



## UNILEVER N.V. ROTTERDAM

**UNILEVER N.V.**

*(with registered office in Rotterdam)*

### **Redenomination of shares and depositary receipts in euro, stock split and dematerialisation**

On 8 May 2006, the Annual General Meeting of shareholders of Unilever N.V. among other things resolved to amend the articles of association as a result of which the nominal value of all shares will be converted into euros and the ordinary shares will be split.

Under the suspensive condition that the required deeds of amendment of the articles of association and administration conditions take effect, the undersigned hereby announce that on 22 May 2006:

- the (depositary receipts for) ordinary shares in Unilever N.V. with a nominal value of NLG 1.12 will be redenominated in (depositary receipts for) ordinary shares with a nominal value of EUR 0.48; immediately afterwards, each of these (depositary receipts for) ordinary shares with a nominal value EUR 0.48 will be split into three (depositary receipts for) ordinary shares with a nominal value of EUR 0.16 each;
- the 7% cumulative preference shares with a nominal value of NLG 1,000 each will be redenominated in 7% cumulative preference shares with a nominal value of EUR 428.57 (with the accompanying depositary receipts for subshares being redenominated proportionally);
- the 6% cumulative preference shares with a nominal value of NLG 1,000 will be redenominated in cumulative preference shares with a nominal value of EUR 428.57. These shares are tradeable in the form of subshares with a nominal value of NLG 100.00. The subshares will be redenominated proportionally; and
- the 4% cumulative preference shares with a nominal value of NLG 100 will be redenominated in cumulative preference shares with a nominal value of EUR 42.86.

Hereinafter, the depositary receipts referred to above will be defined as "Depositary Receipts"; and the shares referred to above will be defined as "Shares".

Under the suspensive condition that the required deeds of amendment of the articles of association and administration conditions take effect, all securities will henceforth be in registered form. In connection therewith, the outstanding Depositary Receipts in bearer form and the outstanding Shares in bearer form that are held in custody by Euroclear Nederland, the central institute referred to in the Securities Giro Act (Wet giraal effectenverkeer), will on 22 May 2006 be registered in the register of depositary receipt holders and the register of shareholders respectively in the name of Euroclear Nederland as belonging to the giro deposits of the relevant class of securities (the "Dematerialisation").

### **Bearer certificates: conversion of bearer securities into registered securities and surrender of bearer certificates**

Holders of Depositary Receipts in bearer form and/or Shares in bearer form who have given their Depositary Receipts and/or Shares in custody with a bank or broker do not need to take any action themselves in connection with the redenomination in euro, stock split and Dematerialisation.

Investors holding Depositary Receipts and/or Shares in the form of individual bearer certificates, with talon and separate dividend coupons ("K certificates") should surrender their bearer certificates with talon and all separate dividend coupons to N.V. Algemeen Nederlands Trustkantoor ANT("ANT"), Herengracht 420, 1017 BZ Amsterdam, the Netherlands, mentioning the number of a securities account in their name and the name of the financial institution where this account is held. Persons surrendering certificates to have these included in the giro deposit may be charged a surrender fee.

#### **Registered shares without share certificates: amendment of registration**

Holders of registered shares who have been recorded in the register of shareholders but who have not been issued share certificates do not need to take any action in connection with the redenomination in euro and the stock split. The company will amend the entry in the register of shareholders.

#### **Registered shares with share certificates: surrender of share certificates and amendment of registration**

Holders of registered shares who have been recorded in the register of shareholders and who have been issued share certificates (New York shares) do not need to take any action in connection with the redenomination in euro, the stock split and Dematerialisation. They will receive two additional shares in book entry form (DRS) for each share held. Share certificates denominated in NLG 1.12 will after the redenomination and the stock split be considered to relate to one registered share with a nominal value of EUR 0.16. Additional share certificates will not be issued.

#### **Dematerialisation of registered shares**

Holders of registered shares with or without share certificates who wish to convert their shares into dematerialised registered shares should inform ANT in writing and surrender their share certificates, mentioning the number of a securities account in their name and the name of the financial institution where this account is held. The company will then amend the entry in the register of shareholders.

#### **Listing**

The undersigned have requested Euronext Amsterdam N.V. to quote the Depositary Receipts and Shares listed on Eurolist by Euronext Amsterdam with effect from 22 May 2006 in the new nominal values, and only in dematerialised form and - with regard to (depositary receipts for) ordinary shares - taking into account the split.

The new securities codes and ISIN codes will be as follows:

Securities name	Securities code	ISIN Code
Ordinary shares	38861	NL0000388619
Depositary receipts for ordinary shares	00935	NL0000009355
7% cumulative preference shares	38872	NL0000388726
Depositary receipts for 7% cumulative preference shares (subshares)	38868	NL0000388684
6% cumulative preference shares (subshares)	38874	NL0000388742
4% cumulative preference shares	38882	NL0000388825

#### **Information**

In connection with the above, ABN AMRO Bank N.V. together with Euroclear Nederland will arrange, with effect from 22 May 2006, for Depositary Receipts and/or Shares held in custody by Euroclear Nederland to be converted into dematerialised registered depositary receipts and dematerialised registered shares with new nominal values.

Bearer Depositary Receipts and/or Shares surrendered by a bank or broker must be accompanied by a list of security numbers. The securities must be surrendered in the order of the numbers on the list.

Rotterdam  
Unilever N.V.  
15 May 2006

Amsterdam  
Stichting Administratiekantoor Unilever N.V.