

Date: 5 MAY 2011

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Signed: 1. J. Bales

Unilever N.V.

(guaranteed on a joint and several basis by Unilever PLC and
Unilever United States, Inc.)

and

Unilever PLC

(guaranteed on a joint and several basis by Unilever N.V.
and Unilever United States, Inc.)

and

Unilever Japan Holdings K.K.

(guaranteed on a joint and several basis by Unilever N.V. and Unilever PLC)



U.S.\$15,000,000,000 Debt Issuance Programme

This Information Memorandum replaces and supersedes the Information Memorandum dated 6th May 2010.

This Information Memorandum has been approved by the United Kingdom Financial Services Authority (the “**U.K. Listing Authority**”), which is the United Kingdom competent authority for the purposes of Directive 2003/71/EC, as amended from time to time, (the “**Prospectus Directive**”) and relevant implementing measures in the United Kingdom, as a base prospectus issued in compliance with the Prospectus Directive and relevant implementing measures in the United Kingdom for the purpose of giving information with regard to the issue of medium term notes and other debt instruments (“**Notes**”) under the debt issuance programme described herein (the “**Programme**”) during the period of 12 months after the date hereof. Application has been made to the U.K. Listing Authority for such Notes to be admitted to the Official List of the U.K. Listing Authority (the “**Official List**”). Application has also been made to the London Stock Exchange plc (the “**London Stock Exchange**”) for Notes issued under the Programme during the period of 12 months from the date of this document to be admitted to trading on the London Stock Exchange’s Regulated Market. The London Stock Exchange’s Regulated Market is a regulated market for the purposes of Directive 2004/39/EC (the “**Markets in Financial Instruments Directive**”). The U.K. Listing Authority has been requested to provide a certificate of approval and a copy of this document to the relevant competent authority in The Netherlands. The Programme also permits Notes to be admitted to listing, trading and/or quotation by such other or further listing authorities, stock exchanges and/or quotation systems as may be agreed with the relevant Issuer, including NYSE Euronext in Amsterdam (“**Euronext Amsterdam**”).

Any person (an “**Investor**”) intending to acquire or acquiring any securities from any person (an “**Offeror**”) should be aware that, in the context of an offer to the public as defined in Section 102B of the Financial Services and Markets Act 2000 (“**FSMA**”), the Issuers may be responsible to the Investor for the Information Memorandum under Section 90 of FSMA, only if the Issuers have authorised that Offeror to make the offer to the Investor. Each Investor should therefore enquire whether the Offeror is so authorised by the Issuers. If the Offeror is not authorised by the Issuers, the Investor should check with the Offeror whether anyone is responsible for the Information Memorandum for the purposes of Section 90 of FSMA in the context of an offer to the public, and, if so, who that person is. If the Investor is in any doubt about whether it can rely on the Information Memorandum and/or who is responsible for its contents, it should take legal advice. This paragraph should be read in conjunction with the sixth paragraph on the second page of this Information Memorandum.

See “**Risk Factors**” on page 10 for a discussion of certain factors to be considered in connection with an investment in the Notes.

The Arranger

UBS Investment Bank

The Dealers

Citi

HSBC

Morgan Stanley

UBS Investment Bank

The Principal Paying Agent

Deutsche Bank

Deutsche Bank

J.P. Morgan Cazenove

Santander Global Banking & Markets

Goldman Sachs International

Mizuho International plc

The Royal Bank of Scotland