MiFID II product governance / Retail investors, professional investors and eligible counterparties target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate – investment advice, portfolio management, non-advised sales and pure execution services – subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

UK MiFIR product governance / Retail investors, professional investors and eligible counterparties target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is retail clients, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"), eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**") and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("**UK MiFIR**"); (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate – investment advice, portfolio management, non-advised sales and pure execution services – subject to the distributor's suitability and appropriateness obligations under COBS, as applicable. Any distributor should take into consideration the manufacturers' target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under COBS, as applicable.

UK PRIIPs Regulation / UK Prospectus Regulation / PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended ("**FSMA**") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

Final Terms
Dated 19 September 2025

Nestlé Finance International Ltd.

Registered office: 5, place de la Gare, L-1616 Luxembourg
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B-136737

Legal Entity Identifier: 0KLLMNHINTFDRMU6DI05

Issue of EUR 600,000,000 3.000 per cent. Notes due 23 September 2033
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 30 May 2025 as supplemented by the Prospectus Supplement dated 8 September 2025, which together constitute a base prospectus for the purposes of the Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation 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 is annexed to these Final Terms. The Prospectus and the Prospectus Supplement are available for viewing on the Nestlé Group's investor relations website, which can be found at https://www.nestle.com/investors/bonds/investorbonds/debt-issuance-program-documents and are available on the website of the Luxembourg Stock Exchange at www.luxse.com.

The expression "**Prospectus Regulation**" means Regulation (EU) 2017/1129.

1	(a)	Series Number:	143
	(b)	Tranche Number:	1
	(c)	Date on which the Notes will be consolidated and form a single Series:	Not Applicable
2	Specified Currency:		Euros ("**EUR**")
3	Aggregate Nominal Amount:		
	(a)	Series:	EUR 600,000,000
	(b)	Tranche:	EUR 600,000,000
4	Issue Price:		99.343 per cent. of the Aggregate Nominal Amount
5	(a)	Specified Denominations:	EUR 1,000
	(b)	Calculation Amount:	EUR 1,000
6	(a)	Issue Date:	23 September 2025
	(b)	Interest Commencement Date:	Issue Date
7	Maturity Date:		23 September 2033
8	Interest Basis:		3.000 per cent. Fixed Rate

9	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
10	Change of Interest Basis:	Not Applicable
11	Put/Call Options:	Issuer Maturity Par Call Option (further particulars specified below in paragraph 17)
12	Date Board approval for issuance of Notes and Guarantee obtained:	22 May 2025 and 19 June 2025, respectively

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13	Fixed Rate Note Provisions	Applicable
	(a) Rate(s) of Interest:	3.000 per cent. per annum payable in arrear on each Interest Payment Date
	(b) Interest Payment Date(s):	23 September in each year from and including 23 September 2026, up to, and including, the Maturity Date, adjusted in accordance with the Following Business Day Convention, with Additional Business Centres for the definition of "Business Day" being London, in addition to a day on which T2 is open for the settlement of payments in euro, with no adjustment for period end dates
	(c) Fixed Coupon Amount(s):	EUR 30.00 per Calculation Amount (applicable to the Notes in definitive form) and EUR 18,000,000 per Aggregate Nominal Amount of the Notes (applicable to the Notes in global form), payable on each Interest Payment Date
	(d) Broken Amount(s):	Not Applicable
	(e) Day Count Fraction:	Actual/Actual (ICMA)
	(f) Determination Date(s):	23 September in each year
14	Floating Rate Note Provisions	Not Applicable
15	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

16	Issuer Call Option	Not Applicable
17	Issuer Maturity Par Call Option	Applicable
	Issuer Maturity Par Call Period	The period commencing from (and including) the date that is 90 days prior to the Maturity Date to (but excluding) the Maturity Date
18	Issuer Make-Whole Call Option	Not Applicable
19	Issuer Clean-up Call Option	Not Applicable
20	Investor Put Option	Not Applicable
21	Final Redemption Amount:	EUR 1,000 per Calculation Amount
22	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

23	Form of Notes:	Temporary Global Note exchangeable for a Permanent Global Note on and after the Exchange Date. 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 30 May 2025).
24	New Global Note:	Yes
25	Additional Financial Centre(s) or other special provisions relating to Payment Days:	London
26	Talons for future Coupons to be attached to definitive Notes:	No
27	Spot Rate (if different from that set out in Condition 5(g)):	Not Applicable
28	Calculation Agent responsible for calculating the Spot Rate for the purposes of Condition 5(g) (if not the Agent):	Not Applicable
29	RMB Settlement Centre(s):	Not Applicable
30	Relevant Benchmark:	Not Applicable

THIRD PARTY INFORMATION

The rating definitions provided in Part B, Item 2 of these Final Terms have been extracted from the websites of Moody's and S&P, each as defined below. Each of the Issuer and the Guarantor confirms that such information has been accurately reproduced and that, so far as each of the Issuer and the Guarantor is aware and is able to ascertain from the information published by Moody's and S&P (as applicable), no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

By: BRUNO CHAZARD

Duly authorised

By: MARTIN PETER HUBER

Duly authorised

Signed on behalf of the Guarantor:

By: LEE EDWARDS

Duly authorised

By: 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 regulated market of the Luxembourg Stock Exchange and listed on the official list of the Luxembourg Stock Exchange with effect from the Issue Date.

2 RATINGS

Ratings:

The Notes to be issued are expected to be rated by:

Moody's Italia S.r.l. ("**Moody's**"): Aa3

An obligation rated 'Aa' is judged to be of high quality and is subject to very low credit risk.

The modifier '3' indicates a ranking in the lower end of that generic rating category.

(Source: Moody's, *https://ratings.moodys.com/rating-definitions*)

S&P Global Ratings, acting through S&P Global Ratings Europe Limited ("**S&P**"): AA-

An obligation rated 'AA' differs from the highest-rated obligations only to a small degree. The obligor's capacity to meet its financial commitments on the obligation is very strong.

The minus (-) sign shows relative standing within the rating categories.

(Source: S&P, *https://disclosure.spglobal.com/ratings/en/regulatory/article/-/view/sourceId/504352*)

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for the 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, the Guarantor and their 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 30 May 2025
(ii)	Estimated net proceeds:	EUR 594,468,000 (following deduction of the Joint Bookrunners' combined selling, management and underwriting commission) (before deduction of estimated total expenses)
(iii)	Estimated total expenses:	EUR 40,000 for legal, filing and miscellaneous expenses

5 YIELD (Fixed Rate Notes Only)

Indication of yield:	3.094 per cent. per annum

6 HISTORIC INTEREST RATES (Floating Rate Notes Only)

Not Applicable

7 OPERATIONAL INFORMATION

(i)	ISIN:	XS3185372326
(ii)	Common Code:	318537232
(iii)	Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking S.A., the relevant address and identification number(s):	Not Applicable
(iv)	Delivery:	Delivery against payment
(v)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(vi)	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes Note that the designation "Yes" means that the Notes are intended upon issue to be deposited with Euroclear Bank SA/NV or Clearstream Banking S.A. as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the European Central Bank being satisfied that Eurosystem eligibility criteria have been met

8 DISTRIBUTION

(i)	Method of distribution:	Syndicated
(ii)	If syndicated:	
	(A) Names and addresses of Joint Bookrunners and underwriting commitments:	Banco Bilbao Vizcaya Argentaria, S.A. Ciudad BBVA Calle Sauceda, 28 28050, Madrid Spain Underwriting Commitment: EUR 96,000,000 Barclays Bank PLC 1 Churchill Place London E14 5HP United Kingdom Underwriting Commitment: EUR 96,000,000

ING Bank N.V.
Bijlmerdreef 109
1102 BW Amsterdam
The Netherlands
Underwriting Commitment: EUR 96,000,000

J.P. Morgan SE
Taunustor 1 (TaunusTurm)
60310 Frankfurt am Main
Germany
Underwriting Commitment: EUR 96,000,000

Mizuho Bank Europe N.V.
Atrium Amsterdam, 3rd Floor
Strawinskylaan 3053
1077 ZX Amsterdam, The Netherlands
Underwriting Commitment: EUR 96,000,000

(the "**Active Bookrunners**")

Banco Santander, S.A.
Ciudad Grupo Santander
Avenida de Cantabria s/n
Edificio Encinar
28660, Boadilla del Monte
Madrid, Spain
Underwriting Commitment: EUR 30,000,000

Morgan Stanley & Co. International plc
25 Cabot Square
Canary Wharf
London E14 4QA
United Kingdom
Underwriting Commitment: EUR 30,000,000

SMBC Bank EU AG
Neue Mainzer Straße 52-58
60311 Frankfurt am Main
Germany
Underwriting Commitment: EUR 30,000,000

Société Générale
Immeuble Basalte

			17, Cours Valmy CS 50318 92972 Paris La Défense Cedex France Underwriting Commitment: EUR 30,000,000 (the "**Passive Bookrunners**", and together with the Active Bookrunners, the "**Joint Bookrunners**")
	(B)	Date of the Letter for a Syndicated Note Issue:	19 September 2025
	(C)	Stabilisation Manager(s) (if any):	Not Applicable
(iii)	If non-syndicated, name and address of Dealer:		Not Applicable
(iv)	Total combined selling, management and underwriting commission:		0.265 per cent. of the Aggregate Nominal Amount
(v)	U.S. Selling Restrictions:		Reg. S Compliance Category 2; TEFRA D
(vi)	Public Offer where there is no exemption from the obligation under the Prospectus Regulation to publish a Prospectus:		Applicable - see paragraph 9 below.
(vii)	Public Offer Jurisdiction(s):		Austria, Germany, Luxembourg and the Netherlands
(viii)	Prohibition of Sales to EEA Retail Investors:		Not Applicable
(ix)	Singapore Sales to Institutional Investors and Accredited Investors only:		Applicable

9 TERMS AND CONDITIONS OF THE PUBLIC OFFER

An offer of the Notes may be made by each of the Joint Bookrunners and any other placers (authorised directly or indirectly by the Issuer or any of the Joint Bookrunners), other than pursuant to Article 1(4) of the Prospectus Regulation, in each of the Public Offer Jurisdiction(s) 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 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 Prospectus Regulation 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 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 19 September 2025 to 23 September 2025.
(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 99.343 per cent. less a total combined selling, management and underwriting commission of 0.265 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 19 September 2025. 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
(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

SUMMARY

*This Summary includes the key information that investors need in order to understand the nature and the risks of the Issuer, the Guarantor and the Notes (as defined below), and is to be read together with the base prospectus dated 30 May 2025 (the "**Base Prospectus**"), as supplemented by the Prospectus Supplement dated 8 September 2025 (the "**Prospectus Supplement**" together with the Base Prospectus the "**Prospectus**") for the Nestlé Debt Issuance Programme (the "**Programme**") to aid prospective investors when considering whether to invest in the Notes.*

1 INTRODUCTION AND WARNINGS

1.1 Name and international securities identifier number ("**ISIN**") of the Notes

Issue of EUR 600,000,000 3.000 per cent. Notes due 23 September 2033 under the Issuer's Programme with ISIN XS3185372326 (the "**Notes**").

1.2 Identity and contact details of the Issuer, including its legal entity identifier ("**LEI**")

The Notes are issued by Nestlé Finance International Ltd. (the "**Issuer**" or "**NFI**"), a public limited company (*société anonyme*) with unlimited duration, organised under the laws of the Grand Duchy of Luxembourg and registered with the Luxembourg Register of Commerce and Companies under number B-136737. NFI is domiciled in Luxembourg with its registered office at 5, place de la Gare, L-1616 Luxembourg, Grand Duchy of Luxembourg. The telephone number of NFI's registered office is +352 28 29 03 91. The LEI of the Issuer is 0KLLMNHINTFDRMU6DI05.

1.3 Identity and contact details of the competent authority approving the Prospectus

The Base Prospectus has been approved on 30 May 2025 as a base prospectus and the Prospectus Supplement has been approved on 8 September 2025 as a prospectus supplement, and each for the purpose of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") by the *Commission de Surveillance du Secteur Financier*, as competent authority under the Luxembourg Act dated 16 July 2019 on prospectuses for securities, with its head office at 283, route d'Arlon, L-1150 Luxembourg and telephone number (+352) 26 25 1 - 1.

1.4 Warnings

This Summary should be read as an introduction to the Prospectus and the applicable Final Terms. Any decision to invest in the Notes should be based on a consideration of the Prospectus as a whole, including the documents incorporated by reference, and the applicable Final Terms, by the investor. Investors could lose all or part of their invested capital. Where a claim relating to information contained in the Prospectus and/or the applicable Final Terms is brought before a court, the plaintiff investor might, under the national legislation of the Member States of the European Economic Area where the claim is brought be required to bear the costs of translating the Prospectus and/or the applicable Final Terms before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the Summary, including any translation thereof, but only where the Summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Prospectus and the applicable Final Terms, or where it does not provide, when read together with the other parts of the Prospectus and the applicable Final Terms, key information in order to aid investors when considering whether to invest in the Notes.

2 KEY INFORMATION ON THE ISSUER

2.1 Who is the Issuer of the Notes?

2.1.1 Domicile, legal form, LEI, law under which it operates and country of incorporation

NFI is a public limited company (*société anonyme*) with unlimited duration, organised under the laws of the Grand Duchy of Luxembourg and registered with the Luxembourg Register of Commerce and Companies under number B-136737. NFI is domiciled in Luxembourg with its registered office at 5, place de la Gare, L-1616 Luxembourg, Grand Duchy of Luxembourg. The telephone number of NFI's registered office is +352 28 29 03 91. The LEI of the Issuer is 0KLLMNHINTFDRMU6DI05.

2.1.2 Principal activities

NFI's principal business activity is the financing of members of the Nestlé Group. NFI raises funds and on-lends to other members of the Nestlé Group.

2.1.3 Major shareholders

NFI is a direct wholly owned subsidiary of Nestlé S.A. Nestlé S.A. is the ultimate holding company of the Nestlé group of companies (the "**Nestlé Group**" or the "**Group**"). NFI is not aware of any arrangement the effect of which would result in a change of control.

2.1.4 Identity of the key managing directors

NFI is managed by a Board of Directors consisting of the following Directors: Bruno Chazard, Hermann Beythan, Martin Peter Huber, Patrick Yot and Raoul Heinen.

2.1.5 Identity of the statutory auditors

The independent auditors of NFI, as of 28 April 2020, are Ernst & Young S.A. – Cabinet de révision agréé, 35E avenue John F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg.

2.2 What is the key financial information regarding the Issuer?

The financial information set out below has been extracted from the condensed unaudited interim financial statements of NFI in the Half-Yearly Financial Report for the six-month period ended 30 June 2025 and the audited financial statements in the Annual Financial Report of NFI for the financial year ended 31 December 2024, prepared in accordance with IFRS Accounting Standards ("**IFRS**") issued by the International Accounting Standards Board ("**IASB**") as adopted by the European Union as well as with the laws and regulations in force in the Grand Duchy of Luxembourg, respectively.

Selected financial information from the Income Statements - Euros in thousands

	Six months ended 30 June		**Year ended 31 December**	
	2025	**2024**	**2024**	**2023**
Net interest income / (loss)	12,891	29,405	52,101	(9,125)
Net fee and commission income / (expense) from Nestlé Group companies	(3,760)	(3,276)	(7,001)	(19,446)
Operating profit / (loss)	15,968	24,967	44,053	(21,273)
Profit / (loss) for the first half-year / year attributable to shareholders of the company	9,687	18,880	32,500	(18,031)

Selected financial information from the Cash Flow Statements - Euros in thousands

	Six months ended 30 June		**Year ended 31 December**	
	2025	**2024**	**2024**	**2023**
Net cash used in operating activities	(5,782,261)	(5,884,386)	(3,701,793)	174,885

Selected financial information from the Balance Sheets - Euros in thousands

	30 June	**31 December**	
	2025	**2024**	**2023**
Total current assets	10,211,777	5,052,313	2,789,338
Total non-current assets	19,091,655	18,703,637	16,653,513
Total current liabilities	11,435,895	4,972,209	2,852,524
Total non-current liabilities	17,778,601	18,709,473	16,548,628
Total equity attributable to shareholders of the company	88,936	74,268	41,699

Statements of no significant or material adverse change

There has been no significant change in the financial performance or financial position of NFI since 30 June 2025, the date of the most recently published financial statements of NFI and there has been no material adverse change in the prospects of NFI since 31 December 2024, the date of the most recently published audited financial statements of NFI.

2.3 What are the key risks that are specific to the Issuer and the Guarantor?

The most material risk factors specific to the Issuer and the Guarantor contained in the Prospectus include, without limitation, the following:

Consumer Risks: The Nestlé Group operates in a competitive environment and other corporations may apply significant resources to change areas of focus or to increase investment in marketing or in new products which could cause the Nestlé Group's sales or margins to decrease in these markets; or if the Nestlé Group is unable to adjust to new distribution channels and developments in e-commerce, the Nestlé Group may be disadvantaged with certain consumers.

Environmental, Social and Governance Risks: The Nestlé Group is subject to risks arising from the transition to a low-carbon economy. This transition disruption to a low-carbon economy may impact revenue and growth projections, as well as indirectly impact the Nestlé Group in a number of additional areas including community relations, employee attraction and engagement.

Operational Risks: The Nestlé Group is dependent on the sustainable supply of a number of raw materials, packaging material and services/utilities. Sourcing raw materials globally exposes the Nestlé Group to price fluctuations and supply uncertainties which are subject to factors such as commodity market price volatility, currency fluctuations, changes in governmental agricultural programmes, harvest and weather conditions including longer-term changes in weather patterns, water shortages, crop disease, crop yields, alternative crops and by-product values. Price changes for raw materials and commodities may adversely impact the Nestlé Group's business, financial condition and results of operations.

Legal and Regulatory Risks: Changes in, or failure to comply with, the laws and regulations applicable to the Nestlé Group's products or its business could adversely impact the Nestlé Group's business, financial condition and results of operations.

Economic and Political Risks: Changes to international trade policies, treaties and tariffs, or the emergence of a trade war could adversely impact the financial and economic conditions of some or all of the countries in which the Nestlé Group operates which in turn may adversely impact the Nestlé Group's business, financial condition and results of operations.

3 KEY INFORMATION ON THE NOTES

3.1 What are the main features of the Notes?

3.1.1 Type, class and ISIN

The Notes are EUR 600,000,000 3.000 per cent. Notes due 23 September 2033, with ISIN XS3185372326. The Notes will be issued in bearer form on 23 September 2025 (the "**Issue Date**").

3.1.2 Currency, denomination, par value, number of Notes issued and term of the Notes

The Series of Notes are denominated in Euros ("**EUR**"). The Notes have a Specified Denomination of EUR 1,000. The Notes will be initially issued and sold at 99.343 per cent. of their nominal amount (i.e. their par value). The Maturity Date of the Notes will be 23 September 2033 (the "**Maturity Date**"). 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.

3.1.3 Rights attached to the Notes

Status of the Notes (Ranking): The Notes will constitute direct, unconditional, unsecured (subject to the negative pledge provisions) and unsubordinated obligations of the Issuer and will rank *pari passu* 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).

Taxation: 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. 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.

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.

Negative pledge: 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.

Interest: The Notes bear interest from their date of issue at the fixed rate of 3.000 per cent. per annum. The yield of the Notes is 3.094 per cent. per annum. Interest will be paid annually in arrear on 23 September in each year up to and including the Maturity Date with the first interest payment on 23 September 2026.

Redemption: The Maturity Date of the Notes will be 23 September 2033.

Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on 23 September 2033 at 100 per cent. of their nominal amount. The Notes may be redeemed early for tax reasons, a change of control of the Issuer, or at the Issuer's option at any time during the period commencing on (and including) the day that is 90 days prior to the Maturity Date to (but excluding) the Maturity Date at par.

Representation of Holders: Not Applicable

Events of Default: The terms of the Notes contain, amongst others, the following events of default: (i) default by the Issuer in payment of any principal, interest or any other amount on the Notes, continuing for a specified period of time; (ii) 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; (iii) events relating to the winding up, cessation of business, administration, insolvency and creditor arrangements of the Issuer or by the Guarantor, subject to certain exceptions; and (iv) the Guarantee of the Guarantor ceases to be legal, valid and binding and enforceable in accordance with its terms or the Guarantor contests or denies the validity of its Guarantee.

Meetings: The terms of the Notes contain provisions for calling meetings of holders of the 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.

Governing law of the Notes: English law.

3.1.4 Restrictions on free transferability of the Notes

There are no restrictions on the transferability of the Notes, save that the Issuer and the Dealers have agreed certain customary restrictions on offers, sales and deliveries of Notes and on the distribution of offering material in the United States, Australia, New Zealand, the People's Republic of China ("**PRC**" (which for the purposes of the Prospectus, excludes the Hong Kong Special Administrative Region of the People's Republic of China ("**Hong Kong**"), the Macau Special Administrative Region of the People's Republic of China and Taiwan)), Hong Kong, Japan, Singapore, Switzerland, the European

Economic Area (including Belgium, Luxembourg and the Netherlands), the United Kingdom and Canada.

3.2 Where will the Notes be traded?

Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange and listed on the official list of the Luxembourg Stock Exchange with effect from the Issue Date.

3.3 Is there a guarantee attached to the Notes?

3.3.1 Brief description of the nature and scope of the guarantee

The payment of the principal and three years' interest in respect of each Note is irrevocably guaranteed by the Guarantor. The Guarantee constitutes a direct, unsecured (subject to the negative pledge provisions of the terms and conditions of the Notes) and unsubordinated obligation of the Guarantor and will rank *pari passu* 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).

3.3.2 Brief description of the guarantor, including its LEI

Nestlé S.A. (the "**Guarantor**"), is a company with unlimited duration, organised under the Swiss Code of Obligations and registered with the Commercial Registry of the Canton of Zug and the Canton of Vaud. The Guarantor is domiciled in Switzerland with its registered offices at Avenue Nestlé 55, 1800 Vevey, Canton of Vaud, Switzerland and Zugerstrasse 8, 6330 Cham, Canton of Zug, Switzerland. The telephone number of its registered office in Vevey, Switzerland is +41 (0)21 924 21 11. The LEI of the Guarantor is KY37LUS27QQX7BB93L28.

The Guarantor primarily acts as the holding company of the Nestlé Group which manufactures and distributes food and beverage products, as well as products related to the nutrition, health and wellness industries.

3.3.3 Key financial information of the Guarantor.

Selected historical key financial information

The financial information set out below has been extracted from the unaudited interim consolidated financial statements of the Guarantor for the six-month period ended 30 June 2025 in the Half-Year Report January-June 2025 and the audited consolidated financial statements of the Guarantor for the financial year ended 31 December 2024, prepared in accordance with IFRS issued by the IASB and with Swiss law, respectively.

Selected financial information from the Consolidated income statements – CHF in millions (except Trading operating profit in percentages of sales and Basic earnings per share)

	Six months ended 30 June		**Year ended 31 December**	
	2025	**2024**	**2024**	**2023**
Sales	44,228	45,045	91,354	92,998
Trading operating profit	6,885	7,398	14,633	14,520
Trading operating profit in percentages of sales	15.6%	16.4%	16.0%	15.6%
Profit for the first half-year / year	5,167	5,775	11,174	11,509
Profit for the first half-year / year attributable to shareholders of the parent (Net profit)	5,065	5,644	10,884	11,209
Profit for the first half-year / year attributable to shareholders of the parent (Net profit) in percentages of sales	11.5%	12.5%	11.9%	12.1%
Basic earnings per share (in CHF)	1.97	2.16	4.19	4.24

Selected financial information from the Consolidated cash flow statements – CHF in millions

	Six months ended 30 June		Year ended 31 December	
	2025	**2024**	**2024**	**2023**
Operating cash flow	4,872	6,970	16,675	15,941

Selected financial information from the Consolidated balance sheets – CHF in millions

	30 June	31 December	
	2025	**2024**	**2023**
Total current assets	33,432	35,188	30,857
Total non-current assets	96,691	104,076	95,693
Total current liabilities	46,824	42,863	37,084
Total non-current liabilities	54,252	59,708	53,079
Total equity	29,047	36,693	36,387
Total equity attributable to shareholders of the parent	28,826	35,917	35,742

Statements of no significant or material adverse change

There has been no significant change in the financial performance or financial position of the Guarantor and its consolidated subsidiaries (considered as a whole) since 30 June 2025, the date of the most recently published financial statements of the Guarantor and there has been no material adverse change in the prospects of the Guarantor since 31 December 2024, the date of the most recently published audited financial statements of the Guarantor.

3.4 What are the key risks that are specific to the Notes?

There are certain risk factors that are material for the purpose of assessing the risks associated with the Notes. The most material risk factors specific to the Notes contained in the Prospectus include, without limitation:

(i) changes in prevailing market interest rates could affect the value of the Notes;

(ii) early redemption 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;

(iii) Bearer Notes in new global note form may not satisfy Eurosystem eligibility criteria;

(iv) the Terms and Conditions of the Notes may be modified without the consent of all investors in certain circumstances;

(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;

(vi) investors are exposed to the risk of changes in law or regulation affecting the value of their Notes;

(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;

(viii) there may be no or only a limited secondary market in the Notes and this would adversely affect the value at which an investor could sell their Notes; and

(ix) credit ratings assigned to the Notes may not adequately reflect all the risks associated with an investment in the Notes.

4 KEY INFORMATION ON THE OFFER OF NOTES TO THE PUBLIC AND/OR ADMISSION TO TRADING ON A REGULATED MARKET

4.1 Under which conditions and timetable can I invest in this Note?

Subject to the conditions set out below, the Issuer consents to the use of the Prospectus in connection with the offer of the Notes by each of Banco Bilbao Vizcaya Argentaria, S.A., Barclays Bank PLC, ING Bank N.V., J.P. Morgan SE and Mizuho Bank Europe N.V. (together, the "**Active Bookrunners**") and Banco Santander, S.A., Morgan Stanley & Co. International plc, SMBC Bank EU AG and Société Générale (together, the "**Passive Bookrunners**", and together with the Active Bookrunners, the "**Joint Bookrunners**", and each an "**Authorised Offeror**") and any placers (authorised directly or indirectly by the Issuer or any of the Joint Bookrunners), other than pursuant to Article 1(4) of the Prospectus Regulation, in Austria, Germany, Luxembourg and the Netherlands (the "**Public Offer Jurisdictions**") from the date of, and following, publication of the Final Terms being 19 September 2025 to 23 September 2025 (the "**Offer Period**").

The above consent is subject to the following conditions: (i) the only offerors authorised to use the Issuer's Prospectus to make the Public Offer of the Notes are the Joint Bookrunners; and (ii) any financial intermediary named in the applicable Final Terms and authorised to make such offers and/or (iii) any other financial intermediary appointed after the date of the applicable Final Terms and whose name is published on the website of Nestlé Group (*https://www.nestle.com/*) and identified as an Authorised Offeror in respect of the relevant Public Offer provided that such financial intermediary referred to in (ii) and (iii) states on its website: (a) that it has been duly appointed as a financial intermediary to offer the Notes during the Offer Period, (b) it is relying on the Issuer's Prospectus for such Public Offer with the consent of the Issuer, and (c) the conditions attached to that consent (the "**Placers**", and each a "**Placer**").

Offer Price: The issue price of the Notes is 99.343 per cent. of their aggregate nominal amount.

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 19 September 2025. 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.

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.

Description of possibility to reduce subscriptions and the manner for refunding excess amount paid by applicants: Not Applicable

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.

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.

Manner in and date on which results of the offer are to be made public: Not Applicable

Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable

Whether Tranche(s) have been reserved for certain countries: Not Applicable

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 Bookrunner or Placer and its customers. Any dealings in the Notes which take place will be at the risk of prospective Noteholders.

Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Not Applicable

Name(s) and address(es), to the extent known to the Issuer, of the Placers in the various countries where the offer takes place: Not known to the Issuer.

Categories of potential investors to which the Notes are offered: Notes may be offered by the Joint Bookrunners and the Placers to the public in a Public Offer in Austria, Germany, Luxembourg and the Netherlands during the Offer Period.

Plan for distribution: Syndicated.

Amount and percentage of immediate dilution resulting from the offer: Not Applicable

Estimate of the total expenses of the issue and/or offer (including estimated expenses charged to the investor by the issuer or the offeror): EUR 40,000 for legal, filing and miscellaneous expenses.

4.2 Why is this Prospectus being produced?

4.2.1 Reasons for the offer or for the admission to trading on a regulated market, use and estimated net amounts of the proceeds

The estimated net proceeds from the issue of the Notes are expected to amount to EUR 594,468,000 (following deduction of the Joint Bookrunners' combined selling, management and underwriting commission) and will be applied by the Issuer for its general corporate purposes.

4.2.2 Underwriting agreement on a firm commitment basis, stating any portion not covered:

The offer is subject to an underwriting agreement on a firm commitment basis.

4.2.3 Most material conflicts of interest pertaining to the offer or the admission to trading

Save for the fees payable to the Joint Bookrunners, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer or the application for the admission to trading. The Joint Bookrunners will be paid an aggregate commission equal to 0.265 per cent. of the aggregate 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.