|-----|---------------------------------|-----|-----|-------|---------------------------|-----|-----|-----|-----------------------------------|---------------|---------------|---------------|
| B.17                                | Credit ratings   | <p>Senior long term debt obligations of the Issuer, which have the benefit of a guarantee from the Guarantor, have been rated AA (stable) by Standard &amp; Poor's Credit Market Services France SAS ("Standard &amp; Poor's") and Aa2 (stable) by Moody's France SAS ("Moody's"). Each of Standard &amp; Poor's and Moody's is established in the European Union and registered under Regulation (EC) No. 1060/2009 on credit rating agencies, as amended. See also "Credit Ratings" below with respect to the Guarantor.</p> <p>The Notes to be issued are not rated by Standard &amp; Poor's and Moody's. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.</p>   |                     |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| B.18                                | Description of Guarantee   | <p>The payment of the principal and two years' interest in respect of each Note is unconditionally and irrevocably guaranteed by the Guarantor.</p> <p>Each Guarantee constitutes a direct, unconditional, unsecured (subject to the negative pledge provisions of Condition 3) and unsubordinated obligation of the Guarantor and will rank <i>pari passu</i> with all other present and future unsecured and unsubordinated obligations outstanding of the Guarantor (other than obligations mandatorily preferred by law applying to companies generally).</p>  |                     |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| B.19                                | <p><b>Legal and commercial name of Guarantor</b></p> <p><b>Domicile/ legal form/ legislation/ country of incorporation</b></p> <p><b>Trend information</b></p> <p><b>Description of the Group</b></p> <p><b>Profit forecast or estimate</b></p> <p><b>Audit report qualifications</b></p> <p><b>Selected historical key financial information for the Guarantor:</b></p> <p>The financial information set out below has been extracted without material adjustment from the unaudited interim consolidated financial statements of the Guarantor for the six-month period ended 30 June 2015 in the Half-Yearly Report January–June 2015 and the audited consolidated financial statements of the Guarantor for the financial year ended 31 December 2014, prepared in accordance with International Accounting Standard IAS 34 – Interim Financial Reporting and International Financial Reporting Standards as issued by the International Accounting Standards Board, respectively.</p> | <p>Nestlé S.A.</p> <p>The Guarantor is a company with unlimited duration, organised under the Swiss Code of Obligations and registered with the Swiss Commercial Registries of the Canton of Zug and the Canton of Vaud. The Guarantor is domiciled in Switzerland.</p> <p>The global business environment remained challenging in 2014 and continues to be challenging in 2015. Nestlé Group is well positioned with strong, high quality brands, which are valued by the consumer but any adverse developments in the global economy could impact consumer demand.</p> <p>The Guarantor is the ultimate holding company of the Nestlé Group.</p> <p>Not Applicable; there are no profit forecasts or estimates made in the Issuer's Base Prospectus.</p> <p>Not Applicable; there are no qualifications contained within each of the audit reports relating to the historical financial information of the Guarantor as at and for the twelve months ended 31 December 2014 and 2013, respectively.</p> <p style="text-align: center;"><b>Consolidated Balance Sheets</b><br/><b>As at 30 June and 31 December</b><br/><b>(CHF in millions)</b></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="text-align: center; border-bottom: 1px solid black;">30 June<br/>2015</th> <th style="text-align: center; border-bottom: 1px solid black;">31 December<br/>2014</th> <th style="text-align: center; border-bottom: 1px solid black;">31 December<br/>2013</th> </tr> </thead> <tbody> <tr> <td><b>Assets</b></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Current assets</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Cash and cash equivalents .....</td> <td style="text-align: right;">3,797</td> <td style="text-align: right;">7,448</td> <td style="text-align: right;">6,415</td> </tr> <tr> <td>Short-term investments.....</td> <td style="text-align: right;">934</td> <td style="text-align: right;">1,433</td> <td style="text-align: right;">638</td> </tr> <tr> <td>Inventories .....</td> <td style="text-align: right;">9,015</td> <td style="text-align: right;">9,172</td> <td style="text-align: right;">8,382</td> </tr> <tr> <td>Trade and other receivables .....</td> <td style="text-align: right;">12,421</td> <td style="text-align: right;">13,459</td> <td style="text-align: right;">12,206</td> </tr> <tr> <td>Prepayments and accrued income.....</td> <td style="text-align: right;">771</td> <td style="text-align: right;">565</td> <td style="text-align: right;">762</td> </tr> <tr> <td>Derivative assets .....</td> <td style="text-align: right;">372</td> <td style="text-align: right;">400</td> <td style="text-align: right;">230</td> </tr> <tr> <td>Current income tax assets .....</td> <td style="text-align: right;">823</td> <td style="text-align: right;">908</td> <td style="text-align: right;">1,151</td> </tr> <tr> <td>Assets held for sale.....</td> <td style="text-align: right; border-top: 1px solid black;">467</td> <td style="text-align: right; border-top: 1px solid black;">576</td> <td style="text-align: right; border-top: 1px solid black;">282</td> </tr> <tr> <td><b>Total current assets .....</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>28,600</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>33,961</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>30,066</b></td> </tr> </tbody> </table> |                     | 30 June<br>2015 | 31 December<br>2014 | 31 December<br>2013 | <b>Assets</b> |  |  |  | Current assets |  |  |  | Cash and cash equivalents ..... | 3,797 | 7,448 | 6,415 | Short-term investments..... | 934 | 1,433 | 638 | Inventories ..... | 9,015 | 9,172 | 8,382 | Trade and other receivables ..... | 12,421 | 13,459 | 12,206 | Prepayments and accrued income..... | 771 | 565 | 762 | Derivative assets ..... | 372 | 400 | 230 | Current income tax assets ..... | 823 | 908 | 1,151 | Assets held for sale..... | 467 | 576 | 282 | <b>Total current assets .....</b> | <b>28,600</b> | <b>33,961</b> | <b>30,066</b> |
|                                     | 30 June<br>2015  | 31 December<br>2014  | 31 December<br>2013 |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| <b>Assets</b>                       |  |  |                     |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Current assets                      |  |  |                     |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Cash and cash equivalents .....     | 3,797  | 7,448  | 6,415               |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Short-term investments.....         | 934  | 1,433  | 638                 |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Inventories .....                   | 9,015  | 9,172  | 8,382               |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Trade and other receivables .....   | 12,421   | 13,459   | 12,206              |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Prepayments and accrued income..... | 771  | 565  | 762                 |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Derivative assets .....             | 372  | 400  | 230                 |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Current income tax assets .....     | 823  | 908  | 1,151               |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| Assets held for sale.....           | 467  | 576  | 282                 |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |
| <b>Total current assets .....</b>   | <b>28,600</b>  | <b>33,961</b>  | <b>30,066</b>       |                 |                     |                     |               |  |  |  |                |  |  |  |                                 |       |       |       |                             |     |       |     |                   |       |       |       |                                   |        |        |        |                                     |     |     |     |                         |     |     |     |                                 |     |     |       |                           |     |     |     |                                   |               |               |               |

| Element | Title   |                |                    |                    |
|---------|---|----------------|--------------------|--------------------|
|         | <b>Consolidated Balance Sheets</b>                                      |                |                    |                    |
|         | <b>As at 30 June and 31 December</b>                                    |                |                    |                    |
|         | <b>(CHF in millions)</b>  |                |                    |                    |
|         |   | <b>30 June</b> | <b>31 December</b> | <b>31 December</b> |
|         |   | <b>2015</b>    | <b>2014</b>        | <b>2013</b>        |
|         | <b>Non-current assets</b>   |                |                    |                    |
|         | Property, plant and equipment.....                                      | 25,611         | 28,421             | 26,895             |
|         | Goodwill.....   | 32,037         | 34,557             | 31,039             |
|         | Intangible assets.....  | 19,197         | 19,800             | 12,673             |
|         | Investments in associates and joint ventures.....                       | 8,205          | 8,649              | 12,315             |
|         | Financial assets.....   | 5,207          | 5,493              | 4,550              |
|         | Employee benefits assets.....   | 663            | 383                | 537                |
|         | Current income tax assets.....  | 135            | 128                | 124                |
|         | Deferred tax assets.....  | 1,696          | 2,058              | 2,243              |
|         | <b>Total non-current assets.....</b>                                    | <b>92,751</b>  | <b>99,489</b>      | <b>90,376</b>      |
|         | <b>Total assets.....</b>  | <b>121,351</b> | <b>133,450</b>     | <b>120,442</b>     |
|         | <b>Liabilities and equity</b>   |                |                    |                    |
|         | <b>Current liabilities</b>  |                |                    |                    |
|         | Financial debt.....   | 11,954         | 8,810              | 11,380             |
|         | Trade and other payables.....   | 15,508         | 17,437             | 16,072             |
|         | Accruals and deferred income.....                                       | 3,267          | 3,759              | 3,185              |
|         | Provisions.....   | 610            | 695                | 523                |
|         | Derivative liabilities.....   | 910            | 757                | 381                |
|         | Current income tax liabilities.....                                     | 1,213          | 1,264              | 1,276              |
|         | Liabilities directly associated with assets held for sale.....          | 170            | 173                | 100                |
|         | <b>Total current liabilities.....</b>                                   | <b>33,632</b>  | <b>32,895</b>      | <b>32,917</b>      |
|         | <b>Non-current liabilities</b>  |                |                    |                    |
|         | Financial debt.....   | 10,866         | 12,396             | 10,363             |
|         | Employee benefits liabilities.....                                      | 6,749          | 8,081              | 6,279              |
|         | Provisions.....   | 2,565          | 3,161              | 2,714              |
|         | Deferred tax liabilities.....   | 3,140          | 3,191              | 2,643              |
|         | Other payables.....   | 1,538          | 1,842              | 1,387              |
|         | <b>Total non-current liabilities.....</b>                               | <b>24,858</b>  | <b>28,671</b>      | <b>23,386</b>      |
|         | <b>Total liabilities.....</b>   | <b>58,490</b>  | <b>61,566</b>      | <b>56,303</b>      |
|         | <b>Equity</b>   |                |                    |                    |
|         | Share capital.....  | 319            | 322                | 322                |
|         | Treasury shares.....  | (3,964)        | (3,918)            | (2,196)            |
|         | Translation reserve.....  | (22,185)       | (17,255)           | (20,811)           |
|         | Retained earnings and other reserves.....                               | 87,063         | 90,981             | 85,260             |
|         | <b>Total equity attributable to shareholders of the parent...</b>       | <b>61,233</b>  | <b>70,130</b>      | <b>62,575</b>      |
|         | Non-controlling interests.....  | 1,628          | 1,754              | 1,564              |
|         | <b>Total equity.....</b>  | <b>62,861</b>  | <b>71,884</b>      | <b>64,139</b>      |
|         | <b>Total liabilities and equity.....</b>                                | <b>121,351</b> | <b>133,450</b>     | <b>120,442</b>     |
|         | <b>Consolidated Income Statements</b>                                   |                |                    |                    |
|         | <b>For the six months ended 30 June and the years ended 31 December</b> |                |                    |                    |
|         | <b>(CHF in millions)</b>  |                |                    |                    |
|         |   | <b>30 June</b> | <b>30 June</b>     | <b>31 December</b> |
|         |   | <b>2014</b>    | <b>2015</b>        | <b>2014</b>        |
|         |   | <b>2013</b>    |                    | <b>2013</b>        |
|         | <b>Sales.....</b>   | <b>42,981</b>  | <b>42,843</b>      | <b>91,612</b>      |
|         | Other revenue.....  | 100            | 129                | 253                |
|         | Cost of goods sold.....   | (22,376)       | (21,644)           | (47,553)           |
|         | Distribution expenses.....  | (3,956)        | (3,872)            | (8,217)            |
|         | Marketing and administration expenses.....                              | (9,419)        | (10,029)           | (19,651)           |
|         | Research and development costs.....                                     | (715)          | (777)              | (1,628)            |
|         | Other trading income.....   | 36             | 23                 | 110                |
|         | Other trading expenses.....   | (211)          | (238)              | (907)              |
|         | <b>Trading operating profit.....</b>                                    | <b>6,440</b>   | <b>6,435</b>       | <b>14,019</b>      |
|         |   | <b>14,019</b>  |                    | <b>14,047</b>      |



| Element | Title   | Consolidated Income Statements<br>For the six months ended 30 June and the years ended 31 December<br>(CHF in millions)  |                 |                     |                     |
|---------|---|--|-----------------|---------------------|---------------------|
|         |   | 30 June<br>2014  | 30 June<br>2015 | 31 December<br>2014 | 31 December<br>2013 |
|         | Other operating income .....  | 103  | 62              | 154                 | 616                 |
|         | Other operating expenses.....   | (347)  | (411)           | (3,268)             | (1,595)             |
|         | <b>Operating profit .....</b>   | <b>6,196</b>   | <b>6,086</b>    | <b>10,905</b>       | <b>13,068</b>       |
|         | Financial income .....  | 76   | 48              | 135                 | 219                 |
|         | Financial expense .....   | (404)  | (381)           | (772)               | (850)               |
|         | <b>Profit before taxes, associates and joint ventures .....</b>   | <b>5,868</b>   | <b>5,753</b>    | <b>10,268</b>       | <b>12,437</b>       |
|         | Taxes.....  | (1,626)  | (1,515)         | (3,367)             | (3,256)             |
|         | Income from associates and joint ventures .....   | 611  | 506             | 8,003               | 1,264               |
|         | <b>Profit for the period.....</b>   | <b>4,853</b>   | <b>4,744</b>    | <b>14,904</b>       | <b>10,445</b>       |
|         | of which attributable to non-controlling interests .....  | 219  | 227             | 448                 | 430                 |
|         | of which attributable to shareholders of the parent (Net profit).....   | 4,634  | 4,517           | 14,456              | 10,015              |
|         | <b>As percentages of sales</b>  |  |                 |                     |                     |
|         | Trading operating profit.....   | 15.0%  | 15.0%           | 15.3%               | 15.2%               |
|         | Profit for the period attributable to shareholders of the parent (Net profit).....  | 10.8%  | 10.5%           | 15.8%               | 10.9%               |
|         | <b>Earnings per share (in CHF)</b>  |  |                 |                     |                     |
|         | Basic earnings per share .....  | 1.45   | 1.43            | 4.54                | 3.14                |
|         | Diluted earnings per share .....  | 1.45   | 1.43            | 4.52                | 3.13                |
|         | <i>Statements of no significant or material adverse change</i>  |  |                 |                     |                     |
|         | There has been no significant change in the financial or trading position of the Guarantor or the Guarantor and its consolidated subsidiaries (considered as a whole) since 30 June 2015, the date of the most recently published financial statements of the Guarantor and there has been no material adverse change in the financial position or prospects of the Guarantor or the Guarantor and its consolidated subsidiaries (considered as a whole) since 31 December 2014, the date of the most recently published audited financial statements of the Guarantor. |  |                 |                     |                     |
|         | <b>Events impacting the Guarantor's solvency</b>  | Not Applicable; there have been no recent events particular to the Guarantor which are to a material extent relevant to the evaluation of the Guarantor's solvency.  |                 |                     |                     |
|         | <b>Dependence upon other group entities</b>   | The Guarantor is the ultimate holding company of the Nestlé Group (including NFI). Accordingly, substantially all of the assets of the Guarantor are comprised of its shareholdings in its subsidiaries. The Guarantor is therefore dependent on the performance of its direct and indirect subsidiaries which manufacture and sell food and beverages, as well as products related to the nutrition, health and wellness industries. The Guarantor is also dependent on the performance of its subsidiaries to the extent it issues guarantees with respect to them. Payment obligations under the Guarantor's Guarantee of the Notes will be structurally subordinated to any payment obligations owed by the Guarantor's subsidiaries to their creditors. |                 |                     |                     |
|         | <b>Principal activities</b>   | The Guarantor primarily acts as the holding company of the Nestlé Group which manufactures and sells food and beverages, as well as products related to the nutrition, health and wellness industries.   |                 |                     |                     |

| Element | Title                           |  |
|---------|---------------------------------|--|
|         | <b>Controlling shareholders</b> | The Guarantor is a publicly traded company and its shares are listed on the SIX Swiss Exchange. Pursuant to the Guarantor's Articles of Association, no person or entity may be (i) registered (directly or indirectly through nominees) with voting rights for more than 5 per cent. of the Guarantor's share capital as recorded in the commercial register or (ii) at general meetings of the Guarantor exercise directly or indirectly voting rights, with respect to own shares or shares represented by proxy, in excess of 5 per cent. of the Guarantor's share capital. Any shareholder holding shares in the Guarantor in excess of 3 per cent. of the Guarantor's share capital is required to disclose its/his/her shareholding pursuant to the Swiss Stock Exchange Act. |
|         | <b>Credit ratings</b>           | The Guarantor's senior long term debt obligations have been rated AA (stable) by Standard & Poor's and Aa2 (stable) by Moody's.<br><br>A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.   |

### Section C – Securities

| Element    | Title  |  |
|------------|--|--|
| <b>C.1</b> | <b>Description of Notes/ISIN</b>               | The Notes are EUR 500,000,000 0.75 per cent. Notes due 16 May 2023.<br>The Notes have a Specified Denomination of EUR 1,000.<br>International Securities Identification Number (ISIN): XS1319652902.   |
| <b>C.2</b> | <b>Currency</b>                                | The currency of this Series of Notes is euro ("EUR").  |
| <b>C.5</b> | <b>Transferability</b>                         | There are no restrictions on the free transferability of the Notes.  |
| <b>C.8</b> | <b>Right attached to the Notes and ranking</b> | Notes issued under the Programme will have terms and conditions relating to, among other matters:<br><br><b><i>Status of the Notes (Ranking)</i></b><br><br>The Notes will constitute direct, unconditional, unsecured (subject to the negative pledge provisions of Condition 3) and unsubordinated obligations of the Issuer and will rank <i>pari passu</i> and rateably without any preference among themselves and equally with all other unsecured and unsubordinated obligations of the Issuer from time to time outstanding (other than obligations mandatorily preferred by law).<br><br><b><i>Taxation</i></b><br><br>All payments in respect of the Notes will be made without withholding or deduction for, or on account of, any taxes or other charges imposed by any governmental authority or agency within (i) Luxembourg, and (ii) Switzerland, unless such withholding or deduction is required by law.<br><br>In the event that any such withholding or deduction is required, the Issuer will be required to pay additional amounts to cover the amounts so withheld or deducted, subject to certain limited exceptions.<br><br>All payments in respect of the Notes will be made subject to any deduction or withholding required by provisions of U.S. federal income tax law commonly referred to as the U.S. Foreign Account Tax Compliance Act ("FATCA") and any intergovernmental agreements (and related implementing rules) relating to FATCA, and no additional amounts will be paid to cover the amounts so withheld or deducted. |

| Element | Title                           |   |
|---------|---------------------------------|---|
|         |                                 | <p><b><i>Negative pledge</i></b></p> <p>The terms of the Notes contain a negative pledge provision which prohibits the Issuer, and the Guarantor, from creating any security interests over its present or future revenues or assets to secure certain indebtedness represented or evidenced by any bonds, notes or other securities which are or are capable of being listed on any recognised stock exchange, subject to certain specified exceptions.</p> <p><b><i>Events of Default</i></b></p> <p>The terms of the Notes contain, amongst others, the following events of default:</p> <p>(a) default by the Issuer in payment of any principal, interest or any other amount on the Notes, continuing for a specified period of time;</p> <p>(b) non-performance or non-observance by the Issuer of any condition or other provision of the Notes (other than the covenant to pay principal and interest) continuing for a specified period of time;</p> <p>(c) default in payment by the Issuer, certain principal subsidiaries of the Issuer, or the Guarantor, of certain types of indebtedness (subject to an aggregate threshold of U.S.\$100,000,000) if such default continues beyond any applicable grace period or any such certain indebtedness for borrowed money shall become repayable before its due date as a result of acceleration of maturity caused by the occurrence of any default, unless the existence of such default is being disputed in good faith and proceedings have been commenced in competent courts having jurisdiction and such proceedings have not been finally adjudicated;</p> <p>(d) events relating to the winding up, cessation of business, administration, insolvency and creditor arrangements of the Issuer, certain principal subsidiaries of the Issuer, or the Guarantor, subject to certain exceptions; and</p> <p>(e) the Guarantee of the Guarantor ceases to be the legal, valid and binding and enforceable in accordance with its terms or the Guarantor contests or denies the validity of its Guarantee.</p> <p><b><i>Meetings</i></b></p> <p>The terms of the Notes contain provisions for calling meetings of holders of such Notes to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.</p> <p><b><i>Governing law of the Notes</i></b></p> <p>English law.</p> <p><b><i>Governing law of the Guarantee</i></b></p> <p>Swiss law.</p> |
| C.9     | <b>Interest/<br/>Redemption</b> | <p><b><i>Interest</i></b></p> <p>The Notes bear interest from their date of issue at the fixed rate of 0.75 per cent. per annum. The yield of the Notes is 0.883 per cent. per annum. Interest will be paid annually in arrear on 16 May in each year up to and including the Maturity Date. The first interest payment will be on 16 May 2016.</p> <p><b><i>Redemption</i></b></p> <p>The Maturity Date of the Notes will be 16 May 2023.</p> <p>Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at par. The Notes may be redeemed early for tax reasons, a change of control of the Issuer or, at the Issuer's option, up to 90 days prior to the Maturity Date at par, or at the Issuer's option at par or, if higher, the price at which the gross redemption yield on the Notes is equal to the gross redemption yield on the reference bond rate and a margin of 0.10 per cent.</p>   |

| Element | Title                    |  |
|---------|--------------------------|--|
|         |                          | <p><b>Representatives of holders</b></p> <p>A trustee has not been appointed to act as trustee for the holders of Notes.</p> <p>Citibank, N.A., acting through its London branch has been appointed as the issuing and principal paying agent and calculation agent in respect of the Notes.</p>   |
| C.10    | Derivative component     | Not Applicable: the Notes are not derivative securities.   |
| C.11    | Listing/<br>Distribution | <p><b>Listing</b></p> <p>Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to the Official List of the UKLA and admitted to trading on the London Stock Exchange's regulated market.</p> <p><b>Distribution</b></p> <p>The Notes may be offered to the public in Austria, Belgium, Germany, Luxembourg, the Netherlands and the United Kingdom during the Offer Period.</p> |

#### Section D – Risks

| Element | Title   |  |
|---------|---|--|
| D.2     | Key risks that are specific to the Issuer and the Guarantor | <p>The key risks relating to the Issuer and the Guarantor are set out below:</p> <p>(a) the Group is vulnerable to brand damage. Any major event triggered by a serious food safety or other compliance issue could have a negative effect on the Group's reputation or brand image which could result in the loss of revenue associated with the affected brands and higher costs to address these circumstances, including those associated with product recall events;</p> <p>(b) the Group's success depends in part on anticipating the tastes and dietary habits of consumers and to offer products that appeal to their preferences. The Group's sales or margins may be materially adversely affected by competition or an inability to respond to rapid changes in consumer preferences or offer high-quality appealing products;</p> <p>(c) the Group's business is subject to some seasonality, and adverse weather conditions may impact sales;</p> <p>(d) the food industry including the Group is faced with the global challenge of rapidly rising obesity levels;</p> <p>(e) the Group is dependent on the sustainable supply of a number of raw materials, packaging material and services/utilities. Sourcing raw materials globally exposes the Group to price fluctuations and supply uncertainties which are subject to factors such as commodity market price volatility, currency fluctuations, changes in governmental agricultural programs, harvest and weather conditions, crop disease, crop yields, alternative crops and by-product values. Underlying base material price changes may result in unexpected increases in costs of raw material and packaging, and the Group may be unable to fully reflect these increases by raising prices without suffering reduced volume, revenue and operating income;</p> <p>(f) accidental or malicious contamination of raw materials or products in the supply chain may result in loss of products, delay in supply, loss of market shares, financial costs and adverse health effects on consumers or loss of reputation;</p> <p>(g) the Group is dependent on sustainable manufacturing/supply of finished goods for all product categories. The Group's manufacturing facilities could be disrupted for reasons beyond the Group's control that may include extremes of natural hazards, fire, supplies of materials or services, system failures, work force actions, political instability, environmental issues or infectious diseases. A major event in one of the Group's key plants, at a key supplier, contract manufacturer, co-packer and/or warehouse facility could potentially lead to a supply disruption and impact the Group's financial results;</p> |

| <b>Element</b> | <b>Title</b>                                    |   |
|----------------|---|---|
|                |   | <p>(h) security, political instability, legal and regulatory, fiscal, macroeconomic, foreign trade, labour, infrastructure risk and/or events such as infectious disease could also impact the Group's ability to operate and could lead to a supply disruption and impact the Group's financial results; and</p> <p>(i) the Group issues term debt to raise finance and depends on broad access to capital markets and investors. Changes in demand for term debt instruments on capital markets could limit the ability of the Group to fund operations. The Guarantor also depends on the willingness of banks to provide the type of credit lines or loans which are used by the Group.</p>   |
| <b>D.3</b>     | <b>Key risks that are specific to the Notes</b> | <p>There are also risks associated with the Notes including a range of risks relating to the structure of the Notes, market risks and risks relating to Notes generally including that:</p> <p>(i) changes in prevailing market interest rates could affect the value of the Notes which bear interest at a fixed rate;</p> <p>(ii) Notes may be subject to early redemption, which may limit the market value of the Notes and an investor may not be able to reinvest the redemption proceeds in a manner which achieves a similar effective return;</p> <p>(iii) Bearer Notes in new global note form may not satisfy Eurosystem eligibility criteria;</p> <p>(iv) the Terms and Conditions of the Notes may be modified without the consent of all investors in certain circumstances;</p> <p>(v) the holder of the Notes may not receive payment of the full amounts due in respect of the Notes as a result of amounts being withheld by the Issuer in order to comply with applicable law;</p> <p>(vi) investors are exposed to the risk of changes in law or regulation affecting the value of their Notes;</p> <p>(vii) the value of an investor's investment may be adversely affected by exchange rate movements where the Notes are not denominated in the investor's own currency;</p> <p>(viii) there may be no or only a limited secondary market in the Notes; and</p> <p>(ix) any credit rating assigned to Notes may not adequately reflect all the risks associated with an investment in the Notes.</p> |

#### **Section E – Offer**

| <b>Element</b> | <b>Title</b>                             |  |
|----------------|--|--|
| <b>E.2b</b>    | <b>Use of proceeds</b>                   | <p>The net proceeds from the issue of Notes will be applied by the Issuer for its general corporate purposes, and, in addition, in the case of Notes issued by the Issuer outside of Switzerland unless use of proceeds in Switzerland is permitted under the Swiss taxation laws in force from time to time without payments in respect of such Notes becoming subject to withholding or deduction for Swiss withholding tax as a consequence of such use of proceeds in Switzerland.</p>   |
| <b>E.3</b>     | <b>Terms and Conditions of the offer</b> | <p>Notes may be offered to the public in a Public Offer in Austria, Belgium, Germany, Luxembourg, the Netherlands and the United Kingdom.</p> <p>An investor intending to acquire or acquiring any Notes from an Authorised Offeror will do so, and offers and sales of Notes to an investor by such Authorised Offeror will be made, in accordance with any terms and other arrangements in place between such Authorised Offeror and such investor including as to price, allocations, expenses and settlement arrangements.</p> |

| Element | Title  |   |
|---------|--|---|
|         | <p><i>Offer Period:</i></p> <p><i>Issue Price/<br/>Offer Price:</i></p> <p><i>Conditions to which the offer is subject:</i></p> <p><i>Description of the application process:</i></p> <p><i>Description of possibility to reduce subscriptions and the manner for refunding excess amount paid by applicants:</i></p> <p><i>Details of the minimum and/or maximum amount of application (whether in number of Notes or aggregate amount to invest):</i></p> <p><i>Method and time limits for paying up the Notes and for delivery of the Notes:</i></p> <p><i>Manner in and date on which results of the offer are to be made public:</i></p> <p><i>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</i></p> | <p>From the date of, and following, publication of the Final Terms being 13 November 2015 to 16 November 2015.</p> <p>The issue price of the Notes is 99.040 per cent. of their nominal amount.</p> <p>Offers of the Notes are conditional on their issue and are subject to such conditions as are set out in the Letter for a Syndicated Note Issue dated 13 November 2015. As between the Joint Bookrunners and their customers (including Placers) or between Placers and their customers, offers of the Notes are further subject to such conditions as may be agreed between them and/or as is specified in the arrangements in place between them.</p> <p>A prospective Noteholder will purchase the Notes in accordance with the arrangements in place between the relevant Joint Bookrunner and its customers or the relevant Placer and its customers, relating to the purchase of securities generally. Noteholders (other than Joint Bookrunners) will not enter into any contractual arrangements directly with the Issuer in connection with the offer or purchase of the Notes.</p> <p>Not Applicable</p> <p>There are no pre-identified allotment criteria. The Joint Bookrunners and the Placers will adopt allotment and/or application criteria in accordance with customary market practices and applicable laws and regulations and/or as otherwise agreed between them.</p> <p>The Notes will be sold by the Issuer to the Joint Bookrunners on a delivery against payment basis on the Issue Date. Prospective Noteholders will be notified by the relevant Joint Bookrunner or Placer of their allocations of the Notes and the settlement arrangements in respect thereof.</p> <p>Not Applicable</p> <p>Not Applicable</p> |

| Element    | Title   |   |
|------------|---|---|
|            | <p><i>Whether tranche(s) have been reserved for certain countries:</i></p> <p><i>Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:</i></p> <p><i>Amount of any expenses and taxes specifically charged to the subscriber or purchaser:</i></p> <p><i>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:</i></p> <p><i>Categories of potential investors to which the Notes are offered:</i></p> | <p>Not Applicable</p> <p>Prospective Noteholders will be notified by the relevant Joint Bookrunner or Placer in accordance with the arrangements in place between such Joint Bookrunners or Placers and its customers. Any dealings in the Notes which take place will be at the risk of prospective Noteholders.</p> <p>Not Applicable</p> <p>None known to the Issuer.</p> <p>Notes may be offered by the Joint Bookrunners and the Placers to the public in a Public Offer in Austria, Belgium, Germany, Luxembourg, the Netherlands and the United Kingdom during the Offer Period.</p> |
| <b>E.4</b> | <b>Interest of natural and legal persons involved in the issue/offer</b>  | The Joint Bookrunners will be paid aggregate commissions equal to 0.275 per cent. of the nominal amount of the Notes. Any Joint Bookrunner and its affiliates may also have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer, the Guarantor and their affiliates in the ordinary course of business.  |
| <b>E.7</b> | <b>Expenses charged to the investor by the Issuers or an offeror</b>  | Not Applicable. No expenses are being charged by the Issuer to investors purchasing from Authorised Offerors in connection with the issue of the Notes.   |