

UNILEVER PLC  
Form SC14D9C  
February 17, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**SCHEDULE 14D-9**

(Rule 14d-101)

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**Solicitation/Recommendation Statement**

**Under Section 14(d)(4) of the Securities Exchange Act of 1934**

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**UNILEVER PLC**

(Name of Subject Company)

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**UNILEVER PLC**

(Name of Person(s) Filing Statement)

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**American Shares (evidenced by Depositary Receipts) each representing one ordinary share of the nominal amount of 3 1/9p each**

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(Title of Class of Securities)

**904767704**

(CUSIP Number of Class of Securities)

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(Name, address and telephone number of person authorized  
to receive notice and communications on behalf of the persons filing statement)

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With copies to:

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x Check the box below if the filing relates solely to preliminary communications made before the commencement of a tender offer.



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On 17 February 2017, The Kraft Heinz Company ( **Kraft Heinz** ) announced that it had made a potential offer for all of the shares of Unilever PLC and Unilever N.V. (together, **Unilever** or the **Company** ).

This Schedule 14D-9 filing consists of the following documents relating to the potential offer:

- 1) Statement regarding the announcement by The Kraft Heinz Company of a potential offer, dated 17 February 2017, issued by Unilever, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference;
- 2) Form of e-mail, dated 17 February 2017, to senior worldwide management of the Company, a copy of which is attached hereto as Exhibit 99.2 and incorporated herein by reference; and
- 3) Pages posted on Unilever's website, www.unilever.com, on 17 February 2017, a copy of which is attached hereto as Exhibit 99.3 and incorporated herein by reference.

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | Statement regarding the announcement by The Kraft Heinz Company of a potential offer, dated 17 February 2017, issued by Unilever |
| 99.2               | Form of e-mail, dated 17 February 2017, to senior worldwide management of the Company  |
| 99.3               | Pages posted on Unilever s website, www.unilever.com on 17 February 2017   |