

## Disclaimer

This PDF is a section of the Unilever Annual Report and Accounts 2008 provided to Unilever's shareholders. It does not contain sufficient information to allow a full understanding of the results of the Unilever Group and the state of affairs of Unilever N.V., Unilever PLC or the Unilever Group. For further information the Unilever Annual Report and Accounts 2008 should be consulted.

Certain sections of the Unilever Annual Report and Accounts 2008 have been audited. Sections that have been audited are set out on pages 81 to 136, 140 to 141, 143 to 145 and 148 to 150. The auditable part of the Directors' Remuneration report as set out on page 60 has also been audited.

The maintenance and integrity of the Unilever website is the responsibility of the Directors; the work carried out by the auditors does not involve consideration of these matters. Accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially placed on the website.

Legislation in the United Kingdom and the Netherlands governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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The Annual Report and Accounts does not constitute an invitation to invest in Unilever shares. Any decisions you make in reliance on this information are solely your responsibility.

The information is given as of the dates specified, is not updated, and any forward-looking statements are made subject to the reservations specified on the final page of the Report.

Unilever accepts no responsibility for any information on other websites that may be accessed from this site by hyperlinks.

## Independent auditor's report to the shareholders of Unilever N.V.

### Report on the company accounts

We have audited the company accounts which are part of the Annual Report 2008 of Unilever N.V., Rotterdam, for the year ended 31 December 2008 which comprise the balance sheet, income statement and the related notes on pages 143 to 145.

We have reported separately on the consolidated accounts of the Unilever Group for the year ended 31 December 2008.

### Directors' responsibility

The Directors are responsible for the preparation and fair presentation of the company accounts in accordance with United Kingdom accounting standards and with Part 9 of Book 2 of the Netherlands Civil Code, and for the preparation of the Report of the Directors in accordance with Part 9 of Book 2 of the Netherlands Civil Code. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the company accounts that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

### Auditor's responsibility

Our responsibility is to express an opinion on the company accounts based on our audit. We conducted our audit in accordance with Dutch law. This law requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the company accounts are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the company accounts.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the company accounts, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the company accounts in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the company accounts.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion, the company accounts give a true and fair view of the financial position of Unilever N.V. as at 31 December 2008, and of its result for the year then ended in accordance with United Kingdom accounting standards and with Part 9 of Book 2 of the Netherlands Civil Code.

### Report on other legal and regulatory requirements

Pursuant to the legal requirement under 2:393 sub 5 part f of the Netherlands Civil Code, we report, to the extent of our competence, that the Report of the Directors is consistent with the company accounts as required by 2:391 sub 4 of the Netherlands Civil Code.

Rotterdam, The Netherlands, 3 March 2009  
PricewaterhouseCoopers Accountants N.V.

**Drs R A J Swaak RA**

## Company accounts Unilever N.V.

**Balance sheet** as at 31 December

(after proposed appropriation of profit)

	€ million 2008	€ million 2007
<b>Fixed assets</b>		
Fixed investments	26 245	24 423
<b>Current assets</b>		
Debtors	5 574	3 215
Cash at bank and in hand	7	2
<b>Total current assets</b>	5 581	3 217
<b>Creditors due within one year</b>	(18 122)	(17 163)
<b>Net current assets/(liabilities)</b>	(12 541)	(13 946)
<b>Total assets less current liabilities</b>	13 704	10 477
<b>Creditors due after more than one year</b>	6 207	2 420
<b>Provisions for liabilities and charges (excluding pensions and similar obligations)</b>	59	40
<b>Net pension liability</b>	84	134
<b>Capital and reserves</b>	7 354	7 883
Called up share capital	275	275
Share premium account	20	20
Legal reserves	16	16
Other reserves	(3 559)	(2 437)
Profit retained	10 602	10 009
<b>Total capital employed</b>	13 704	10 477

**Profit and loss account** for the year ended 31 December

	€ million 2008	€ million 2007
Income from fixed investments after taxation	1 422	1 508
Other income and expenses	291	(102)
<b>Profit for the year</b>	1 713	1 406

For the information required by Article 392 of Book 2 of the Civil Code in the Netherlands, refer to pages 142 and 146. Pages 144 and 145 are part of the notes to the Unilever N.V. company accounts.

The company accounts of Unilever N.V. are included in the consolidated accounts of the Unilever Group. Therefore, and in accordance with Article 402 of Book 2 of the Civil Code in the Netherlands, the profit and loss account only reflects the income from fixed investments after taxation and other income and expenses after taxes. The company accounts of Unilever N.V. do not contain a cash flow statement as this is not required by Book 2 of the Civil Code in the Netherlands.

**The Board of Directors**

3 March 2009

## Accounting information and policies

### Basis of preparation

The company accounts of Unilever N.V. comply in all material respects with legislation in the Netherlands. As allowed by Article 362.1 of Book 2 of the Civil Code in the Netherlands, the company accounts are prepared in accordance with United Kingdom accounting standards, unless such standards conflict with the Civil Code in the Netherlands which would in such case prevail.

The accounts are prepared under the historical cost convention as modified by the revaluation of financial assets classified as 'available-for-sale investments', 'financial assets at fair value through profit or loss', and 'derivative financial instruments' in accordance with the accounting policies set out below which have been consistently applied.

### Accounting policies

The principal accounting policies are as follows:

#### Fixed investments

Shares in group companies are stated at cost less any amounts written off to reflect a permanent impairment. Any impairment is charged to the profit and loss account as it arises. In accordance with Article 385.5 of Book 2 of the Civil Code in the Netherlands, Unilever N.V. shares held by Unilever N.V. subsidiaries are deducted from the carrying value of those subsidiaries. This differs from the accounting treatment under UK GAAP, which would require these amounts to be included within fixed investments.

#### Financial instruments and derivative financial instruments

The company's accounting policies under United Kingdom generally accepted accounting principles (UK GAAP) namely FRS 25 'Financial Instruments: Presentation', FRS 26 'Financial Instruments: Measurement' and FRS 29 'Financial Instruments: Disclosures' are the same as the Unilever Group's accounting policies under International Financial Reporting Standards (IFRS) namely IAS 32 'Financial Instruments: Presentation', IAS 39 'Financial Instruments: Recognition and Measurement' and IFRS 7 'Financial Instruments: Disclosures'. The policies are set out under the heading 'Financial instruments' in note 1 to the consolidated accounts on pages 85 and 86. NV is taking the exemption for not providing all the financial instruments disclosures, because IFRS 7 disclosures are given in note 17 to the consolidated accounts on pages 108 to 113.

#### Deferred taxation

Full provision is made for deferred taxation on all significant timing differences arising from the recognition of items for taxation purposes in different periods from those in which they are included in the company's accounts. Full provision is made at the rates of tax prevailing at the year end unless future rates have been enacted or substantively enacted. Deferred tax assets and liabilities have not been discounted.

#### Own shares held

Own shares held by the company are accounted for in accordance with Dutch law and UK GAAP, namely FRS 25 'Financial Instruments: Presentation'. All differences between the purchase price of the shares held to satisfy options granted and the proceeds received for the shares, whether on exercise or lapse, are charged to reserves.

#### Retirement benefits

Unilever N.V. has accounted for pensions and similar benefits under the United Kingdom Financial Reporting Standard 17 'Retirement benefits' (FRS 17). The operating and financing costs of defined benefit plans are recognised separately in the profit and loss account; service costs are systematically spread over the service lives of employees, and financing costs are recognised in the periods in which they arise. Variations from expected costs, arising from the experience of the plans or changes in actuarial assumptions, are recognised immediately in the statement of total recognised gains and losses. The costs of individual events such as past service benefit enhancements, settlements and curtailments are recognised immediately in the profit and loss account. The liabilities and, where applicable, the assets of defined benefit plans are recognised at fair value in the balance sheet. The charges to the profit and loss account for defined contribution plans are the company contributions payable and the assets of such plans are not included in the company balance sheet.

#### Dividends

Under Financial Reporting Standard 21 'Events after the Balance Sheet Date' (FRS 21), proposed dividends do not meet the definition of a liability until such time as they have been approved by shareholders at the Annual General Meeting. Therefore, we do not recognise a liability in any period for dividends that have been proposed but will not be approved until after the balance sheet date. This holds for external dividends as well as intra-group dividends paid to the parent company.

#### Taxation

Unilever N.V., together with certain of its subsidiaries, is part of a tax grouping for Dutch corporate income tax purposes. The members of the fiscal entity are jointly and severally liable for any taxes payable by the Dutch tax grouping.

## Notes to the company accounts Unilever N.V.

**Fixed investments**

	€ million 2008	€ million 2007
Shares in group companies	25 989	24 428
PLC shares held in connection with share options	256	184
Less NV shares held by group companies	–	(189)
	<b>26 245</b>	<b>24 423</b>
Movements during the year:		
1 January	24 423	26 405
PLC shares held in connection with share options	72	(191)
NV shares held by group companies	189	22
Additions <sup>(a)</sup>	5 620	4 966
Decreases <sup>(a)</sup>	(4 059)	(6 779)
31 December	<b>26 245</b>	<b>24 423</b>

(a) The additions relate to investments in group companies and the decreases mainly relate to repayments made by the subsidiary Unilever Finance International B.V.

**Debtors**

	€ million 2008	€ million 2007
Loans to group companies	3 688	2 262
Other amounts owed by group companies	1 801	847
Taxation	24	38
Prepayments and accrued income	–	12
Other	61	56
	<b>5 574</b>	<b>3 215</b>
Of which due after more than one year	<b>2 918</b>	<b>2 250</b>

**Cash at bank and in hand**

There was no cash at bank and in hand for which payment notice was required at either 31 December 2008 or 31 December 2007.

**Creditors**

	€ million 2008	€ million 2007
<b>Due within one year:</b>		
Other amounts owed to group companies	16 030	15 743
Loans from group companies	1 150	1 258
Bonds and other loans	772	–
Taxation and social security	15	16
Accruals and deferred income	88	58
Other	67	88
	<b>18 122</b>	<b>17 163</b>
<b>Due after more than one year:</b>		
Bonds and other loans	2 961	2 244
Loans from group companies	3 089	–
Accruals and deferred income	33	52
Preference shares <sup>(b)</sup>	124	124
	<b>6 207</b>	<b>2 420</b>

(b) Information on the euro conversion of the preference shares is given in note 16 to the consolidated accounts on page 105.

Creditors due after five years amount to €1 103 million (2007: €870 million) (Article 375.2 of Book 2 of the Civil Code in the Netherlands).

**Ordinary share capital**

Shares numbered 1 to 2 400 are held by a subsidiary of NV and a subsidiary of PLC, each holding 50%. Additionally, 177 223 649 (2007: 122 296 247) €0.16 ordinary shares are held by NV and other group companies. Further details are given in note 22 to the consolidated accounts on page 122.

**Share premium account**

The share premium shown in the balance sheet is not available for the issue of bonus shares or for repayment without incurring withholding tax payable by the company. This is despite the change in tax law in the Netherlands, as a result of which dividends received from 2001 onwards by individual shareholders who are resident in the Netherlands are no longer taxed.

**Other reserves**

	€ million 2008	€ million 2007
1 January	(2 437)	(1 228)
Change during the year	(1 122)	(1 209)
31 December	<b>(3 559)</b>	<b>(2 437)</b>

Other reserves relate to own shares held.

**Profit retained**

	€ million 2008	€ million 2007
1 January	10 009	9 755
Profit for the year	1 713	1 406
Ordinary dividends – final 2007	(779)	–
Ordinary dividends – interim 2008	(401)	–
Ordinary dividends – final 2006	–	(775)
Ordinary dividends – interim 2007	–	(404)
Taxation charge	(11)	3
Fair value adjustments for cash flow hedges	–	–
Realised profit/(loss) on shares/certificates held to meet employee share options	14	15
Changes in present value of net pension liability	53	9
Other charges	4	–
31 December	<b>10 602</b>	<b>10 009</b>

As shown in note 24 on page 124, the total profit retained of NV amounts to €15 343 million (2007: €10 403 million). This is made up of the Parent Unilever N.V. €10 602 million (2007: €10 009 million), other NV group companies €4 732 million (2007: €345 million) and joint ventures and associates €9 million (2007: €49 million).

**Provisions for liabilities and charges (excluding pensions and similar obligations)**

	€ million 2008	€ million 2007
Preference shares provision	–	3
Deferred taxation and other provisions	59	37
	<b>59</b>	<b>40</b>
Of which due within one year	<b>59</b>	<b>40</b>

**Net pension liability**

	€ million 2008	€ million 2007
Funded retirement benefit	(12)	–
Unfunded retirement liability	96	134
	<b>84</b>	<b>134</b>

**Contingent liabilities**

Contingent liabilities are not expected to give rise to any material loss and include guarantees given for group companies. The estimated total of such liabilities as at 31 December 2008 was some €6 050 million (2007: €5 204 million) of which €4 420 million (2007: €3 706 million) was also guaranteed by PLC. The fair value of such guarantees was not significant in either 2007 or 2008. The guarantees issued to other companies were immaterial.

NV has issued joint and several liability undertakings, as defined in Article 403 of Book 2 of the Civil Code in the Netherlands, for almost all Dutch group companies. These written undertakings have been filed with the office of the Company Registry in whose area of jurisdiction the group company concerned has its registered office.

## Further statutory and other information Unilever N.V.

**The rules for profit appropriation in the Articles of Association**  
(summary of Article 38)

The profit for the year is applied firstly to the reserves required by law or by the Equalisation Agreement, secondly to cover losses of previous years, if any, and thirdly to the reserves deemed necessary by the Board of Directors. Dividends due to the holders of the Cumulative Preference Shares, including any arrears in such dividends, are then paid; if the profit is insufficient for this purpose, the amount available is distributed to them in proportion to the dividend percentages of their shares. Any profit remaining thereafter shall be distributed to them in proportion to the dividend percentages of their shares. The General Meeting can only decide to make distributions from reserves on the basis of a proposal by the Board and in compliance with the law and the Equalisation Agreement.

**Proposed profit appropriation**

	€ million 2008	€ million 2007
Profit for the year (available for distribution)	1 713	1 406
Interim dividend already paid	(401)	(404)
To profit retained	1 312	1 002

**Post balance sheet event**

The directors propose a final dividend of €0.51 per share (totalling €784 million) out of the profits retained for the year ended 31 December 2008. The dividend will be submitted for formal approval at the Annual General Meeting to be held on 14 May 2009. In accordance with FRS 21, these financial statements do not reflect this dividend payable, which will be accounted for in shareholders' equity as an appropriation of retained earnings in the year ended 31 December 2009. During 2008, a final dividend of €0.50 per share (totalling €779 million) was paid in respect of the dividend declared for the year ended 31 December 2007.

**Special controlling rights under the Articles of Association**

See note 22 to the consolidated accounts on page 122.

**Auditors**

A resolution will be proposed at the Annual General Meeting on 14 May 2009 for the reappointment of PricewaterhouseCoopers Accountants N.V. as auditors of Unilever N.V. The present appointment will end at the conclusion of the Annual General Meeting. For details of the remuneration of the auditors please refer to note 32 on page 136.

**Corporate Centre**

Unilever N.V.  
Weena 455  
PO Box 760  
3000 DK Rotterdam  
The Netherlands

**S H M A Dumoulin**

Secretary of Unilever N.V.  
3 March 2009

# Company accounts Auditors' report – Unilever PLC

## Independent auditors' report to the shareholders of Unilever PLC on the parent company accounts

We have audited the parent company accounts of Unilever PLC for the year ended 31 December 2008 which comprise the balance sheet and the related notes. These parent company accounts have been prepared under the accounting policies set out therein. We have also audited the information in the Report of the Remuneration Committee that is described as having been audited.

We have reported separately on the consolidated accounts of the Unilever Group for the year ended 31 December 2008.

### Respective responsibilities of Directors and auditors

The Directors' responsibilities for preparing the parent company accounts in accordance with applicable United Kingdom law and United Kingdom accounting standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 78. The Directors are also responsible for preparing the Annual Report, including the Report of the Remuneration Committee.

Our responsibility is to audit the parent company accounts and the part of the Report of the Remuneration Committee to be audited in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the shareholders of Unilever PLC as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the parent company accounts give a true and fair view and whether the parent company accounts and the part of the Report of the Remuneration Committee to be audited have been properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors (excluding the audited parts of the Report of the Remuneration Committee) is consistent with the parent company accounts.

In addition we report to you if, in our opinion, the parent company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding Directors' remuneration and other transactions is not disclosed.

We read other information contained in the Annual Report and consider whether it is consistent with the audited parent company accounts. The other information comprises only the Report of the Directors (excluding the audited parts of the Report of the Remuneration Committee), the Shareholder information, the Statement of Directors' responsibilities, the Financial record and the sections headed 'Further statutory and other information'. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the parent company accounts. Our responsibilities do not extend to any other information.

### Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the parent company accounts and the part of the Report of the Remuneration Committee to be audited. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the parent company accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the parent company accounts and the part of the Report of the Remuneration Committee to be audited are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the parent company accounts and the part of the Report of the Remuneration Committee to be audited.

### Opinion

In our opinion:

- the parent company accounts give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008;
- the parent company accounts and the part of the Report of the Remuneration Committee to be audited have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Report of the Directors is consistent with the parent company accounts.

3 March 2009

PricewaterhouseCoopers LLP  
Chartered Accountants and Registered Auditors  
London, United Kingdom

## Company accounts Unilever PLC

## Balance sheet as at 31 December

	£ million 2008	£ million 2007
<b>Fixed assets</b>		
Intangible assets	9	20
Fixed asset investments	4 393	2 294
<b>Current assets</b>		
Debtors due within one year	595	1 565
Debtors due after more than one year	-	3
<b>Total current assets</b>	595	1 568
<b>Creditors due within one year</b>	(3 379)	(2 286)
<b>Net current assets/(liabilities)</b>	(2 784)	(718)
<b>Total assets less current liabilities</b>	1 618	1 596
<b>Provision for liabilities and charges (excluding pensions and similar obligations)</b>	10	10
<b>Capital and reserves</b>	1 608	1 586
Called up share capital	41	41
Share premium account	94	94
Capital redemption reserve	11	11
Other reserves	(489)	(281)
Profit retained	1 951	1 721
<b>Total capital employed</b>	1 618	1 596

As permitted by Section 230 of the United Kingdom Companies Act 1985, an entity profit and loss account is not included as part of the published company accounts for PLC. Under the terms of Financial Reporting Standard 1 (revised 1996) 'Cash Flow Statements' (FRS 1) a cash flow statement is not included, as the cash flows are included in the consolidated cash flow statement of the Unilever Group.

On behalf of the Board of Directors

**M Treschow** Chairman  
**P Polman** Chief Executive Officer  
 3 March 2009

## Notes to the company accounts Unilever PLC

**Accounting information and policies****Basis of preparation**

The accounts have been prepared in accordance with applicable United Kingdom accounting standards and the United Kingdom Companies Act 1985.

The accounts are prepared under the historical cost convention as modified by the revaluation of financial assets classified as 'available-for-sale investments', 'financial assets at fair value through profit or loss', and 'derivative financial instruments' in accordance with the accounting policies set out below which have been consistently applied.

**Accounting policies**

The principal accounting policies are as follows:

**Intangible assets**

Intangible assets comprise trademarks purchased after 1 January 1998 and are amortised in the profit and loss account over their expected useful lives of up to a maximum of 20 years. They are subject to review for impairment in accordance with United Kingdom Financial Reporting Standard 11 'Impairment of Fixed Assets and Goodwill' (FRS 11). Any impairment is charged to the profit and loss account as it arises.

**Fixed asset investments**

Shares in group companies are stated at cost less any amounts written off to reflect a permanent impairment. Any impairment is charged to the profit and loss account as it arises.

**Financial instruments**

The company's accounting policies under United Kingdom generally accepted accounting principles (UK GAAP) namely FRS 25 'Financial Instruments: Presentation', FRS 26 'Financial Instruments: Measurement' and FRS 29 'Financial Instruments: Disclosures' are the same as the Unilever Group's accounting policies under International Financial Reporting Standards (IFRS) namely IAS 32 'Financial Instruments: Presentation', IAS 39 'Financial Instruments: Recognition and Measurement' and IFRS 7 'Financial Instruments: Disclosures'. The policies are set out under the heading 'Financial instruments' in note 1 to the consolidated accounts on pages 85 and 86. PLC is taking the exemption for not providing all the financial instruments disclosures, because IFRS 7 disclosures are given in note 17 to the consolidated accounts on pages 108 to 113.

**Deferred taxation**

Full provision is made for deferred taxation on all significant timing differences arising from the recognition of items for taxation purposes in different periods from those in which they are included in the company's accounts. Full provision is made at the rates of tax prevailing at the year end unless future rates have been enacted or substantively enacted. Deferred tax assets and liabilities have not been discounted.

**Shares held by employee share trusts**

Shares held to satisfy options are accounted for in accordance with UK GAAP, namely FRS 25 'Financial Instruments: Presentation' and Urgent Issues Task Force abstract 38 'Accounting for ESOP Trusts' (UITF 38). All differences between the purchase price of the shares held to satisfy options granted and the proceeds received for the shares, whether on exercise or lapse, are charged to other reserves.

**Dividends**

Under Financial Reporting Standard 21 'Events after the Balance Sheet Date' (FRS 21), proposed dividends do not meet the definition of a liability until such time as they have been approved by shareholders at the Annual General Meeting. Therefore, we do not recognise a liability in any period for dividends that have been proposed but will not be approved until after the balance sheet date. This holds for external dividends as well as intra-group dividends paid to the parent company.

## Notes to the company accounts Unilever PLC

<b>Fixed asset investments</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
Shares in group companies <sup>(a)</sup>	<b>4 393</b>	2 294

(a) The only movement in the year is an additional investment in a group company.

<b>Debtors</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
<b>Due within one year:</b>		
Amounts owed by group companies	<b>593</b>	1 562
Amounts owed by undertakings in which the company has a participating interest	–	1
Other	<b>2</b>	2
	<b>595</b>	1 565

<b>Due after more than one year:</b>		
Amounts owed by group companies	–	3
	–	3

<b>Creditors</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
<b>Due within one year:</b>		
Amounts owed to group companies	<b>3 273</b>	2 162
Taxation and social security	<b>100</b>	123
Other	–	1
Accruals and deferred income	<b>6</b>	–
	<b>3 379</b>	2 286

<b>Provisions for liabilities and charges (excluding pensions and similar obligations)</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
Deferred taxation	<b>10</b>	10

**Ordinary share capital**

Information on the consolidation of ordinary shares is given in note 22 to the consolidated accounts on page 122.

<b>Other reserves</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
1 January	<b>(281)</b>	(353)
Change in book value of shares	<b>(208)</b>	72
31 December	<b>(489)</b>	(281)

<b>Profit retained</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
1 January	<b>1 721</b>	1 548
Profit for the year	<b>931</b>	803
Final dividend 2007 on ordinary and deferred shares	<b>(439)</b>	–
Interim dividend 2008 on ordinary and deferred shares	<b>(262)</b>	–
Final dividend 2006 on ordinary and deferred shares	–	(412)
Interim dividend 2007 on ordinary and deferred shares	–	(218)
31 December	<b>1 951</b>	1 721

**Contingent liabilities**

Contingent liabilities are not expected to give rise to any material loss and include guarantees given for group companies. The estimated total of such liabilities at 31 December 2008 was some £7 905 million (2007: £4 372 million) of which £4 319 million (2007: £2 720 million) was also guaranteed by NV. The fair value of such guarantees is not significant in either 2007 or 2008. The guarantees issued to other companies were immaterial.

**Remuneration of auditors**

The parent company accounts of Unilever PLC are required to comply with The Companies (Disclosure of Auditor Remuneration) Regulations 2005. Auditors' remuneration in respect of Unilever PLC is included within the disclosures in note 32 on page 136.

<b>Profit appropriation</b>	<b>£ million</b>	<b>£ million</b>
	<b>2008</b>	<b>2007</b>
Profit for the year (available for distribution)	<b>931</b>	803
Interim dividend already paid	<b>(262)</b>	(218)
To profit retained	<b>669</b>	585

**Post balance sheet event**

The directors propose a final dividend of 40.19 per share (totalling £503 million) out of the profits retained for the year ended 31 December 2008. The dividend will be submitted for formal approval at the Annual General Meeting to be held on 13 May 2009. In accordance with FRS 21, these financial statements do not reflect this dividend payable, which will be accounted for in shareholders' equity as an appropriation of retained earnings in the year ending 31 December 2009. During 2008, a final dividend of 34.11p per share (totalling £439 million) was paid in respect of the dividend declared for the year ended 31 December 2007.

## Further statutory and other information Unilever PLC

### Employee involvement and communication

Unilever's UK companies maintain formal processes to inform, consult and involve employees and their representatives. A high proportion of the United Kingdom sites are accredited to the Investors in People standard. Our sites also use tools such as Total Productive Maintenance which rely heavily on employee involvement, contribution and commitment.

A National Consultative Council covering employees and management representatives exists to provide a forum for discussing issues relating to the United Kingdom. A European Works Council, embracing employee and management representatives from countries within Europe, has been in existence for several years and provides a forum for discussing issues that extend across national boundaries.

The directors' reports of the United Kingdom group companies contain more details about how they have communicated with their employees during 2008.

### Equal opportunities and diversity

The heads of all operating companies and units in the UK have committed their businesses to achieving greater diversity. Every Unilever company in the United Kingdom has an equal opportunities policy and actively pursues equality of opportunity for all employees.

Our equal opportunities policy is designed, among other things, to ensure that people with disabilities, and other under-represented groups, are given the same training, development and prospects as other employees. Every effort is also made to retrain and support employees who become disabled while working within the Group.

The company carries out regular employee monitoring surveys. The company continues to review ways in which greater diversity can be achieved in recruitment and selection.

The company continues to put in place policies which promote the achievement of diversity in the business. We have policies on home working, flexible working, maternity and paternity leave, child care provision and career breaks, which help us to meet this objective.

### Charitable and other contributions

Unilever collates the cost of its community involvement activities using the London Benchmarking Group model. The model recommends the separation of charitable donations, community investment, commercial initiatives in the community and management costs relating to the programme of activity.

During 2008 UK group companies made a total contribution of £6.0 million, analysed as follows:

- Charitable donations: £0.7 million.
- Community investment: £0.6 million.
- Commercial initiatives in the community: £4.5 million.
- Management costs: £0.2 million.

No donation or contribution was made or expenditure incurred for political purposes.

### Supplier payment policies

Individual operating companies are responsible for agreeing the terms and conditions under which business transactions with their suppliers are conducted. The directors' reports of the United Kingdom operating companies give information about their supplier payment policies as required by the UK Companies Act 1985. PLC, as a holding company, does not itself make any relevant payments in this respect.

### Auditors and disclosure of information to auditors

A resolution will be proposed at the AGM on 13 May 2009 for the re-appointment of PricewaterhouseCoopers LLP as auditors of PLC. The present appointment will end at the conclusion of the AGM.

To the best of each of the Directors' knowledge and belief, and having made appropriate enquiries of other officers of the Unilever Group, all information relevant to enabling the auditors to provide their opinions on PLC's consolidated and parent company accounts has been provided. Each of the Directors has taken all reasonable steps to ensure their awareness of any relevant audit information and to establish that the company's auditors are aware of any such information.

### Authority to purchase own shares

At the AGM of PLC held on 14 May 2008, authority was given pursuant to Article 64 of the PLC Articles of Association to make market purchases of PLC ordinary shares of 3½p each, to a maximum of 290 million shares. This authority will expire at the AGM on 13 May 2009, and a resolution will be proposed to renew the authority. On 1 August 2008, Unilever PLC announced that it had purchased 15 140 779 Unilever PLC ordinary shares under this authority.

Details of shares purchased by an employee share trust and Unilever group companies to satisfy options granted under PLC's employee share schemes are given in the report of the Remuneration Committee on page 71 and in note 29 to the consolidated accounts on pages 133 to 134.

### Directors' report of PLC and limitations of liability

For the purposes of Section 234 of the Companies Act 1985, the Directors' Report of Unilever PLC for the year ended 31 December 2008 comprises this and the following page and the information contained in the report of the Directors on pages 2 to 76 which includes the Company's position on environment and corporate responsibility matters, the report of the Remuneration Committee in respect of Directors' interests in shares or debentures of the Group on pages 71 and 73, Dividends on page 97, Principal group companies and non-current investments on pages 140 and 141, significant shareholders of PLC as disclosed on page 153, and financial instruments and treasury risk management on page 108. The information required to be given pursuant to Section 992 of the UK Companies Act 2006 is covered elsewhere in this Annual Report.

The Directors' Report has been drawn up and presented in accordance with and in reliance upon English company law and liabilities of the Directors in connection with that report shall be subject to the limitations and restrictions provided by such law.

## Further statutory and other information Unilever PLC

Under the Companies Act 2006, a safe harbour limits the liability of Directors in respect of statements in and omissions from the Directors' Report. Under English Law the Directors would be liable to Unilever (but not to any third party) if the Directors' Report contains errors as a result of recklessness or knowing misstatement or dishonest concealment of a material fact, but would not otherwise be liable.

### Business review

The UK Companies Act 2006 requires Unilever PLC to set out in this report a fair review of the business of the Group during the financial year ended 31 December 2008 including a description of the principal risks and uncertainties facing the Group and an analysis of the position of the Group's business at the end of the financial year, known as a 'Business review'.

The information that fulfils the current Business review requirements can be found on the following pages of this Annual Report which are incorporated into this report by reference:

- a description of the principal risks and uncertainties facing the Group see pages 25 to 27;
- the development and performance of the Group's business during the year see pages 29 to 43;
- the position of the Group's business at the end of the year see pages 36 and 82;
- key performance indicators see page 20;
- other key indicators see pages 20 and 21;
- main trends and factors likely to affect the future development, performance and position of the Group see page 25;
- environmental matters and policy, including the impact of the Group's business on the environment see pages 14 to 17;
- employee matters and policy see pages 13, 23 and 151; and
- a statement that the Directors do not believe that there are any contracts or other arrangements which are essential to the business of the Group is given on page 54.

### Corporate Centre

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### Unilever PLC Registrars

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Bristol BS99 6ZY

### By Order of the Board

#### S H M A Dumoulin

Secretary of Unilever PLC  
3 March 2009