

**UNILEVER N.V.**  
**Issue of U.S.\$450,000,000 3.125 per cent Fixed Rate Notes due 11 February 2013**  
**Guaranteed by UNILEVER PLC and UNILEVER UNITED STATES, INC.**  
**under the U.S.\$15,000,000,000 Debt Issuance Programme**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Information Memorandum dated 11 May 2009 (the "Information Memorandum") which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "Prospectus Directive"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Information Memorandum.

Full information on the Issuer, the Guarantors and the Notes described herein is only available on the basis of a combination of this Final Terms and the Information Memorandum. The Information Memorandum is available for viewing at Unilever N.V., Weena 455, 3013 AL, Rotterdam, at Unilever PLC, Unilever House, 100 Victoria Embankment, London EC4Y 0DY, at Deutsche Bank AG, London Branch at Winchester House, 1 Great Winchester Street, London EC2N 2DB and ABN AMRO Bank N.V. Kemelstede 2, 4817 ST Breda, The Netherlands, and at [www.londonstockexchange.com/en-gb/pricesnews/marketnews/](http://www.londonstockexchange.com/en-gb/pricesnews/marketnews/), and copies may be obtained from Unilever N.V. at Weena 455, 3013 AL, Rotterdam and Unilever PLC at Unilever House, 100 Victoria Embankment, London EC4Y 0DY.

**PART A – CONTRACTUAL TERMS**

Series No.:	34
Tranche No.:	1
Issuer:	Unilever N.V. (incorporated under the laws of The Netherlands and having its corporate seat in Rotterdam, The Netherlands)
Status of Notes:	Senior, Unsecured
Guarantors:	Unilever PLC and Unilever United States, Inc.
Title of Notes:	U.S.\$450,000,000 3.125 per cent Fixed Rate Notes due 11 February 2013
Lead Managers (syndicated issues):	Morgan Stanley & Co. International plc UBS Limited
Co-Lead Manager(s) (syndicated issues):	Banco Santander, S.A. Citigroup Global Markets Limited Deutsche Bank AG, London Branch Goldman Sachs International HSBC Bank plc J.P. Morgan Securities Ltd. Mizuho International plc The Royal Bank of Scotland plc
Specified currency:	U.S.\$
Aggregate principal amount of Tranche/Series:	U.S.\$450,000,000

Issue Date: 11 June 2009  
Issue Price: 99.882 per cent. of the aggregate principal amount  
Management and underwriting commission: 0.20 per cent. of the principal amount of the Notes  
Fixed re-offer price: 99.882 per cent. of the aggregate principal amount  
Type of Note: Fixed Rate Note

This Tranche of Notes will be represented upon issue by a Temporary Global Note. On or after the Exchange Date and provided certification as to beneficial ownership thereof as required by U.S. Treasury regulations has been received, interests in the Temporary Global Note may be exchanged for interests recorded in the records of ICSDs in a Permanent Global Note

The Permanent Global Note will be exchangeable in whole (but not in part only) for Definitive Notes in bearer form (i) if any Note of the Series becomes due and repayable following an Event of Default and is not duly redeemed (and the funds required for such redemption are not available to the Principal Paying Agent for the purposes of effecting such redemption) by 6:00 p.m. (London time) on the thirtieth day after the time at which such Notes become immediately redeemable, or (ii) if either Euroclear Bank S.A./N.V. or Clearstream Banking société anonyme or the operator of any other relevant clearing system should cease to operate as a clearing system (other than by reason of public holidays) or should announce an intention to permanently cease business, and it shall not be practicable to transfer the Notes to another clearing system within 90 days

New Global Note: Yes  
Denomination(s): U.S.\$2,000 and integral multiples of U.S.\$1,000 in excess thereof  
Calculation Amount: U.S.\$1,000  
Interest: Interest-bearing.  
Condition 6A (Fixed Rate) shall apply  
Fixed Interest Payment Dates:  
Payable annually in arrear on 11 February of each year, subject to the Following Business Day Convention.  
There will be a short first interest period from and including the Issue Date to but excluding 11 February 2010.  
The final interest payment shall be payable on 11 February 2013.  
Rate of interest per annum: 3.125 per cent.  
Day Count Fraction Actual/Actual(ICMA)  
Maturity Date: 11 February 2013

Tax Early Redemption Amount:	U.S.\$1,000 per Calculation Amount.
	Date after which, upon any changes etc. in the laws or regulations etc. of the Issuer's jurisdiction of incorporation etc. becoming effective, the Issuer is entitled to redeem the Notes early for tax reasons: 11 June 2009
Notices:	So long as the Notes are listed on Eurolist by Euronext, any notice to the Holder of the Notes shall be given (when relating to Notes issued by Unilever N.V., in Dutch unless dispensation to use another language was obtained from Euronext Amsterdam, when relating to Notes issued by Unilever PLC or Unilever Japan (Holdings) K.K., in Dutch, English, French or German) in the official list ( <i>Prijscourant</i> ) of Euronext Amsterdam or another publication accepted for such purpose by Euronext Amsterdam.
Stabilising Manager:	Morgan Stanley & Co. International plc UBS Limited
Date of Subscription Agreement:	8 June 2009
Non-exempt Offer:	Not applicable
Additional Selling restrictions:	<b>Switzerland</b>  The Notes may not and will not be publicly offered, sold, advertised, distributed or re-distributed, directly or indirectly, in or from the Swiss Confederation ( <b>Switzerland</b> ), and neither the Information Memorandum, this document nor any other solicitation for investments in the Notes may be communicated, distributed or otherwise made available in Switzerland in any way that could constitute a public offering within the meaning of articles 1156 or 652a of the Swiss Code of Obligations or of article 3 of the Swiss Collective Investment Schemes Act. The Information Memorandum does not constitute a public offering prospectus within the meaning of articles 1156 and 652a of the Swiss Code of Obligations and may not comply with the information standards required thereunder. The Issuer has not applied for a listing of the Notes on the SIX Swiss Exchange or any other regulated securities market in Switzerland, and consequently, the information presented in the Information Memorandum and this document does not necessarily comply with the information standards set out in the listing rules of the SIX Swiss Exchange.  <i>(Note that the Swiss selling restrictions are in addition to the selling restrictions set out under the heading, "Subscription and Sale" in the Information Memorandum).</i>
Board Approval for issuance	The establishment of the U.S.\$15,000,000,000 Debt Issuance

of Notes and Guarantee  
obtained:

Programme (the "**Programme**") was approved by the Executive Committee of the Board of Directors of Unilever United States, Inc. on 18<sup>th</sup> July 1994. The increase in the Programme amount from U.S.\$2,000,000,000 to U.S.\$3,000,000,000 was approved by the Executive Committee of the Board of Directors of Unilever United States, Inc. on 8<sup>th</sup> July 1996. The increase in the Programme amount from U.S.\$3,000,000,000 to U.S.\$5,000,000,000 was approved by the Board of Directors of Unilever United States, Inc. on 3<sup>rd</sup> November 1998. The increase in the Programme amount from U.S.\$5,000,000,000 to U.S.\$15,000,000,000 was approved by the sole Director of Unilever United States, Inc. on 20<sup>th</sup> June 2000.

The Committee of the Board of Directors of Unilever N.V. authorised the issue from time to time of Notes under the Programme on 1<sup>st</sup> May 2009. The Committee of Directors of Unilever PLC authorised the guarantee of Notes under the Programme on 1<sup>st</sup> May 2009. The Board of Directors of Unilever United States, Inc. approved to guarantee any Notes issued under the Programme by Unilever NV on 29<sup>th</sup> April 2009.

These Final Terms comprise the final terms required to list and have admitted to trading this issue of Notes pursuant to the U.S.\$15,000,000,000 Debt Issuance Programme of Unilever N.V., Unilever PLC and Unilever Japan Holdings K.K.

The Issuer and the Guarantors accept responsibility for the information in this Final Terms.

Signed on behalf of the Issuer:

Signed on behalf of the Guarantors:

**UNILEVER N.V.**, having its corporate seat in Rotterdam, The Netherlands

By: *R.C. Heall* Date: *8/6/09*

Title: *DULY AUTHORIZED ATTORNEY*

**UNILEVER PLC**

By: *R.C. Heall* Date: *8/6/09*

**UNILEVER UNITED STATES, INC.**

By: *R.C. Heall* Date: *8/6/09*

## **PART B – OTHER INFORMATION**

### **1. Listing and admission to trading**

The Official List of the U.K. Listing Authority and Eurolist by NYSE Euronext. Listing is expected to become effective on 11 June 2009.

Application has been made for the Notes to be admitted to trading on the London Stock Exchange with effect from 11 June 2009.

Application has been made for the Notes to be admitted to trading on Euronext, Amsterdam with effect from 11 June 2009.

### **2. Rating**

The Notes to be issued have been rated:

Standard & Poor's Rating Services, a division of The McGraw Hill Companies, Inc. ("**S&P**"): A+

As defined by S&P, an obligation rated "A" is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the Issuer's capacity to meeting its financial commitment on the obligation is still strong. The addition of a plus (+) or minus (-) sign to a rating shows the relative standing within the major rating categories.

Moody's Investors Service Limited ("**Moody's**"): A1

As defined by Moody's, obligations rated "A" are considered upper-medium grade and are subject to low credit risk. Moody's appends numerical modifiers 1, 2 and 3 to each generic rating classification from Aa to Caa. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category.

### **3. Interests of natural and legal persons involved in Issue**

Save as discussed in "Subscription and Sale" section of the Information Memorandum, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### **4. Notification**

The U.K. Listing Authority has provided the Authority for Financial Markets in the Netherlands with a certificate of approval attesting that the Information Memorandum has been drawn up in accordance with the Prospectus Directive.

### **5. Reasons for the offer, estimated net proceeds and total expenses:**

(i) Reasons for the offer                      To raise funds for the general purposes of the Unilever Group.

(ii) Estimated net proceeds                  U.S.\$448,569,000

(iii) Estimated total expenses €175,000  
(€125,000 ratings agency fees)  
(€9,000 listing fees)  
(€41,000 professional fees)

## 6. Yield

Indication of yield: 3.163 per cent.

As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

## 7. Operational Information

The relevant ISIN: XS0433029906

The relevant Euroclear and  
Clearstream, Luxembourg  
Common Code: 043302990

Principal Paying Agent: Deutsche Bank AG, London Branch

Paying Agents: ABN AMRO Bank N.V.  
BNP Paribas Securities Services  
Deutsche Bank Luxembourg S.A.

Intended to be held  
in a manner which  
would allow Eurosystem  
eligibility: Yes

Note that the designation "Yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any time during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

## 8. Terms And Conditions Of The Offer

Offer Price: The Issuer has offered and will sell the Notes to the Managers (and no one else) at the Issue Price of 99.882 per cent. less a total commission and concession of 0.20 per cent. of the aggregate principal amount of the Notes. The Managers will offer and sell the Notes to their customers in accordance with arrangements in place between the Managers and their customers by reference to the Issue Price and market conditions prevailing at the time.

Conditions to which the offer The offer of Notes to the Managers is conditional on the issue

is subject:	of the Notes.
Description of the application process:	Not Applicable
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not Applicable
Details of the minimum and/or maximum amount of application:	Not Applicable
Details of the method and time limits for paying up and delivering the Notes:	The Notes will be issued on the Issue Date against payment to the Issuer of the net subscription monies.
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
Categories of potential investors to which the Notes are offered and whether tranche(s) have been reserved for certain countries:	The Issuer has offered and will sell the Notes to the Managers (and no-one else).
Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	Not Applicable
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:	None