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SECURITIES AND EXCHANGE COMMISSION
DIVISION OF CORPORATE FINANCE

Securities and Exchange Commission
Division of Corporate Finance
Office of International Corporate Finance
450 Fifth Street, N.W.

Washington, D.C. 20549-0302
Mail Stop 3-2
U.S.A.



December 4, 2008

SUPPL

Ladies and Gentlemen,

Please find enclosed the following document of Nestlé S.A. (the "Company"):

- ◆ Disclosure of shareholdings (Nestlé Group shareholdings above 5% of the voting rights).

The Company hereby furnishes this document to the Commission under Rule 12g3-2(b) promulgated pursuant to the Securities Exchange Act of 1934, as amended.

Please do not hesitate to contact Ms. Michèle Burger, General Counsel Corporate, (phone: +41 21 924 27 19; e-mail: Michele.Burger@nestle.com) should you have any questions.

Yours sincerely,

Nestlé S.A.

PROCESSED
DEC 11 2008
THOMSON REUTERS

W. Frick

David P. Frick
Senior Vice President

[Handwritten signature]

Enclosure

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NESTLÉ S.A.

2008 DEC -8 A 8:57

OFFICE OF THE SECRETARY
CORPORATE FINANCIAL

SIX Swiss Exchange Ltd.
Disclosure Office
Attn. Mr. Noel Bieri
Selnaustrasse 30
P.O. Box
CH-8021 Zürich

Vevey, 1 December 2008

Dear Mr. Bieri,

Please find attached our notification in respect of the shareholdings of the Nestlé Group as at 25 November 2008.

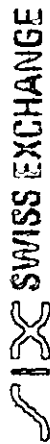
This form was sent to publication on 28 November 2008.

Yours sincerely,

D. Frick

David P. Frick

Encl. mentioned



Admission

EXCHANGE TRADING CLEANSING & SETTLEMENT MARKET DATA INFORMATION PARTICIPANTS ISSUERS

Notification concerning a group of shareholders

ISSUER

Name of the Issuer

Nestlé AG

Part 1: GROUP SUBJECT TO REPORTING OBLIGATION

Type of understanding

- ☐ Other
☐ Shareholders agreement
☒ Group of companies
☐ Lock-up group
☐ Group of buyers
☐ Group of sellers

Remarks regarding the understanding

Nestlé Group

1.) Information regarding the beneficial owner

Company name

Nestlé S.A.

Family name / First name

Street

Av. Nestlé 55

- ✚ Listing
- ✚ Admission to trading
- ✚ Being Public
- ✚ Reporting Requirements
- ✚ Ad hoc Publicity
- ✚ Financial Reporting
- ✚ Disclosure of Shareholdings
- Corporate Governance
- ✚ Management Transactions
- ✚ Reporting Engine
- Welcome to the Issuer Reporting Platform
- ✚ Disclosure of Shareholdings
- Welcome
- Notifications concerning single shareholders
- Notifications concerning a group of shareholders
- Notifications concerning collective investment schemes
- ✚ Management Transactions
- My Profile
- Admin
- Logout
- Contact
- ✚ Consultants
- ✚ Organisational Structure of Admission
- ✚ Regulation
- ✚

Sanctions
 Agreements
 List of Charges
 SIX Europe
 Publications
 Contacts

ZIP / City	1800 Vevey
Country	Switzerland

2.) Information regarding the beneficial owner

Company name	Food Products (Holdings) S.A.
Family name / First name	/
Street	Calle 69 O No 74D
ZIP / City	Urbanización La Loma
Country	Panama

Part 2: IN CASE OF INDIRECT PURCHASE OR INDIRECT SALE

No information.

Relation between the direct acquirer / seller and the beneficial owner

Type of relation

- ☒ Other
☐ Group of companies
☐ Nominée
☐ Trustee
☐ Investment company

Remarks

4
5

Part 3: FACTS AND CIRCUMSTANCES TRIGGERING THE OBLIGATION TO NOTIFY

Date of the purchase or sale

25.11.2008

Date of transfer of equity

25.11.2008

securities

Date of the notification by the shareholder

Trigger for obligation to notify

☐ Sonstige☒ Acquisition☐ Sale☐ Securities lending☐ Capital increase☐ Capital reduction☐ Exercise of financial instruments☐ Expiration of financial instruments☐ Creation of a group☐ Termination of a group☐ Change in group composition

Remarks

Acquisition of own shares within Nestlé S.A.'s share buy-back programme

Details regarding the contact person

Company name

Nestlé S.A.

Family name / First name

Child-Villiers

/ Roddy

Street

Av. Nestlé 55

P.O. Box

ZIP / City

1800 Vevey

Country

Switzerland

E-Mail

roddy.child-villiers@nestle.com

ISIN			
Identity of issuer	Nestlé S.A.		or basic terms
Subscription ratio	1:1		
Exercise price	see below		
Exercise period			
Exercise type	At-the-Money	and/or other terms	
Remarks	Management Stock Options Grant Date / Exercise Price: 01.03.2002 / CHF 36.735; 01.02.2003 / CHF 27.855; 01.10.2003 / CHF 30.855;		
2.) Call-Option/Warrant	9'552'800	9'552'800	0.249 %
ISIN			or basic terms
Identity of issuer	Nestlé S.A.		
Subscription ratio	1:1		
Exercise price	see below		
Exercise period			
Exercise type	At-the-Money	and/or other terms	
Remarks	Restricted Stock Units Grant Date: 01.02.2006; 01.10.2006; 01.02.2007; 01.10.2007; 01.02.2008; 01.10.2008;		
3.) Call-Option/Warrant	100'000	100'000	0.003 %
ISIN			or basic terms

Identity of issuer	Nestlé Finance S.A., Zugerstrasse 8, 6330 Cham, Switzerland		
Subscription ratio	1:1		
Exercise price	CHF 45.50		
Exercise period	01.12.2008		
Exercise type	Actual delivery	and/or other terms	
Remarks			

4.) Call-Option/Warrant	100'000	100'000	0.003 %
ISIN		or basic terms	

Identity of issuer	Nestlé Finance S.A., Zugerstrasse 8, 6330 Cham, Switzerland		
Subscription ratio	1:1		
Exercise price	CHF 47		
Exercise period	19.12.2008		
Exercise type	Actual delivery	and/or other terms	
Remarks			

Part 6: DETAILS REGARDING THE PUBLICATION

Status of publication  In preparation by issuer

https://www.swx.com/admission/being_public/mtrans/ddeal/assoc/disclosure_edit_en.html

- ☐ Filed for preliminary check by the Disclosure Office
- ☐ Approved for publication
- ☐ Rejected by the Disclosure Office
- ☐ Obsolete due to amendment or erasure
- ☐ Discarded draft

Remarks regarding the publication

Submit for Review

Send to Publication

Back to Overview

Carolyn Olsburgh (carolyn.olsburgh@nestle.com) / Nestlé AG (NESTLE) / JIVO-CT28 28.11.2008 - 15:56 CET

END

DTJ
1.12.08