

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2011 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☐ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☐		
D Check box if filing under:	☒ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>UNILEVER SAVINGS PLAN FOR PUERTO RICO EMPLOYEES</u>	1b Three-digit plan number (PN) ►	<u>010</u>	
	1c Effective date of plan	<u>01/01/2003</u>	
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>UNILEVER UNITED STATES, INC</u> <u>BENEFITS DEPARTMENT</u> <u>800 SYLVAN AVE</u> <u>ENGLEWOOD CLIFFS, NJ 07632</u>	2b Employer Identification Number (EIN) <u>13-2915928</u>	2c Sponsor's telephone number <u>201-894-4000</u>	2d Business code (see instructions) <u>311900</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/15/2012</u>	<u>PASCALE THOMAS</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2011)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")

BENEFITS ADMINISTRATION COMMITTEE
 BENEFITS DEPARTMENT
 800 SYLVAN AVE
 ENGLEWOOD CLIFFS, NJ 07632

3b Administrator's EIN
 01-9616810

3c Administrator's telephone number
 201-894-7035

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5 Total number of participants at the beginning of the plan year

5

596

6 Number of participants as of the end of the plan year (welfare plans complete only lines **6a**, **6b**, **6c**, and **6d**).

a Active participants.....

6a

84

b Retired or separated participants receiving benefits.....

6b

2

c Other retired or separated participants entitled to future benefits.....

6c

259

d Subtotal. Add lines **6a**, **6b**, and **6c**.....

6d

345

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....

6e

0

f Total. Add lines **6d** and **6e**.....

6f

345

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....

6g

334

h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....

6h

29

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)

7

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2F 2G 2J 2K 3C 2E 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:**9a** Plan funding arrangement (check all that apply)

- (1) ☐ Insurance
 (2) ☐ Code section 412(e)(3) insurance contracts
 (3) ☒ Trust
 (4) ☐ General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- (1) ☐ Insurance
 (2) ☐ Code section 412(e)(3) insurance contracts
 (3) ☒ Trust
 (4) ☐ General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)**a Pension Schedules**

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☐ **0** **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☒ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2011
		This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>UNILEVER SAVINGS PLAN FOR PUERTO RICO EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>010</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>UNILEVER UNITED STATES, INC</u>	D Employer Identification Number (EIN) <u>13-2915928</u>

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
THE VANGUARD GROUP, INC

23-1945930

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
CAPITAL RESEARCH AND MANAGEMENT COM 1 MARKET, STEWART TOWER
SUITE 1800
SAN FRANCISCO, CA 94105

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
PACIFIC INVESTMENT MANAGEMENT COMPA

33-0629048

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
INVESCO

58-1707262

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 37 65	NONE	44185	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2011</div> This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>UNILEVER SAVINGS PLAN FOR PUERTO RICO EMPLOYEES</u>	B Three-digit plan number (PN) ►	<u>010</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>UNILEVER UNITED STATES, INC</u>	D Employer Identification Number (EIN) <u>13-2915928</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT INCOME T</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083967-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10015</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT 2005 TRU</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083965-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>19165</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT 2010 TRU</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083954-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>96356</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT 2015 TRU</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083984-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>671250</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT 2020 TRU</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083982-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>694836</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT 2025 TRU</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083980-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>993142</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>VANGUARD TARGET RETIREMENT 2030 TRU</u>				
b Name of sponsor of entity listed in (a): <u>VANGUARD</u>				
c EIN-PN <u>90-6083978-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1057416</u>		

a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD TARGET RETIREMENT 2035 TRU**b** Name of sponsor of entity listed in (a): VANGUARD

c EIN-PN 90-6083976-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1124073
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a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD TARGET RETIREMENT 2040 TRU**b** Name of sponsor of entity listed in (a): VANGUARD

c EIN-PN 90-6083974-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 456247
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a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD TARGET RETIREMENT 2045 TRU**b** Name of sponsor of entity listed in (a): VANGUARD

c EIN-PN 90-6083972-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 298999
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a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD TARGET RETIREMENT 2050 TRU**b** Name of sponsor of entity listed in (a): VANGUARD

c EIN-PN 90-6083970-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 38334
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a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO GROUP TRUST FOR RETIREMENT**b** Name of sponsor of entity listed in (a): INVESCO NATIONAL TRUST COMPANY

c EIN-PN 61-1246990-215	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2006124
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a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO GROUP TRUST FOR RETIREMENT**b** Name of sponsor of entity listed in (a): INVESCO NATIONAL TRUST COMPANY

c EIN-PN 61-1246990-205	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 662622
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a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO GROUP TRUST FOR RETIREMENT**b** Name of sponsor of entity listed in (a): INVESCO NATIONAL TRUST COMPANY

c EIN-PN 61-1246990-208	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 635300
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2011
		This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011		
A Name of plan UNILEVER SAVINGS PLAN FOR PUERTO RICO EMPLOYEES	B Three-digit plan number (PN) ►	010
C Plan sponsor's name as shown on line 2a of Form 5500 UNILEVER UNITED STATES, INC	D Employer Identification Number (EIN) 13-2915928	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	13262	7175
(2) Participant contributions	1b(2)	16178	8541
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	42481	57389
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	1012000	790793
(9) Value of interest in common/collective trusts.....	1c(9)	8963579	8763879
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	582609	472435
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	10630109	10100212

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	10630109	10100212
---	-----------	----------	----------

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	430915	
(B) Participants	2a(1)(B)	725835	
(C) Others (including rollovers)	2a(1)(C)	23014	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1179764
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	48830	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		48830
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	14971	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		14971
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		86071
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-2654
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		1326982

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2372962	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		2372962
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	46017	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		46017
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		2418979

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-1091997
l Transfers of assets:			
(1) To this plan.....	2l(1)		562100
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS

(2) EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>UNILEVER SAVINGS PLAN FOR PUERTO RICO EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>010</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>UNILEVER UNITED STATES, INC</u>	D Employer Identification Number (EIN) <u>13-2915928</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>66-0563828</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. Complete as many entries as needed to report all applicable employers.

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____



Unilever Savings Plan for Puerto Rico Employees

**Financial Statements and Supplemental Schedule
December 31, 2011 and 2010**

Unilever Savings Plan for Puerto Rico Employees

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*Note: All other schedules required by CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") have been omitted because they are not applicable.



Report of Independent Auditors

To the Participants and Administrator of
Unilever Savings Plan for Puerto Rico Employees

We were engaged to audit the financial statements and supplemental schedule of Unilever Savings Plan for Puerto Rico Employees (the "Plan") at December 31, 2011 and December 31, 2010 and for the year ended December 31, 2011, as listed in the accompanying index. These financial statements and schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Investments Institutional Operations Company, Inc. the custodian of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of December 31, 2011 and December 31, 2010 and for the year ended December 31, 2011, that the information provided to the plan administrator by the custodian is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and schedule taken as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and schedule, other than that derived from the information certified by the custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers, LLP

San Juan, Puerto Rico
October 12, 2012

CERTIFIED PUBLIC ACCOUNTANTS
(OF PUERTO RICO)
License No. 216 Expires Dec. 1, 2013
Stamp E43370 of the P.R. Society of
Certified Public Accountants has been
affixed to the file copy of this report

Unilever Savings Plan for Puerto Rico Employees
Statements of Net Assets Available for Benefits
December 31, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value	\$ 9,293,703	\$ 9,588,669
Receivables		
Notes receivable from participants	790,793	1,012,000
Employer's contributions	7,175	13,262
Participants' contributions	8,541	16,178
Total receivables	806,509	1,041,440
Net assets reflecting investments at fair value	10,100,212	10,630,109
Adjustment from fair value to contract value for fully benefit-responsive contracts	(214,674)	(167,730)
Net assets available for benefits	\$ 9,885,538	\$ 10,462,379

The accompanying notes are an integral part of these financial statements.

Unilever Savings Plan for Puerto Rico Employees
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2011

Additions

Additions to net assets attributable to

Investments income (loss)

Net depreciation in fair value of investments \$ (74,766)

Dividends and interests 126,210

Total investment income 51,444

Interest from notes receivable from participants 48,830

100,274

Contributions

Employer's 430,915

Participants' 748,849

Total contributions 1,179,764

Total additions 1,280,038

Deductions

Benefits paid to participants 2,372,962

Administrative expenses 46,017

Total deductions 2,418,979

Transfer from UNicare Savings Plan 562,100

Net decrease in net assets available for benefits (576,841)

Net assets available for benefits

Beginning of year 10,462,379

End of year \$ 9,885,538

The accompanying notes are an integral part of these financial statements.

Unilever Savings Plan for Puerto Rico Employees

Notes to Financial Statements

December 31, 2011 and 2010

1. Description of the Plan

The Unilever 1165(e) Employee Savings Plan was originally established effective January 1, 2003 by Chesebrough Ponds Manufacturing Co. in order to provide a retirement savings vehicle to its employees in Puerto Rico. Effective January 1, 2010, the Unilever 1165(e) Employee Savings Plan was amended to: (i) convert it into an individual designed plan; (ii) change the name to the Unilever Savings Plan for Puerto Rico Employees (the "Plan"); (iii) reflect the change in the sponsor to Unilever United States, Inc.; and, (iv) change certain provisions.

Due to the plan amendment referenced above, the recordkeeper and custodian changed from Community Bank N.A. to Fidelity Investments Institutional Operations Company, Inc. and the trustee changed from UBS Financial Services to Popular Fiduciary Services Division of Banco Popular de Puerto Rico. The investment elections for plan participants changed to the investments options detailed in Note 5.

On January 5, 2010, each Chesebrough Ponds Manufacturing Co. participant's investment elections offered by the Unilever 1165(e) Employee Savings Plan were directed or mapped to the new investment options of the Plan, as shown in the table below, unless participants' elected other options before December 28, 2009.

Previous Investment Options

AIM Mid-Cap Equity Fund
 Federated Prime Obligations Fund
 Bond Fund of America
 Growth Fund of America
 EuroPacific Growth Fund
 Investment Company of America Fund
 American Balanced Fund
 Mutual Quest Fund
 Franklin Rising Dividends Fund

New Investment Option

A Vanguard Target Retirement Date Collective Trust based on the participants' age, assuming a retirement date at age 65.

In addition, all employees of Unilever de Puerto Rico, Inc., previously participants in the UNICare Savings Plan, are now participants of this Plan going forward and all their previous balances in the UNICare Savings Plan were transferred to this Plan.

The following description of the Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan that is subject to the provisions of the Employee Retirement Income Security Act to 1974, as amended ("ERISA"). The Plan is sponsored by Unilever United States, Inc. (the "Company" or "Unilever US").

Unilever Savings Plan for Puerto Rico Employees

Notes to Financial Statements

December 31, 2011 and 2010

Eligibility

All employees of the Chesebrough Ponds Manufacturing Co. and Unilever de Puerto Rico, Inc. and any employee of the Company who is bona fide resident of the Commonwealth of Puerto Rico or who performs labor services primarily within the Commonwealth of Puerto Rico, regardless of residence for other purpose, scheduled to work twenty or more hours a week are eligible to participate in the Plan. Subject to the exceptions above, employees who are not regularly scheduled to work twenty or more hours a week can participate in the Plan after completing one year of service.

Contributions

Plan participants are permitted to make voluntary contributions to the Plan through payroll deductions. Before-tax contributions, representing 1165(a) contributions, are deposited in a "before-tax account" and after-tax contributions, where applicable, are deposited in an "after-tax account". The Puerto Rico Internal Revenue Code (Code) limits the before tax contributions for each participant to \$10,000 for the year 2011 and \$9,000 for the year 2010.

Employees may elect to save 1% to 50% of eligible compensation through payroll deductions on a before-tax basis, an after-tax basis or a combination of both, provided that the maximum participant contributions to the before-tax and after-tax accounts do not exceed 50% of eligible compensation.

The Puerto Rico Law No. 1 of January 31, 2011 ("Internal Revenue Code for a New Puerto Rico") amended Section 1165(e) of the Puerto Rico Tax Code to gradually increase the maximum allowed participant contributions as follow:

Tax Years Beginning on and After January 1,

2012	\$	13,000
2013		15,000

The Company has a matching program in which it contributes a portion of participant contributions to the participant's account. These contributions are recorded in a "company matching account." Company matching contributions are as follows:

- Employees that belong to Chesebrough Ponds Manufacturing Co. is equal to 50% of the first 6% of eligible compensation that participants contribute as after-tax and/or before tax contributions, that not exceed 6% of participants contribution; and
- Employees that belong to Unilever de Puerto Rico, Inc. is calculated under the final average pay formula equal to the sum of 100% of the first 3%; and 50% of the next 2% of eligible compensation that not exceed 5%; also the Company may perform contributions calculated under the cash benefit formula that not exceed 5% of eligible earnings.

Employees hired or rehired after January 1, 2007, are eligible for employer nonelective contributions at a rate of 4% of eligible earnings following one year of service.

Plan Transfers

During the year 2011, \$177,235 was transferred from the Alberto Culver 401(k) and Profit Sharing Plan ('Alberto Culver Plan') to the Plan, due to a merger between Unilever US and the Alberto Culver Company. The Alberto Culver Plan was a qualified, standardized 401(k) and profit sharing plan of a subsidiary of Unilever US.

Unilever Savings Plan for Puerto Rico Employees

Notes to Financial Statements

December 31, 2011 and 2010

During the years 2011 and 2010 \$384,865 and \$5,275,834 of the participant account balances were transferred from the UNICare Saving Plan 401 (k) ("UNICare Plan") into the Plan, respectively. The UNICare Plan is a U.S. and Puerto Rico qualified nonstandardized defined contribution plan of a business unit of the Unilever group.

Participant Accounts

Each participant's account is credited with: (a) the participant's contribution; (b) the Company's contributions; and (c) an allocation of Plan earnings (losses) and administrative expenses. Allocations are based on participant earnings (losses) or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the vested portion of the participant's account. At December 31, 2011 and 2010 there were 334 and 511 participants, respectively, in the plan with account balances.

Vesting

Participants are fully vested in all of their before-tax and after-tax contributions as well as the earnings thereon. Company matching contributions are vested 100% immediately. Vesting provisions relating to Company nonelective contributions are 100% after 3 years of service or attainment of age 65, death or disability.

Forfeitures

Forfeiture amounts will be used to offset the cost of any future employer nonelective contributions. There is no balance of forfeitures as of December 31, 2011 and 2010.

Payment of Benefits

During employment, participants may withdraw all or part of their after-tax contributions, where applicable, and earnings thereon. Participants may apply for financial hardship withdrawals of up to the eligible portion of their vested before-tax account based on Plan provisions, prior to attaining age 59.5, provided the withdrawal does not exceed the amount of the hardship. Upon attainment of age 59.5, participants may withdraw all or part of their before-tax account, company matching account, and vested nonelective contribution account.

Upon termination of employment, participants are entitled to all of their vested balances. Terminated employees whose vested balances exceed \$5,000 may leave their account balance in the Plan until they attain the age 65. Terminated employees whose vested balances are \$5,000 or less are subject to involuntary cash out.

Participants who retire under the provision of certain defined benefit plan sponsored by the Company may roll over their lump sum distribution to the Plan.

Participants Investments Options

Participants have the option to invest in, and direct the Company matching contributions towards a wide variety of funds including stable value, fixed income, balanced, and equity. The funds offered by the Plan are as follows:

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The INVESCO (Also Known as PRIMCO) Interest Income Fund

This fund is primarily invested in a diversified portfolio of investment contracts issued by high quality financial institutions such as insurance companies and banks. Most of these contract are backed by high quality bonds, including corporate bonds, mortgage-backed securities, assets backed securities and U.S. Government securities. Each contract has its own specific terms, including interest rate and maturity date. The crediting interest rate at December 31, 2011 and 2010 for the contracts range from 0.19% to 4.09% and from 0.21% to 5.57%, respectively. The weighted average crediting interest rates at December 31, 2011 and 2010 for the contracts are 3.56% and 4.17%, respectively. Participants can redeem daily.

PIMCO Total Return Fund Institutional Class

This fund invests in all types of bonds, including U.S. Government, corporate, mortgage and foreign. While the fund maintains an average portfolio duration of three to six years, investments may also include short and long-term maturity bonds. Participants can redeem daily.

Fidelity Contrafund

This fund seeks to provide capital appreciation, primarily invests in common stocks. The fund may invest in securities of domestic and foreign issuers whose value the fund's manager believes is not fully recognized by the public. Participants can redeem daily.

American Funds Washington Mutual Investors Fund (R5)

This fund is primarily invested in common stocks. The fund must be fully invested (95%) in the stocks of U.S. companies that meet the fund's "eligible list" criteria, which include specific guidelines for return of capital, capital strength, and dividend payment. Participants can redeem daily.

Vanguard Total Stock Market Index Investor Shares

The fund invests in a large sample of stocks that, in the aggregate approximate the MSCI U.S. Broad Market Index in terms of key characteristics, industry weightings and market capitalization, as well as certain financial measures, such as price/earnings ratio and dividend yield. Participants can redeem daily.

Vanguard FTSE All World ex-U.S. Index Fund Investor Shares

The fund employs a "passive management" or indexing-investment approach designed to track the performance of FTSE All World ex-U.S. Index. The fund attempts to replicate the target index by investing all or substantially all, of its assets in the stocks that make up the index, holding each stock in approximately the same proportion as its weighting in the index. Foreign investments especially those in emerging markets, involve greater risk and may offer greater returns than U.S. investments. This risk includes political and economic uncertainties of foreign countries, as the risk of currency fluctuation. Participants can redeem daily.

The Vanguard Target Retirement Trust

Vanguard Target Retirement Income Trust II, Vanguard Target Retirement 2005 Trust II, Vanguard Target Retirement 2010 Trust II, Vanguard Target Retirement 2015 Trust II, Vanguard Target Retirement 2020 Trust II, Vanguard Target Retirement 2025 Trust II, Vanguard Target Retirement 2030 Trust II, Vanguard Target Retirement 2035 Trust II, Vanguard Target Retirement 2040 Trust II, Vanguard Target Retirement 2045 Trust II, and Vanguard Target Retirement 2050 Trust II.

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These funds invest in Vanguard mutual funds according to an asset allocation strategy designed for investors who planned retire in dates near to the date specify in the fund. The trust's asset allocation will become more conservative over the time. Participants can redeem daily out of these funds.

Notes Receivable From Participants

At the request of the Plan participants, loans are permitted up to the lesser of \$50,000 reduced by the largest outstanding loan balance in the previous 12 months or one-half of the participants' vested interest in accounts less any outstanding loans. Loans bear interest at a fixed rate based on the Reuters published prime rate plus one percent. Loans relating to the acquisition or construction of a participants' principal residence are to be repaid within fifteen years while general purpose loans are to be repaid within five years.

Interest rates ranging from 4.25% to 9.25% were charged on the loans for both the years ended December 31, 2011 and 2010.

Administration

The Plan provides that the Benefits Administration Committee is responsible for the general administration of the Plan.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting in conformity with the accounting principles generally accepted in the United States of America ("GAAP").

Valuation of Plan Investments and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer the liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Guaranteed Investment Contracts

The Plan accounts for synthetic guaranteed investment contracts at contract value in accordance with Topic 946, Financial Services – Investment Companies ("ASC 946") of the Financial Accounting Standards Board ("FASB") Accounting Standards Codification (the "Codification"). ASC 946 clarifies the definition of fully benefit-responsive investment contracts for contracts held by defined contribution plans along with the financial statement presentation and disclosure of such contracts. Investments contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by ASC 946, the accompanying Statements of Net Assets Available for Benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The accompanying Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

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Notes Receivable From Participants

Loans receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participants' loans are reclassified as distribution based upon the terms of the plan document.

Benefits Payments

Benefit payments are recorded when paid.

Administrative Expenses

Investment management, recordkeeping and certain professional fees are paid by the Plan. All other administrative expenses are paid by the Company.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. These significant estimates include fair market values of investments. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan provides for various investment options in any combination of stocks, commingled fund, mutual fund, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the December 31, 2011 and 2010 Statements of Net Assets Available for Benefits.

The Plan is exposed to credit loss in the event of nonperformance by the companies with whom guaranteed investment contracts are placed. However, the Plan does not anticipate nonperformance by these companies and believes that the risk to the Plan's portfolio from credit loss is not material due to the diversified nature of the assets held.

Effects of New Accounting Pronouncements

In May 2011, the FASB issued ASU 2011-04 Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRS ("ASU 2011-04"). ASU 2011-04 is intended to improve the comparability of fair value measurements presented and disclosed in financial statements prepared in accordance with U.S. GAAP and IFRS. The amendments are of two types: (i) those that clarify the Board's intent about the application of existing fair value measurement and disclosure requirements and (ii) those that change a particular principle or requirement for measuring fair value or for disclosing information about fair value measurements. The update is effective for annual periods beginning after December 15, 2011. Plan management is in the process of evaluating the impact of the adoption of this update on the Plan's financial statements.

3. Investments

The December 31, 2011 and 2010 Statements of Net Assets Available for Benefits, the investment activities included on the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2011, and the accompanying notes to the financial statements were prepared in part or entirely from information certified by the third party administrator of the Plan assets in

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accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The information certified includes total investments of \$9,079,029 and \$9,420,939 as of December 31, 2011 and 2010, respectively.

The following investments represent 5% or more of the Plan's net assets as of December 31, 2011 and 2010:

	2011	2010
Vanguard Target Retirement 2015 Trust II	\$ 671,250	\$ 825,717
Vanguard Target Retirement 2020 Trust II	694,836	658,538
Vanguard Target Retirement 2025 Trust II	993,142	961,614
Vanguard Target Retirement 2030 Trust II	1,057,416	1,116,553
Vanguard Target Retirement 2035 Trust II	1,124,073	1,209,940
Vanguard Target Retirement 2040 Trust II	456,247	543,378
	<u>\$ 4,996,964</u>	<u>\$ 5,315,740</u>

The following GICs investments represent 5% or more of the Plan's net assets as of December 31, 2011:

	2011	
	Investments at Fair Value	Adjustment to Contract Value
INVESCO Interest Income Fund		
Bank of America, N.A.	\$ 600,030	\$ (39,942)
JP Morgan Chase Manhattan Bank	590,320	(63,239)
State Street Bank & Trust	559,685	(45,184)
Pacific Life Insurance Company	529,510	(22,460)
Natixis Capital Markets	699,846	(30,427)
	<u>\$ 2,979,391</u>	<u>\$ (201,252)</u>

The following GICs investments represent 5% or more of the Plan's net assets as of December 31, 2010:

	2010	
	Investments at Fair Value	Adjustment to Contract Value
INVESCO Interest Income Fund		
Bank of America, N.A.	\$ 527,060	\$ (27,822)
Natixis Capital Markets	624,672	(27,584)
	<u>\$ 1,151,732</u>	<u>\$ (55,406)</u>

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During 2011, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by \$74,766 as follow:

Commingled target retirement funds	\$ (72,112)
Mutual funds	<u>(2,654)</u>
	<u>\$ (74,766)</u>

Investment Contracts

The Plan entered into benefit-responsive investment contracts, such as synthetic guaranteed investment contracts ("GICs"), with various third party financial institutions. These benefit-responsive investment contracts are held through the INVESCO Interest Income Fund (the "Fund"). Contract values represent contributions made to the investment contract plus earnings, less participant withdrawals and administrative expenses.

A synthetic GIC provides for a fixed return on principal over a specified period or time through fully benefit-responsive wrapper contracts issued by third party financial institutions which are backed by underlying assets owned by the Plan. The wrapper contract amortizes the realized and unrealized gains and losses on the underlying fixed income investments; typically over the duration of the investments through adjustments to the future interest crediting rate (which is the rate earned by participants in the Fund for the underlying investments). The issuer of the wrapper contract provides assurance that the adjustments to the interest crediting rate do not result in a future interest crediting rate that is less than zero. An interest crediting rate less than zero would result in a loss of principal or accrued interest.

Calculating the Interest Crediting Rate in Wrapper Contracts

The key factor that influences future interest crediting rates for a wrapper contract include:

- The level of market interest rates
- The amount and timing of participant contributions, transfers, and withdrawals into/out of the wrapper contract
- The investment returns generated by the fixed income investments that back the wrapper contract
- The duration of the underlying investments backing the wrapper contract

Wrapper contracts' interest crediting rates are typically reset on a monthly or quarterly basis. While there may be slight variations from one contract to another, most wrapper contracts use a formula that is based on the characteristics of the underlying fixed income portfolio. Over time, the crediting rate formula amortizes the Fund's realized and unrealized market value gains and losses over the duration of the underlying investments. Because changes in the market interest rates affect the yield to maturity and the market value of the underlying investments, they can have a material impact on the wrapper contract's interest crediting rate. In addition, participant withdrawals and transfers from the Fund are paid at contract value but funded through the market value liquidation of the underlying investments, which also impacts the interest crediting rate. The resulting gains and losses in the market value of the underlying investments relative to the contract value are presented on the Plan's Statements of Net Assets Available for Benefits as "Adjustment from fair value to contract value". If the adjustment from fair value to contract value is positive for a given contract, this indicates that the contract value is greater than the market value of the

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underlying investments. The embedded market value losses will be amortized in the future through a lower interest crediting rate than would otherwise be the case. And if the adjustment from fair value to contract value is negative, this indicates that the contract value is less than the market value of the underlying investments. The amortization of the embedded market value gains will cause the future interest crediting rate to be higher than it otherwise would have been.

All wrapper contracts provide for a minimum interest crediting rate of zero percent. In the event that the interest crediting rate should fall to zero and requirements of the wrapper contract are satisfied, the wrapper issuers will pay to the Plan the shortfall needed to maintain the interest crediting rate at zero. This helps to ensure that participants' principal and accrued interest will be protected.

Events That Limit the Ability of the Plan to Transact at Contract Value

In certain circumstances, the amount withdrawn from the wrapper contract would be payable at fair value rather than at contract value. These events include termination of the Plan, and a material adverse change to the provision of the Plan. If the employer elects to withdraw from a wrapper contract in order to switch to a different investment provider, or if the terms of a successor plan (in the event of the spin-off or sale of a division) do not meet the wrapper contract issuer's underwriting criteria for issuance of a clone wrapper contract. The events described above that could result in the payment of benefits at market value rather than contract value are not probable of occurring in the foreseeable future.

Issuer-Initiated Contract Termination

Examples of events that would permit a wrapper contract issuer to terminate a wrapper contract upon short notice include the Plan's loss of its qualified status, un-cured material breaches of responsibilities, or material and adverse changes to the provisions of the Plan. If one of these events was to occur, the wrapper contract issuer could terminate the wrapper contract at the market value of the underlying investments.

For the Plan, the contract values of the synthetic GICs were approximately \$3,089,372 and \$2,747,576 at December 31, 2011 and 2010, respectively. As of December 31, 2011 and 2010 the fair value of the synthetic GICs, based upon the fair value of underlying assets and wrapper contracts was greater than the contract value by \$214,674 and \$167,730, respectively.

As of December 31, 2011 and 2010 the average yields for synthetic GICs were as follows:

	2011	2010
Average yields for synthetic GICs		
Based on actual earnings	1.19 %	2.04 %
Based on interest rate credited to participants	3.34 %	3.94 %

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As of December 31, 2011 and 2010, the fully benefit-responsive contracts were:

2011			
	Major Credit Ratings (Unaudited)	Investments, at Fair Value	Adjustment to Contract Value
JP Morgan Chase Manhattan Bank	AA+	\$ 590,320	\$ (63,239)
State Street Bank & Trust	AA	559,685	(45,184)
Bank of America, N. A	AA-	600,030	(39,942)
Natixis Capital Markets	AA-	699,846	(30,427)
ING Aetna	A	324,655	(13,422)
Pacific Life Insurance Company	A+	529,510	(22,460)
		<u>\$ 3,304,046</u>	<u>\$ (214,674)</u>
2010			
	Major Credit Ratings (Unaudited)	Investments, at Fair Value	Adjustment to Contract Value
JP Morgan Chase Manhattan Bank	AA+	\$ 510,492	\$ (45,466)
State Street Bank & Trust	AA	490,446	(34,321)
Bank of America, N. A	AA-	527,060	(27,822)
Natixis Capital Markets	AA-	624,672	(27,584)
ING Aetna	A	289,546	(11,891)
Pacific Life Insurance Company	A+	473,091	(20,646)
		<u>\$ 2,915,307</u>	<u>\$ (167,730)</u>

Collective Trusts

Collective trusts are investment funds that are established by institutional investors. Generally speaking, a collective trust will be formed for the purpose of engaging in investment deals that involve a large amount of resources. The idea behind a collective trust is to combine the purchasing power of the member institutions so that the investors may engage in financial transactions that would not be feasible individually.

Many different types of institutional investors choose to engage in a collective trust approach to investing. Such high profile investors as mutual fund companies, insurance corporations, pension funds, investment banks, and brokerage houses are all examples of investors who may choose to become part of a collective trust. Doing so often results in larger returns for the institutions, which in turn will benefit the client base for each institutional investor.

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There are a couple of benefits associated with being a part of a collective trust. The most obvious benefit has to do with the process of executing investment orders. Because the collective trust makes it possible to engage in larger deals, the chances for earning a healthy return are increased. Along with the enhanced investment opportunities, a collective trust often has to deal with less protective regulations than other investors. This is because the perception is that the pool of institutional investors has both the resources and the knowledge combined to adequately protect their best interests.

A collective trust can be an enduring partnership, or be formed among a select group of investors in order to create a temporary investment fund for a specific purpose. The terms and conditions for inclusion in the collective trust will be defined in the founding documents for the partnership. When the collective trust is understood to be a temporary arrangement, the documents will also often specify a duration for the partnership, as well as allow for the possibility of the union to evolve into something more permanent after the initial reason for the trust has been fulfilled.

4. Fair Value Measurements

Financial Accounting standard Board (FASB) Accounting Standard Codification (ASC) 820, Fair Value Measurements and Disclosures, provides the framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets and liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include

- Quoted prices for similar assets or liabilities in active markets
- Quoted prices for identical or similar assets or liabilities in inactive markets
- Inputs other than quoted prices that are observable for the asset or liability
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques try to maximize the use of observable inputs and minimize the use of unobservable inputs.

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Following is a description of the valuation methodology used for assets measured at fair value.

Mutual Funds

These investments are public investment vehicles valued using the Net Asset Value (NAV) provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is a quoted price in an active market and classified within Level 1 of the valuation hierarchy.

Synthetic Guaranteed Investment Contracts

The fair value of the synthetic guaranteed investments contracts is based on the underlying investments. The underlying investments are collective trust, which are public investments vehicles, valued at the NAV as described above. Because the NAV is a quoted price in a market that is not active, they are classified within Level 2 of the valuation hierarchy. The value of the wrapper contracts is determined using observable inputs including bid rates from the wrapper provider. The fair value of the wrapper contracts at December 31, 2011 and 2010 is \$4,472 and \$3,468, respectively.

Collective Trusts

These investments are public investment vehicles valued using the NAV provided by the administrator of the fund. The NAV is a quoted price in market that is not active and classified within Level 2 of the valuation hierarchy. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding. The value of the underlying assets owned by the fund are valued at quoted market prices in an active market. Each collective trust provides for daily redemptions by the Plan at reported net asset value per unit with no advance notice requirement.

In accordance with guidance relating to fair value measurements, the following table represents the fair value hierarchy for its financial assets measured at fair value on a recurring basis as of December 31, 2011 and 2010.

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual funds				
Bonds funds	\$ 333,108	\$ -	\$ -	\$ 333,108
International funds	33,510	-	-	33,510
Equity funds	13,497	-	-	13,497
Stock index funds	20,454	-	-	20,454
Growth funds	71,866	-	-	71,866
Short-term investment fund	57,389	-	-	57,389
Total mutual funds	529,824	-	-	529,824
Synthetic guaranteed investments contracts	-	3,304,046	-	3,304,046
Collective target retirement trusts	-	5,459,833	-	5,459,833
Investments at fair value	\$ 529,824	\$ 8,763,879	\$ -	\$ 9,293,703

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	Assets at Fair Value as of December 31, 2010			
	Level 1	Level 2	Level 3	Total
Mutual funds				
Bonds funds	\$ 329,141	\$ -	\$ -	\$ 329,141
International funds	17,560	-	-	17,560
Equity funds	11,638	-	-	11,638
Stock index funds	14,022	-	-	14,022
Growth funds	210,249	-	-	210,249
Short-term investment fund	42,481	-	-	42,481
Total mutual funds	625,091	-	-	625,091
Synthetic guaranteed investments contracts	-	2,915,307	-	2,915,307
Collective target retirement trusts	-	6,048,271	-	6,048,271
Investments at fair value	<u>\$ 625,091</u>	<u>\$ 8,963,578</u>	<u>\$ -</u>	<u>\$ 9,588,669</u>

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5. Information Certified by the Custodian

The following is a summary of the information regarding the Plan as of and for the years ended December 31, 2011 and 2010, included in the Plan's financial statements and supplemental schedule, that was prepared by the third party administrator and which was furnished to the plan administrator. The plan administrator has obtained certifications from the third party administrator that such information is complete and accurate:

	2011	2010
Fidelity Investments Institutional Operations Company, Inc.		
Collective trusts		
Vanguard Target Retirement Income Trust II	\$ 10,015	\$ 8,100
Vanguard Target Retirement 2005 Trust II	19,165	12,736
Vanguard Target Retirement 2010 Trust II	96,356	201,153
Vanguard Target Retirement 2015 Trust II	671,250	825,717
Vanguard Target Retirement 2020 Trust II	694,836	658,538
Vanguard Target Retirement 2025 Trust II	993,142	961,614
Vanguard Target Retirement 2030 Trust II	1,057,416	1,116,553
Vanguard Target Retirement 2035 Trust II	1,124,073	1,209,940
Vanguard Target Retirement 2040 Trust II	456,247	543,378
Vanguard Target Retirement 2045 Trust II	298,999	461,711
Vanguard Target Retirement 2050 Trust II	38,334	48,831
Total collective trust	<u>5,459,833</u>	<u>6,048,271</u>
Mutual funds		
PIMCO Total Return Fund Institutional Class	333,108	329,141
American Funds Washington Mutual Investors Fund Class R5	13,497	11,638
Vanguard Total StockMarket IndexInvestor Shares	20,454	14,022
Fidelity Contrafund	71,866	210,249
Vanguard FTSEAllWorld ex-U.S. IndexFund Investor Shares	-	17,560
Vanguard Total StockMarket SIG	33,510	-
Fidelity Short-term Fund	-	42,481
Total mutual funds	<u>472,435</u>	<u>625,091</u>
Capital Preservation and Income fund*		
Invesco Interest Income Fund - Bank of America, N.A.	560,087	499,238
Invesco Interest Income Fund - Chase Manhattan Bank	527,081	465,026
Invesco Interest Income Fund - ING Aetna	311,234	277,654
Invesco Interest Income Fund - Natixis	669,419	597,088
Invesco Interest Income Fund - Pacific Life Insurance Company	507,050	452,445
Invesco Interest Income Fund - State Street Bank & Trust	514,501	456,125
Invesco Interest Income Fund - Short-term fund	57,389	43,704
Total capital preservation and income fund	<u>3,146,761</u>	<u>2,791,280</u>
	<u>\$ 9,079,029</u>	<u>\$ 9,464,642</u>
Commingled target retirement funds	\$ (72,112)	\$ 607,221
Mutual funds	<u>(2,654)</u>	<u>52,260</u>
Net (depreciation) appreciation in fair value of investments	<u>\$ (74,766)</u>	<u>\$ 659,481</u>
Dividends and interests	\$ 126,210	\$ 134,672

* This fund is certified at contract value.

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6. Party-In-Interest

Certain investments consist of units in investment funds managed by Fidelity. Fidelity owns these investment funds, and is a party-in-interest as defined by ERISA. In the opinion of the Plan administrator, fees paid during the year for services rendered by parties-in-interest were based on customary and reasonable rates for such services. The administration fees paid by the Plan during 2011 and 2010 disclosed on the Statements of Changes in Net Assets Available for Benefits were paid to Fidelity.

Certain administrative functions are performed by officers or employees of the Company or its subsidiaries who may also be participants in the Plan. These actions qualify as permitted party-in-interest activities. No such officer or employee receives compensation from the Plan.

7. Plan Termination

Although the Plan Sponsor has established the Plan with bona fide intentions and expectations that it will be able to make contributions indefinitely, the Plan Sponsor shall not be under any obligation or liability whatsoever to continue its contributions or to maintain the Plan for any given period of time. An employer may, in its sole and absolute discretion, discontinue such contributions or terminate the Plan with respect to its employees, in accordance with the provisions of the Plan, at any time with no liability whatsoever for such discontinuance or termination. If the Plan is terminated, or if contributions of an employer are completely discontinued, the rights of all affected participants in their accounts shall thereupon become nonforfeitable, notwithstanding any other provisions of the Plan subject to the provision of ERISA.

8. Tax Status

Due to the amendments to the Plan, it is in the process of filing a request to the Treasury Department to be treated as a tax exempt entity under the provisions of the section 1165 (a) of the Puerto Rico Internal Revenue Code (PR Code). The Plan administrator committee, Banco Popular de Puerto Rico (the "Trustee") and legal counselors understand that the Plan is in compliance with the PR Code because it meets all requirements of section 1165 (a) of the PR Code. Therefore, no provision has been made for Puerto Rico and federal income taxes in the accompanying financial statements.

Under present U.S. and Puerto Rico income tax laws and regulations, a participant is not subject to income taxes on the contributions of the employing company, or on the interest, dividends or profits on the sale of securities received by the Trustee until the participant's account is distributed or withdrawals are made.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Puerto Rico Treasury Department (PRTD) or the Department of Labor. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011 and 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

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On January 31, 2011, the Commonwealth of Puerto Rico adopted a new Internal Revenue Code (PR Code) that contains various changes to sections governing qualified retirement plans. Generally effective immediately for tax years beginning on or after January 1, 2011, the new code requires significant changes to plan administration and updates of plan documents for both dual qualified plans (*i.e.*, plans qualified under both the U.S. and Puerto Rico Internal Revenue Codes) and Puerto Rico only qualified retirement plans.

9. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits as disclosed in the Statement of Net Assets Available for Benefits at December 31, 2011 and 2010 to amounts presented in Form 5500:

	2011	2010
Net assets available for benefits as disclosed in the financial statements	\$ 9,885,538	\$ 10,462,379
Adjustments from fair value to contract value relating to fully benefit-responsive investments contracts	214,674	167,730
Net assets available for benefits as presented in Form 5500	<u>\$ 10,100,212</u>	<u>\$ 10,630,109</u>

The following is a reconciliation of investment income as disclosed in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2011 to the amounts presented in Form 5500:

Investment income

Investment income (loss) as presented in the financial statements	\$ 51,444
Adjustments from fair value to contract value relating to fully benefit-responsive investments contracts	46,944
Investment income as presented in Form 5500	<u>\$ 98,388</u>

10. Subsequent Events

The Plan has evaluated subsequent events through October 12, 2012 in connection with the preparation of these financial statements, which is the date the financial statements were available to be issued.

Supplemental Schedule

Unilever Savings Plan for Puerto Rico Employees
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2011 Supplemental Schedule

(a)	(b)	(c)	(d)	(e)
	Identity of Issue	Description of Investment	Cost	Current Value
	Vanguard Target Retirement Income Trust II	Collective Trust	N/A	\$ 10,015
	Vanguard Target Retirement 2005 Trust II	Collective Trust	N/A	19,165
	Vanguard Target Retirement 2010 Trust II	Collective Trust	N/A	96,356
	Vanguard Target Retirement 2015 Trust II	Collective Trust	N/A	671,250
	Vanguard Target Retirement 2020 Trust II	Collective Trust	N/A	694,836
	Vanguard Target Retirement 2025 Trust II	Collective Trust	N/A	993,142
	Vanguard Target Retirement 2030 Trust II	Collective Trust	N/A	1,057,416
	Vanguard Target Retirement 2035 Trust II	Collective Trust	N/A	1,124,073
	Vanguard Target Retirement 2040 Trust II	Collective Trust	N/A	456,247
	Vanguard Target Retirement 2045 Trust II	Collective Trust	N/A	298,999
	Vanguard Target Retirement 2050 Trust II	Collective Trust	N/A	38,334
	PIMCO Total Return Fund Institutional Class	Mutual Fund	N/A	333,108
	American Funds Washington Mutual Investors Fund Class R5	Mutual Fund	N/A	13,497
	Vanguard Total StockMarket IndexInvestor Shares	Mutual Fund	N/A	20,454
	Fidelity Contrafund ^(a)	Mutual Fund	N/A	71,866
	Vanguard FTSE All Word ex-US Index Fund Investor shares	Mutual Fund	N/A	33,510
	Invesco Interest Income Fund - Bank of America, N.A.	Collective Trust	N/A	600,030
	Invesco Interest Income Fund - Chase Manhattan Bank	Collective Trust	N/A	590,320
	Invesco Interest Income Fund - ING Aetna	Collective Trust	N/A	324,655
	Invesco Interest Income Fund - Natixis Capital Markets	Collective Trust	N/A	699,846
	Invesco Interest Income Fund - Pacific Life Insurance Company		N/A	529,510
	Invesco Interest Income Fund - State Street Bank & Trust	Collective Trust	N/A	559,685
	Invesco Interest Income Fund - Fidelity Short-term Fund	Collective Trust	N/A	57,389
*	Notes Receivable from Participants		N/A	790,793
				<u>\$ 10,084,496</u>

* Loans to participants, fixed interest rates between 4.25% to 9.25%, maturing through 2017 and collateralized by participants' vested accounts balances.

N/A Cost information is not required for participant-directed investments and, therefore, is not included.

^(a) Party-in-interest.

Schedule H, Line 4i
Schedule of Assets Held at Year End
Unilever Savings Plan for Puerto Rico Employees
EIN 13-2915928 Plan #010

See Accountant's Report