UNILEVER N V
Form 11-K
June 26, 2015
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 11-K

ANNUAL REPORT
PURSUANT TO SECTION 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

(Mark One)

x ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the fiscal year ended December 31, 2014

OR

o TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the transition period from to

Commission File Number 333-151802

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

SAVINGS PLAN FOR UNION EMPLOYEES OF UNILEVER

UNILEVER UNITED STATES, INC.
800 SYLVAN AVENUE
ENGLEWOOD CLIFFS, NEW JERSEY 07632

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

UNILEVER N.V.

WEENA 455

3013 AL, ROTTERDAM

THE NETHERLANDS

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Savings Plan for Union Employees of Unilever

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(*) Other supplemental schedules required by 29 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 have not been included as they are not applicable.

Exhibit Index:

23.1 Consent of Independent Registered Public Accounting Firm

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Report of Independent Registered Public Accounting Firm

The Participants and Administrator

Savings Plan for Union Employees of Unilever:

We have audited the accompanying statement of net assets available for benefits of the Savings Plan for Union Employees of Unilever (the Plan) as of December 31, 2014, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014. These financial statements are the responsibility of the Plan s management. Our responsibility is to express an opinion on these financial statements based on our audit. The financial statements of the Plan as of and for the year ended December 31, 2013 were audited by other auditors whose report dated June 24, 2013, expressed an unqualified opinion on those financial statements.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2014, and the changes in net assets available for benefits for the year ended December 31, 2014, in conformity with accounting principles generally accepted in the United States of America.

The supplemental information in the accompanying Schedule H, line 4i schedule of assets (held at end of year) as of December 31, 2014 has been subjected to audit procedures performed in conjunction with the audit of the Plan s 2014 financial statements. The supplemental information is presented for the purpose of additional analysis and is not a required part of the financial statements but include supplemental 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 supplemental information is the responsibility of the Plan s management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with the Department of Labor s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental information in the accompanying Schedule H, line 4i - schedules assets (held at end of year) as of December 31, 2014 is fairly stated in all material respects in relation to the 2014 financial statements as a whole.

(signed) KPMG LLP

New York, NY

June 26, 2015

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Savings Plan for Union Employees of Unilever

Statements of Net Assets Available for Benefits

As of December 31, 2014 and 2013

	2014	2013
Assets		
Investment in the Unilever United States, Inc. Master Trust, at fair value (Note 4)	$ 98,380,638	$ 104,675,421
Receivables		
Employer contributions	19,686	
Participant contributions	44,088	
Notes receivable from participants	2,919,377	3,182,419
Total receivables	2,983,151	3,182,419
Net assets reflecting investments at fair value	101,363,789	107,857,840
Adjustment from fair value to contract value for interest in the Master Trust relating to fully benefit-responsive investment contracts	(1,180,597)	(1,260,204)
Net assets available for benefits	$ 100,183,192	$ 106,597,636

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

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Savings Plan for Union Employees of Unilever

Statements of Changes in Net Assets Available for Benefits

For the Years Ended December 31, 2014 and 2013

	2014	2013
Additions:		
Additions to net assets attributed to:		
Net investment income from Plan interest in Unilever United States, Inc. Master Trust (Note 4)	$ 4,852,004	$ 10,893,231
Interest from notes receivable from participants	129,407	170,287
Contributions:		
Contributions from participants	2,837,252	3,180,877
Contributions from employer	1,169,156	1,294,559
Rollover contributions	221,404	562,200
Total additions	9,209,223	16,101,154
Deductions:		
Deductions to net assets attributed to:		
Benefits paid to participants	15,619,548	23,477,428
Administrative expenses	4,119	7,678
Total deductions	15,623,667	23,485,106
Net change in net assets	(6,414,444)	(7,383,952)
Net assets available for benefits:		
Beginning of year	106,597,636	113,981,588
End of year	$ 100,183,192	$ 106,597,636

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

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Savings Plan for Union Employees of Unilever

Notes to Financial Statements

December 31, 2014 and 2013

1. Description of the Plan

The Savings Plan for Union Employees of Unilever (the Plan) is a defined contribution plan that is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan s sponsor is Conopco, Inc. (the Company). Assets of the Plan along with assets from the UNI*Care* Savings Plan, an affiliated plan, sponsored by Unilever United States, Inc., the parent of the Company (Unilever US), are maintained in the Unilever United States, Inc. Master Trust (the Master Trust). The following brief description of the Plan is provided for general information purposes only. Participants should refer to the summary plan description for more complete information.

Eligibility

All employees at the Hammond, Indiana plant represented by the United Steel, Paper and Forestry, Rubber, Manufacturing, Energy and Allied Industrial and Service Workers International Union Local 7-0336 (Hammond plant) are eligible to become participants of the Plan after the completion of 90 days of continuous service.

All employees at the Olathe, Kansas plant represented by the International Brotherhood of Teamsters Local 41 or the International Union of Operating Engineers AFL-CIO Local 101-S (Olathe plant) are eligible to become participants of the Plan upon date of hire.

All employees located at the Baltimore, Maryland plant represented by the United Food and Commercial Workers International Union AFL-CIO Local 27 (Baltimore plant) are eligible to become participants of the Plan after the completion of 60 days of continuous service.

All employees located at the Chicago, Illinois plant represented by the United Food and Commercial Workers International Union AFL-CIO, CLC Local 399 or the International Union of Operating Engineers AFL-CIO Local 100A (Chicago plant) who are at least 18 years old are eligible to become participants of the Plan after the completion of 45 days of service.

All employees at the Independence, Missouri plant represented by the International Brotherhood of Teamsters Local 838 (Independence plant) are eligible to become participants of the Plan after the completion of one year of service.

All employees at the St. Albans, Vermont plant represented by the International Brotherhood of Electrical Workers Local 300 (St Albans plant), scheduled to work twenty or more hours a week are eligible to participate in the Plan upon date of hire. 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, if determined they have completed at least 1,000 hours in a given year.

Employees located at the Stockton, California facility, and represented by the Cannery and Food Processing Unions, International Brotherhood of Teamsters became eligible for the Savings Plan for Union Employees of Unilever on July 1, 2013. There is no employer match or non-elective contributions provided to Stockton, CA union employees. The Stockton, CA facility was sold to Mizkan effective June 30, 2014, and Stockton, CA union employees ceased to be Unilever employees as of that date.

Contributions

Plan participants are permitted to make voluntary contributions to the Plan through payroll deductions. Before-tax contributions, representing 401(k) contributions are deposited in a before-tax account and after-tax contributions, where applicable, are deposited in an after-tax

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Savings Plan for Union Employees of Unilever

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account. Before-tax contributions are limited to $17,500 for both 2014 and 2013. Participants who will be age 50 or older by the end of the Plan year are eligible to make before-tax catch-up contributions limited to $5,500 for both 2014 and 2013.

The permitted contributions vary for each collective bargaining unit at the discretion of the Company and range from 1%-16% to 1%-20% of eligible compensation through payroll deductions on a before-tax basis and after-tax basis, respectively, or a combination of both provided that the maximum participant contribution to the before-tax and after-tax accounts do not exceed 16% to 20% of eligible compensation.

The Company matches contributions made by participants for some employees, based on the terms of the applicable collective bargaining agreement. Company matching contributions vary for each collective bargaining unit at the discretion of the Company and range from 25% of 4% to 100% of 5% of eligible earnings participants elect to contribute.

All collective bargaining employees at the St. Albans plant hired on or after April 1, 2007, at the Hammond plant hired on or after January 12, 2007, at the Baltimore plant hired on or after April 1, 2008, at the Olathe plant represented by the International Brotherhood of Teamsters Local 41 hired on or after June 1, 2008, at the Chicago plant represented by the United Food and Commercial Workers International Union AFL-CIO, CLC Local 399 hired on or after November 22, 2008, and at the Chicago plant represented by the International Union of Operating Engineers AFL-CIO Local 100A hired on or after December 16, 2008 are eligible to receive non-elective contributions of 4% of compensation after one year of service.

Under the provisions of the UNI*Care* Retirement Plan, participants who retire from that plan may roll over their lump sum distribution to the Plan.

Sale of Businesses and Plant Closures

Effective June 30, 2014, Unilever s sauce business was sold to Mizkan and employees at the Stockton, CA factory were terminated from Unilever and became employees of Mizkan.

Participant Accounts

Each participant s account is credited with: (a) the participant s contribution; (b) the Company s contribution; and (c) an allocation of Plan earnings (losses) and administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the vested portion of the participant s account.

Vesting

Participants are fully vested in all of their before-tax and after-tax contributions as well as the earnings thereon.

Vesting of matching and non-elective contributions made by the Company varies for each collective bargaining unit at the discretion of the collective bargaining unit agreement. Collective bargaining units achieve full vesting from the date of hire through three years of service.

Non-elective contributions vest after three years of service, upon attainment of age 65, death from active status or disability for all participants receiving non-elective employer contributions.

The balance of forfeitures was $38,987 and $14,620 as of December 31, 2014 and 2013, respectively. Amounts forfeited by non-vested participants who terminated employment during the years ended December 31, 2014 and 2013 were $6,993 and $30,042, respectively. Forfeitures

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Savings Plan for Union Employees of Unilever

Notes to Financial Statements

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reduced Company matching contributions and Company non-elective contributions in the amount of $0 and $19,875 for the years ended December 31, 2014 and 2013, respectively.

Payment of Benefits

Provisions for the withdrawal of contributions of active participants vary for each collective bargaining unit in accordance with the collective bargaining unit agreement and include in-service withdrawals of the after-tax account, prior plan profit sharing account, portion of Company matching account on deposit for two years, before-tax account for reasons of hardship provided the withdrawal does not exceed the amount of the hardship, and before-tax account and Company matching account following attainment of age 59.5.

Upon termination of employment, participants are entitled to all of their vested balances and must receive their full balance upon reaching the age of 65.

Retired employees may elect to leave their account balances in the Plan until they attain age 70.5, at which time Internal Revenue Service (the IRS) regulations require minimum distributions to be made. Failure to make a voluntary election to defer payment will result in a total distribution of vested Plan balances at age 65.

Investments

Participants have the option to direct contributions towards a wide variety of funds in the Master Trust including stable value, fixed income, balanced, equity and the Unilever N.V. Stock Fund. The funds offered by the Plan are as follows:

- INVESCO Interest Income Fund

This fund is primarily invested in a diversified portfolio of synthetic guaranteed investment contracts issued by highly rated financial institutions such as insurance companies and banks. Each contract has its own specific terms, including interest rate and maturity date. The crediting interest rates at December 31, 2014 and 2013 for the contracts range from 0.07% to 2.41% and 0.03% to 2.33%, respectively. The weighted average crediting interest rates at December 31, 2014 and 2013 for the contracts are 2.03% and 1.91%, respectively.

- PIMCO Total Return Fund Institutional Class (The PIMCO Total Return Fund was eliminated from the portfolio effective January 31, 2015, and replaced with a Diversified Bond Fund.)
- Unilever N.V. Stock Fund
- Fidelity Contrafund
- American Funds Washington Mutual Investors Fund (R5)
- Northern Trust Total US Equity Index Fund
- Northern Trust International Equity Index Fund
- Northern Trust Collective Russell 2000 Index Fund DC Lending
- Wellington CIFII Balanced Real Assets Portfolio Series 1

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Savings Plan for Union Employees of Unilever

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- Vanguard Target Retirement Trust I, Vanguard Target Retirement 2010 Trust I, Vanguard Target Retirement 2015 Trust I, Vanguard Target Retirement 2020 Trust I, Vanguard Target Retirement 2025 Trust I, Vanguard Target Retirement 2030 Trust I, Vanguard Target Retirement 2035 Trust I, Vanguard Target Retirement 2040 Trust I, Vanguard Target Retirement 2045 Trust I, Vanguard Target Retirement 2050 Trust I, and Vanguard Target Retirement 2055 Trust I

- Self-directed brokerage accounts, whereby the participant is able to select from approximately 4,600 mutual funds. As of December 31, 2014 and 2013, $71,127,957 and $73,392,300, respectively, was invested through the brokerage accounts at the Master Trust level. The brokerage account consisted of $62,868,564 and $8,259,393 in mutual funds and short-term investments, respectively, as of December 31, 2014. The brokerage account consisted of $65,536,883 and $7,855,417 in mutual funds and short-term investments, respectively, as of December 31, 2013. As of December 31, 2014 and 2013, $3,759,494 and $3,899,501, respectively, of the Master Trust brokerage account is held by the Plan.

Notes Receivable from Participants

At the request of Plan participants, notes receivable from participants 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 their accounts less any outstanding loans. Loans bear interest at a fixed rate determined at the time of origination based on the Reuters published prime rate plus one percent. Loans relating to the acquisition or construction of a participant s principal residence are to be repaid within fifteen years. All other loans are required to be repaid within five years.

Interest rates ranging from 4.25% to 9.25% were charged on the loans for the years ended December 31, 2014 and 2013.

For participants that were transferred from the Ben and Jerry s Homemade Plan in 2006, loans relating to the acquisition or construction of a participant s principal residence are to be repaid within thirty years. All other loans are required to be repaid within five years.

Effective October 1, 2014, the loan policy and/or Administrative Services Agreement were amended to permit 1) terminated participants to continue to repay a plan loan, and 2) the full or partial prepayment of a plan loan at any time.

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 accounting principles generally accepted in the United States of America (GAAP).

Valuation of Plan Investments and Income Recognition

The assets of the Plan have been commingled in the Master Trust with the assets of the UNI*Care* Savings Plan for investment and administrative purposes. The investment in the Master Trust represents the Plan s interest in the net assets of the Master Trust. The Plan s investment is stated at fair value and is based on the beginning of the year value of the Plan s interest in the Master

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Trust plus contributions and allocated investment income (loss) less distributions and allocated expenses.

Purchases and sales of securities are recorded on a trade-date basis. Gains and losses on the sale of investment securities are determined on the average cost method. Dividend income is recorded on the ex-dividend date. Interest income is recorded as earned on an accrual basis.

The Plan presents in the Statements of Changes in Net Assets Available for Benefits the investment income (loss) for the Plan s interest in the Master Trust, which consists of its allocated share of investment income and (loss), realized gains and losses, and the change in unrealized appreciation and depreciation from the Master Trust.

The Plan s interest in the Master Trust is the sole investment representing more than 5 percent of the Plan s net assets available for benefits as of December 31, 2014 and 2013.

Investment Contracts (Also see Note 4)

The Master Trust accounts for synthetic guaranteed investment contracts at contract value. Investment contracts held by a defined contribution plan or master trust 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 Master Trust. The 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 Statements of Changes in Net Assets Available for Benefits are prepared on a contract value basis.

Notes Receivable from Participants

Notes receivable from participants are valued at their unpaid principal balance plus any accrued but unpaid interest.

Benefit Payments

Benefit payments are recorded when paid and include deemed distributions of $13,158 and $35,200 for the years ended December 31, 2014 and 2013, respectively.

Administrative Expenses

Investment management fees for all funds are included as a reduction of investment income. Certain other professional fees are paid by the Plan.

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 and liabilities and changes therein, and disclosure of contingent assets and liabilities, if any, at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties

Through the Master Trust, the Plan provides for various investment options in any combination of stocks, commingled funds, mutual funds, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of 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

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Savings Plan for Union Employees of Unilever

Notes to Financial Statements

December 31, 2014 and 2013

term would materially affect participants account balances and the amounts reported in the December 31, 2014 and 2013 Statements of Net Assets Available for Benefits.

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

Effects of New Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update No. 2015-07, *Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)*, which removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The amendments are effective for fiscal years beginning after December 15, 2015. Management does not expect adoption of this pronouncement to effect the financial statements and relevant disclosures.

3. Tax Status of the Plan

The Plan last received a favorable tax determination letter on April 23, 2014.

GAAP requires the Plan s administrator 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 IRS or the Department of Labor. The Plan s administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014 and 2013, 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. The Plan s administrator believes it is no longer subject to tax examinations for years prior to 2011.

4. Investments Held by the Master Trust

At December 31, 2014 and 2013, the Master Trust comprises the investment assets of the Plan and the UNI*Care* Savings Plan, affiliated plans of Unilever US. The Plan has a 5.2% and a 5.4% interest in the investments of the Master Trust as of December 31, 2014 and 2013, respectively. The UNI*Care* Savings Plan comprises approximately 94.8% and 94.6%, respectively, of the investments held by the Master Trust as of December 31, 2014 and 2013. Investment assets of the Master Trust, held by Fidelity, the Trustee, related earnings (losses) and expenses are allocated to the plans participating in the Master Trust based upon the total of each individual plan s share of the Master Trust.

The Plan s approximate share of various investments held by the Master Trust at December 31, 2014 and 2013 were as follows:

	2014	**2013**
Short-term investment funds	6.6%	7.5%
Mutual funds	3.7%	3.7%
Commingled funds	4.7%	4.6%
Unilever N.V. Stock Fund	5.1%	5.5%
Synthetic guaranteed investment contracts	7.4%	7.9%

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As of December 31, 2014 and 2013, the investment categories of the Master Trust were as follows:

Investments, at fair value		**2014**		**2013**
Short-term investment funds	$	26,840,101	$	30,186,502
Mutual funds		271,956,635		277,211,992
Commingled funds		1,076,555,764		1,054,103,515
Unilever N.V. Stock Fund		67,004,122		73,713,207
Synthetic guaranteed investment contracts		440,244,338		494,057,461
Master Trust investments, at fair value		1,882,600,960		1,929,272,677
Adjustment to contract value		(15,870,987)		(15,912,012)
Net amount	$	1,866,729,973	$	1,913,360,665

The following investments represent 5 percent or more of the Master Trust s net assets as of December 31, 2014 and 2013:

		2014		**2013**
Mutual funds				
Fidelity Contrafund	$	104,571,148	$	100,643,929
Commingled funds				
Vanguard Target Retirement 2020 Trust I		151,479,246		152,452,588
Vanguard Target Retirement 2025 Trust I		186,588,702		180,923,901
Vanguard Target Retirement 2030 Trust I		169,858,702		166,224,589
Vanguard Target Retirement 2035 Trust I		126,004,012		120,978,279
Total US Equity Index		98,410,981		*
Synthetic guaranteed investment contracts				
RGA Contract #RGA00040		*		98,304,524

* Less than 5%

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Savings Plan for Union Employees of Unilever

Notes to Financial Statements

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As of December 31, 2014, following are synthetic guaranteed investment contracts, which are fully benefit-responsive, of the Master Trust:

	Investments, at fair value	Adjustment to contract value
Transamerica (IGT Jennison AAA Intermediate Fund and IGT PIMCO AAA or Better Intermediate Fund)	$ 93,699,794	$ (4,368,731)
State Street Bank (IGT Jennison AAA Intermediate Fund)	82,634,586	(4,827,001)
Voya (IGT Voya Short Duration)	45,316,745	(799,232)
Voya (IGT PIMCO AAA or Better Intermediate Fund)	32,568,716	(1,000,861)
Voya (IGT Jennison AAA Intermediate Fund)	20,549,273	(1,190,188)
Pacific Life Insurance (IGT Invesco Short-term Bond Fund)	77,267,366	(1,569,384)
RGA (IGT Invesco Short-term Bond Fund)	88,207,858	(2,115,590)
	$ 440,244,338	$ (15,870,987)

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Savings Plan for Union Employees of Unilever

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As of December 31, 2013, following were synthetic guaranteed investment contracts, which were fully benefit-responsive, of the Master Trust:

	Investments, at fair value	Adjustment to contract value
JP Morgan Chase (IGT PIMCO AAA or Better Intermediate Fund)	$ 93,793,547	$ (4,371,488)
State Street Bank (IGT WAM AAA or Better Intermediate Fund)	90,721,254	(4,140,928)
ING Life & Annuity (IGT Short Duration)	50,759,582	(1,012,517)
ING Life & Annuity (IGT PIMCO AAA or Better Fund)	51,774,675	(1,650,750)
ING Life & Annuity (IGT WAM AAA or Better Intermediate Fund)	22,543,985	(1,016,021)
Pacific Life Insurance (IGT Invesco Short-term Bond Fund)	86,159,894	(1,517,588)
RGA (IGT Invesco Short-term Bond Fund)	98,304,524	(2,202,720)
	$ 494,057,461	$ (15,912,012)

The investment income, net of investment expenses, of the Master Trust for the years ended December 31, 2014 and 2013 were as follows:

	2014	2013
Net appreciation (depreciation) in fair value of net investments:		
Mutual funds	$ 3,000,191	$ 30,467,363
Unilever N.V. Stock Fund	(2,064,242)	3,725,247
Commingled funds	74,417,419	175,402,612
Net appreciation	75,353,368	209,595,222
Interest	8,954,918	10,988,476
Dividends	20,079,243	16,971,715
Total net investment income	$ 104,387,529	$ 237,555,413

Investment valuation and income recognition of Master Trust

Master Trust investments are stated at fair value. The Investment Committee reviews the valuation and performance of the investment options on an annual basis.

Purchases and sales of securities are recorded as of the trade date. Dividend income is recorded on the ex-dividend date and interest is recorded on the accrual basis.

Investment income (loss) for the Master Trust includes net appreciation (depreciation) of investments, as well as interest and dividends from investments. The net appreciation

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(depreciation) of investments held in the Master Trust consists of the realized gains (losses) and the unrealized appreciation (depreciation) on these investments.

Investment Contracts

The Master Trust 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 of time through fully benefit-responsive wrapper contracts issued by third party financial institutions which are backed by underlying assets owned by the Master Trust. 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 factors that influence 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 the 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 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. 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.

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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 the 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 Master Trust 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 Master Trust, a material adverse change to the provisions of the Master Trust, 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 Master Trust s loss of its qualified status, un-cured material breaches of responsibilities, or material and adverse changes to the provisions of the Master Trust. 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 Master Trust, the contract values of the synthetic GICs were approximately $424 million and $478 million at December 31, 2014 and 2013, respectively. As of December 31, 2014 and 2013, 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 $15.9 million.

As of December 31, 2014 and 2013, the average yields for synthetic GICs were as follows:

Average yields for synthetic GICs	**2014**	**2013**
Based on actual earnings	1.23%	1.17%
Based on interest rate credited to participants	1.96%	1.85%

Fair Value Measurements

Financial Accounting Standards Board Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That 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 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under this standard are described as follows:

• Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Master Trust has the ability to access.

• Level 2 - Inputs to the valuation methodology that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for

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December 31, 2014 and 2013

substantially the full term of the assets or liabilities. 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.

A financial instrument s categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy:

Mutual Funds

A mutual fund s Net Asset Value (NAV) is based on the value of underlying assets owned by the fund minus its liabilities and then divided by the number of shares outstanding calculated as of the close of business of the New York Stock Exchange. The mutual fund s assets normally are fair valued for the purpose of computing the fund s NAV. Since the NAV is a quoted price in a market that is active, they are classified within Level 1 of the valuation hierarchy.

Synthetic Guaranteed Investment Contracts

The fair value of the synthetic guaranteed investment contracts is based on the underlying investments. The underlying investments are common/collective trust funds (CCTs), which are public investment vehicles, valued at the NAV as described above. The value of the wrapper contracts is determined using unobservable inputs including rebid rates from the wrapper provider. The fair value of the wrapper at December 31, 2014 and 2013 of $62,202 and $0, respectively, is included in the synthetic guaranteed investment contracts amount of the Master Trust shown below. Because the underlying CCTs are valued using a quoted price in a market that is not active and the wrapper contracts are valued using unobservable inputs, the synthetic guaranteed investment contracts are classified within Level 2 of the valuation hierarchy.

Commingled Funds

These investments are investment vehicles valued using the NAV provided by the administrator of the fund. The values of the underlying assets owned by the fund are valued at quoted market prices in an active market. Each common/collective trust fund provides for daily redemptions by the Plan at reported NAVs with no advance notice requirement. The NAV is a quoted price in a market that is not active and classified within Level 2 of the valuation hierarchy.

Unilever N.V. Stock Fund

Unilever N.V. Stock Fund invests in shares of Unilever N.V. stock which is valued at the closing price reported on the New York Stock Exchange and is classified within Level 1 of the valuation hierarchy.

Short-term Investment Funds

The short-term investment funds, which include money market funds, are valued at quoted market prices in an active market, which represent the NAVs held by the Plan at year end and are classified within Level 1 of the valuation hierarchy.

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December 31, 2014 and 2013

In accordance with the guidance relating to fair value measurements, the following tables represent the Master Trust s fair value hierarchy for its financial assets measured at fair value on a recurring basis as of December 31, 2014 and 2013:

2014

	Level 1	Level 2	Level 3	Total
Mutual funds:				
Bond funds	$ 66,169,197	$	$	$ 66,169,197
Large cap funds	142,918,874			142,918,874
Brokerage Link:				
Fixed income	6,689,866			6,689,866
International equities	10,086,792			10,086,792
US equities	43,458,110			43,458,110
Other	2,633,796			2,633,796
Total mutual funds	271,956,635			271,956,635
Synthetic guaranteed investment contracts		440,244,338		440,244,338
Commingled funds:				
Index funds		148,773,784		148,773,784
Target retirement funds		927,781,980		927,781,980
Total commingled funds		1,076,555,764		1,076,555,764
Unilever N.V. Stock Fund	67,004,122			67,004,122
Short-term investment funds	26,840,101			26,840,101
Investments at fair value	$ 365,800,858	$ 1,516,800,102	$	$ 1,882,600,960

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Notes to Financial Statements

December 31, 2014 and 2013

2013

	Level 1	Level 2	Level 3	Total
Mutual funds:				
Bond funds	$ 73,904,999	$	$	$ 73,904,999
Large cap funds	137,770,110			137,770,110
Brokerage Link:				
Fixed income	7,461,641			7,461,641
International equities	12,652,084			12,652,084
US equities	42,821,548			42,821,548
Other	2,601,610			2,601,610
Total mutual funds	277,211,992			277,211,992
Synthetic guaranteed investment contracts		494,057,461		494,057,461
Commingled funds:				
Index funds		143,075,637		143,075,637
Target retirement funds		911,027,878		911,027,878
Total commingled funds		1,054,103,515		1,054,103,515
Unilever N.V. Stock Fund	73,713,207			73,713,207
Short-term investment funds	30,186,502			30,186,502
Investments at fair value	$ 381,111,701	$ 1,548,160,976	$	$ 1,929,272,677

There have been no significant transfers between level 1 and level 2.

The following tables summarize investments measured at fair value based on NAVs per share and classified as a level 2 or 3 investment as of December 31, 2014 and 2013:

December 31, 2014

Instrument	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Commingled Funds:				

Index funds	$	148,773,784	$		Daily	n/a
Target retirement funds	$	927,781,980	$		Daily	n/a

December 31, 2013

Instrument		Fair Value		Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Commingled Funds:						
Index funds	$	143,075,637	$		Daily	n/a
Target retirement funds	$	911,027,878	$		Daily	n/a

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Notes to Financial Statements

December 31, 2014 and 2013

5. Transactions with Related Parties and Parties-in-Interest

The Unilever N.V. Stock Fund invests in shares of Unilever N.V. stock. This fund is designed as a means for employees to participate in the potential long-term growth of Unilever N.V. The Master Trust held approximately 1,716,000 and 1,832,000 shares at December 31, 2014 and 2013, respectively, of common stock in Unilever N.V. The Master Trust also earned dividend income from the common stock of approximately $2.6 million for the years ended December 31, 2014 and 2013. The Master Trust had sales and purchases of Unilever N.V. Stock of approximately $22.6 million and $20.1 million in 2014, and $19.5 million and $18.3 million in 2013, respectively. The fair value of Unilever N.V. Stock Fund held by the Plan at December 31, 2014 and 2013 approximates $3.4 million and $4.0 million, respectively.

Certain Master Trust investments consist of units in investment funds managed by Fidelity, the Trustee. 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 2014 and 2013 disclosed on the Statements of Changes in Net Assets Available for Benefits were paid to Fidelity.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and terminate the Plan, subject to the provisions of ERISA. In the event of the Plan termination, the participant s rights to their accrued benefits are non-forfeitable. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Company may determine.

7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits as disclosed in the Statements of Net assets Available for Benefits at December 31, 2014 and 2013 to amounts presented in Form 5500:

		2014		2013
Net assets available for benefits as disclosed in the financial statements	$	100,183,192	$	106,597,636
		1,180,597		1,260,204

Adjustment from contract value to fair value for interest in the Master Trust relating to fully benefit-responsive investment contracts				
Net assets available for benefits as presented in Form 5500	$	101,363,789	$	107,857,840

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Savings Plan for Union Employees of Unilever

Notes to Financial Statements

December 31, 2014 and 2013

The following is a reconciliation of investment income as disclosed in the Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2014 and 2013 to the amounts presented in Form 5500:

	2014	2013
Net investment income from Plan interest in Unilever United States Inc. Master Trust as presented in the financial statements	$ 4,852,004	$ 10,893,231
Adjustment from contract value to fair value	(79,607)	(1,686,304)
Investment income as presented in Form 5500	$ 4,772,397	$ 9,206,927

8. Subsequent Events

The Plan has evaluated subsequent events through June 26, 2015, the date that the financial statements were available to be issued. Based on this evaluation, the Plan s administrator has determined the following events required disclosure.

Effective April 2015, union employees are eligible to enroll in the Annual Increase Program.

Employees working in Unilever s Baking, Cooking and Spreading divisions will be moved into a new company called BCS. It is expected that effective June 30, 2015, BCS will become a participating employer in the UNICare Savings Plan.

The Sunnyvale, CA factory is expected to close during the third quarter of 2015.

Unilever expects to introduce a new investment fund line-up effective July 31, 2015.

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Schedule H Line 4i Schedule of Assets (Held at End of Year)

EIN: 13-1840427, Plan # 035

December 31, 2014

(a)	(b) Identity of Issue, Borrower Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost **		(e) Current Value
*	Investment in Unilever United States, Inc. Master Trust, at fair value	Various investments		$	98,380,638
*	Notes Receivable from Participants	Interest rates ranging from 4.25% to 9.25% with maturities through 2029		$	2,919,377

* Denotes a party-in-interest to the Plan

** Not applicable

See Report of Independent Registered Public Accounting Firm.

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Savings Plan for Union Employees of Unilever

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

SAVINGS PLAN FOR UNION EMPLOYEES OF UNILEVER

By:	/s/ Sandra Zornek Sandra Zornek DIRECTOR OF BENEFITS

Date: June 26, 2015

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Savings Plan for Union Employees of Unilever

EXHIBIT INDEX

Exhibit Number	**Exhibit**
23.1	Consent of Independent Registered Public Accounting Firm