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Certain sections of the Unilever Annual Report and Accounts 2005 have been audited. Sections that have been audited are set out on pages 78 to 151, 157 to 172 and 174 to 177. The auditable part of the Directors' Remuneration report as set out on page 69 has also been audited.

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Report of the Remuneration Committee

2005 was a year of far-reaching and important changes to the way Unilever is run. These changes have had an important impact on the work of the Remuneration Committee.

The most significant change was the ending of the dual chairmanship and the creation of the single chief executive role. At the AGMs in May 2005 Antony Burgmans was appointed to the new role of Non-Executive Chairman, and Patrick Cescau took on the new role of Group Chief Executive. This change improved our governance and organisational effectiveness.

At the AGMs in May 2005, three Executive Directors retired after long and distinguished careers with Unilever. Clive Butler, Keki Dadiseth and Andre van Heemstra all agreed to retire to allow the creation of a new executive team. Each agreed to retire at the age of 60. Unilever continued to pay their base salary and benefits, in lieu of notice, for a maximum of one year, fulfilling its contractual obligations.

Antony Burgmans stepped down as Executive Director at the 2005 AGMs and assumed the new role of Non-Executive Chairman. In fulfilment of contractual obligations he continues to receive his salary and benefits until June 2006. However, he is no longer entitled to any annual or long-term incentives. After June 2006, he will receive a fee for his services as Chairman.

Given the new Board structure and Unilever's longer-term strategy, the Committee reviewed the existing reward packages for each of the current Executive Directors during the year. Base salaries have been adjusted to reflect the new roles and responsibilities in line with the market. The revised salary levels are set out on page 56.

Annual incentives criteria for 2005 were underlying sales growth, trading contribution (Unilever's version of economic value added) and individual performance targets. Taking into account the actual delivery of sales growth and trading contribution in 2005, the annual incentive Executive Directors earned for 2005 were roughly half maximum levels. No awards vested in 2005 for Executive Directors under the TSR plan as Unilever's TSR performance over the period 2002-2004 fell short of requirements. Following shareholder approval, we operated the Global Performance Share Plan for the first time. Its clearly defined performance criteria focus management on top-line growth and cash flow generation. For 2006, we retained the same criteria as in 2005 for annual incentive, and we reviewed individual performance targets to ensure these reflect, next to corporate performance, each Executive Director's responsibility for delivering specific growth objectives.

All this was done to create the greatest possible alignment between the various elements of the remuneration package and Unilever's longer-term strategy.

Finally, we have revised the Report of the Remuneration Committee to improve its transparency in respect of the arrangements.

Bertrand Collomb Chairman of the Remuneration Committee
David Simon
Jeroen van der Veer

Report of the Remuneration Committee

(continued)

Remuneration policy 2006 and beyond – Executive Directors

Main principles

Unilever's objective in its remuneration policy for Executive Directors is to drive performance and to set reward in support of the achievement of its goals. Therefore it is important to recruit key executives who can drive the business forward and achieve the highest results for shareholders. This is essential to the successful leadership and effective management of Unilever as a major global company. To meet this objective the Remuneration Committee follows three key principles, supported by shareholders:

- A significant proportion of the Executive Directors' total reward is linked to a number of key measures of company performance to create alignment with the strategy and business priorities;
- The reward policy is benchmarked regularly against arrangements of other global companies based in Europe.

This ensures that Executive Directors' reward levels remain competitive; and

- An internal comparison is made with the reward arrangements for other senior executives within Unilever to support consistent application of Unilever's executive reward policies.

Each element of the Executive Directors' reward package focuses on supporting different business objectives. The table below provides an overview of all the elements of reward (excluding pension), the key drivers, the resulting performance measures and indicative levels. In setting targets for the performance measures, the Committee is guided by what needs to happen to drive underlying performance and this is reflected in both the short-term and long-term performance targets.

Unilever reward policy table

	Element	Payment method	Indicative levels at face value as % of base pay	Plan objectives/Key drivers	Performance measures
Short-term (one year)	Base salary	Cash	Market competitive	Attraction and retention of key executives	Individual performance
	Annual incentive	Cash (75%) Shares (25%)	Executive Director: 60% on target (range of 0% – 100%) Group Chief Executive: 90% on target (range of 0 – 150%)	Delivery of trading contribution (Unilever's primary internal measure of economic value added) and top-line growth targets Individual responsibility for key Unilever business objectives	Trading contribution (Executive Director: 40%, Group Chief Executive: 50%) Underlying sales growth (Executive Director: 40%, Group Chief Executive: 50%) Individual contribution to Unilever business strategy (Executive Director 20%, Group Chief Executive: 50%)
Long-term (three year)	Global performance share plan	Shares	Grant level: c. 25% Vesting level: 0 – 200% of grant	Ungeared Free Cash Flow as the basic driver of Unilever shareholder returns Top-line growth as essential to Unilever's long-term value creation	Ungeared Free Cash Flow (50%) Underlying sales growth (50%)
	TSR plan	Shares	Grant level: c. 60% Vesting level: 0 – 200% of grant	Shareholder return at upper half of peer group with 20 other companies	Relative total shareholder return
	Share matching plan	Shares	25% of annual incentive paid	Alignment with shareholders' interests	

Depending on the level of performance the variable component could vary between 0 and around 80% of the total reward package (excluding pensions).

Some of the Executive Directors serve as a non-executive on the Board of another company. Unilever requires that all remuneration and fees earned from outside directorships are paid directly to Unilever.

Report of the Remuneration Committee

(continued)

Base salary

The Remuneration Committee reviews base salary levels annually, taking into account external benchmarks in the context of company and individual performance.

Annual incentive

The annual incentive arrangement rewards Executive Directors for the delivery of trading contribution (Unilever's primary internal measure of economic value added) and top-line growth targets, as well as for their individual contribution to Unilever's business strategy.

In 2005, shareholders approved changes to the corporate performance criteria for the annual incentive arrangement, to ensure continuing alignment with business priorities, and a maximum opportunity for the Group Chief Executive of 150% of base salary. The maximum level is only payable in the case of exceptional performance. The annual incentive opportunity for other Executive Directors remains between 0 and 100%.

The performance criteria for the annual incentive are now:

- Trading contribution (40%, for Chief Executive maximum 50% of base salary). This is Unilever's primary internal measure of economic value added. Increases reflect the combined impact of top-line growth, margin improvement and capital efficiency gains. It is well aligned with our objective of a progressive improvement in return on invested capital and with shareholder value creation;
- Underlying sales growth (40%, for Chief Executive maximum 50% of base salary). This focuses on the organic growth of Unilever's turnover; and
- Individual business targets (20%, for Chief Executive maximum 50% of base salary). The individual performance targets are tailored to each individual's responsibilities to deliver certain business objectives supporting the strategy. Individual contributions are subject to robust measures and targets to ensure objectivity of achievement.

The annual incentive is calculated at the end of each financial year and payable in the following March. Part of the annual incentive (25%) is delivered to the Executive Directors in the form of shares in NV and PLC, which are matched by a conditional award of 'matching shares', as further described under long-term incentives below.

Long-term incentives

In 2005 shareholders also approved the replacement of the Executive Option Plan with the Unilever Global Performance Share Plan (GPSP). The long-term incentives for Executive Directors now consist of three elements, all of which are delivered in shares:

- Global Performance Share Plan;
- TSR Long-Term Incentive Plan; and
- Share Matching Plan (linked to the annual incentive).

The policy in respect of each of the plans is described below, details for 2005 are set out on page 57 and in the tables on pages 61 to 64.

Executive Directors are required to demonstrate a significant personal shareholding commitment to Unilever. Within five years of appointment, they are expected to hold shares worth 150% of their annual base salary. This reinforces the link between the executives and other shareholders.

Global Performance Share Plan (GPSP)

Under the GPSP conditional rights over shares in NV and PLC are awarded annually to Executive Directors. For Executive Directors the value of a grant of conditional shares will not exceed 50% of base salary. The number of shares actually received at the end of the performance periods of the three years depends on the satisfaction of the performance targets.

The performance measures for vesting are underlying sales growth (for 50% of the award) and ungeared free cash flow (for 50% of the award). These are key performance measures in Unilever's external reporting. Underlying sales growth focuses on the organic growth of Unilever's turnover. Ungeared free cash flow expresses the translation of profit into cash and thus longer term economic value.

In respect of performance targets, there is a minimum and a maximum performance range for each of the two measures and associated vesting levels. Each year, the Remuneration Committee reviews the performance targets by taking account of market conditions and internal financial planning. The Remuneration Committee will conduct a review of these targets at the start of 2006 and ensure that those attached to awards to be made in 2006 are appropriate and challenging.

Total Shareholder Return (TSR) Long-Term Incentive Plan

This plan rewards Executive Directors for creating more value for Unilever's shareholders when compared with the investment returns generated by competitors.

Under this plan conditional rights over shares in NV and PLC are awarded annually to Executive Directors.

The current level of conditional annual awards is as follows:

- Group Chief Executive: Shares in NV and PLC to the combined value of €800 000; and
- Other Executive Directors: Shares in NV and PLC to the combined value of €500 000.

Vesting is subject to Unilever's relative Total Shareholder Return (TSR) performance. TSR measures the returns received by a shareholder, capturing both the increase in share price and the value of dividend income (assuming dividends are re-invested). Unilever's TSR performance is compared with a peer group of competitors over a three-year performance period. The TSR results are compared on a single reference currency basis.

No shares will vest if Unilever is ranked below position 11 of the TSR ranking table over the three-year period. Between 25% and 200% of the shares will vest if Unilever is ranked in the top half of the table as shown below:

Report of the Remuneration Committee

(continued)

TSR peer group ranking	(% of original conditional award that will vest)
12th to 21st	0%
10th or 11th	25%
8th or 9th	50%
5th to 7th	100%
3rd or 4th	150%
1st or 2nd	200%

Peer Group:

Altria	Kao
Avon	Lion
Beiersdorf	L'Oréal
Cadbury Schweppes	Nestlé
Clorox	Orkla
Coca-Cola	Pepsico
Colgate	Procter & Gamble
Danone	Reckitt Benckiser
Gillette	Sara Lee
Heinz	Shiseido

Kraft will replace Altria and Kimberly-Clark will replace Gillette in the peer group.

Share Matching Plan (linked to the annual incentive)

The Share Matching Plan enhances the alignment with shareholder's interests and supports the retention of key executives. In addition, the necessity to hold the shares for a minimum period of three years supports the shareholding requirements set out on page 55.

As mentioned earlier, the Executive Directors receive 25% of their annual incentive in the form of NV and PLC shares. These are matched with an equivalent number of matching shares. The matching shares will vest after three years provided that the underlying shares have been retained during this period and the Executive Director has not resigned or been dismissed.

The Remuneration Committee considers that there is no need for further performance conditions on the vesting of the matching shares because the number of shares is directly linked to the annual bonus (which is itself subject to demanding performance conditions). In addition, during the three-year vesting period the share price of NV and PLC will be influenced by the performance of Unilever which, in turn, will affect the ultimate value of the matching shares on vesting.

Executive Directors' pensions

Executive Directors are provided with a defined benefit final salary pension, which is consistent with the pension provision for other Unilever Netherlands and UK employees. The Executive Directors' arrangement provides a pension of a maximum of two-thirds of final pensionable pay if they retire at age 60 or later.

As stated in last year's report, the Remuneration Committee decided that annual incentive would no longer be part of pensionable pay for new Executive Directors appointed as from 2005. For Executive Directors appointed prior to 2005, annual incentive is pensionable up to a maximum of 20% of base salary.

Other benefits and allowances

Executive Directors enjoy similar benefits to many other employees of Unilever. For example, like other employees, Executive Directors are able to participate in the UK Employee ShareSave Plan, the UK Share Incentive Plan ('ShareBuy') and the All Employee Option Plan, in the Netherlands.

Future developments

The Remuneration Committee intends to continue monitoring trends and changes in the market. It keeps a watching brief on the continuing alignment between Unilever's strategic objectives and the reward policy for Executive Directors. The Committee is continuing its review of the pension arrangements for Executive Directors during 2006.

Commentary on Executive Directors' Remuneration paid in 2005

The tables on pages 60 to 67 give details of the specific elements of the Executive Directors' reward package in 2005. However, the following additional comments may be helpful in understanding the various tables. The first sections cover the arrangements for current Executive Directors, followed by an explanation of the arrangements for former Executive Directors.

Base salary

Following the AGMs in May 2005, the number of Executive Directors and their responsibilities changed substantially. The Committee therefore reviewed base salary levels in light of these changes. The salary levels were benchmarked against those paid in other major global companies based in Europe, excluding companies in the financial sector. The increases for 2005 reflect the change in the composition and responsibilities of the Executive Directors, market levels as well as individual and company performance. The total salary figure compared with that for last year has reduced significantly as a consequence of the reduction in the number of Executive Directors. The current annual base salary levels for the Executive Directors are set out below:

Executive Director	Current annual base salary levels
Based in the UK	
Patrick Cescau	£935 000
Ralph Kugler	£570 000
Rudy Markham	£645 000
Based in the Netherlands	
Kees van der Graaf	€760 000

Report of the Remuneration Committee (continued)

Annual incentive

The annual incentive awards for 2005 were subject to achievement of underlying sales growth and trading contribution targets in combination with individual key strategic business targets. The Committee measured the results against the targets set and determined the annual incentive amounts for 2005.

Long-term incentive arrangements

- **Global Performance Share Plan**

The first award under this new plan was made to Executive Directors in 2005. The performance period of this award is 1 January 2005 to 31 December 2007 and therefore no award vested in 2005.

- **TSR Plan**

Vesting of the conditional award made in 2002 was based on the TSR performance of Unilever (when ranked against its defined peer group with competitors) over the three-year performance period ended 31 December 2004. For this period, Unilever was ranked 13 in this peer group and therefore no vesting occurred for this award in March 2005. The conditional shares awarded in 2002 lapsed.

- **Share Matching Plan**

The matching shares originally granted in 2000 and 2002 on a conditional basis vested in 2005, subject to fulfilment of the retention conditions.

- **Executive Share Options**

The grants of executive share options made in 2002 became exercisable as from 2005. As the size of the 2002 grants was based on Unilever's EPS performance, the options at vesting were subject to no further conditions.

Pensions

In response to changes in the pension tax regimes in both the Netherlands and the UK:

- The projected value of the Netherlands-based Executive Director's final benefit has been converted from a reasonable expectation to a vested benefit, consistent with the treatment adopted for other Netherlands senior executives with similar expectations; and
- UK-based Executive Directors and other potentially affected employees have been informed that the company will offer them the option of capping their benefit provided by the Unilever UK Pension Fund at their personal Lifetime Allowance and receiving the balance of their benefit directly from the company.

For Executive Directors appointed since 2005, the annual incentive no longer forms part of pensionable salary.

Arrangements for former Executive Directors in 2005

At the AGMs in May 2005, Antony Burgmans stepped down as Executive Director of the Boards of Unilever NV and PLC and was appointed in a new role as Chairman of both Boards. In line with the provisions of his contract, Mr Burgmans is receiving salary and benefits until June 2006. From June 2006 he will start to receive a Chairmanship fee. While he has received a pro-rated annual incentive payment for his service to the 2005 AGMs, he has no further annual incentive entitlements. Equally, he received no long-term incentive awards after the AGMs in May 2005 and will receive no further new awards. His existing long-term incentives are subject to relevant provisions in the plan rules. Mr Burgmans' retirement date will be June 2006, then being 59, and from this date he will receive a full pension as if he had retired at 60.

Clive Butler, Keki Dadiseth and André Van Heemstra stepped down as Executive Directors at the AGMs in May 2005. Each has received a pro-rated annual incentive payment for service to the 2005 AGMs. None received any new long-term incentive awards for the period after May 2005 and their existing long-term incentives are subject to relevant provisions in the plan rules. The company is respecting its contractual obligations and has provided for each director to be paid their base salary and benefits for the maximum of one year. Clive Butler and Keki Dadiseth have received their payments as lump sums. André Van Heemstra is receiving his payments on a monthly basis. They receive their full pension benefits at 60 as if they had retired on this date.

Non-Executive Directors

The Non-Executive Directors receive fees and (where appropriate) an attendance allowance from both NV and PLC. No other remuneration is given in respect of their Non-Executive duties from either NV or PLC, such as annual incentives, share-based incentives or pension benefits.

The level of their fees reflects their commitment and contribution to the companies. The levels were last reviewed in 2004 against fees payable by comparable companies in the UK and continental Europe, to ensure Unilever's levels reflected current market practice and their increased responsibilities as Directors. The current fee levels are set out below:

Non-Executive Role	Fees payable by NV	Fees payable by PLC
Senior Independent Director	€48 000	£36 000
Committee Chairman	€38 000	£29 000
Other Non-Executive Directors	€32 000	£24 000

Report of the Remuneration Committee

(continued)

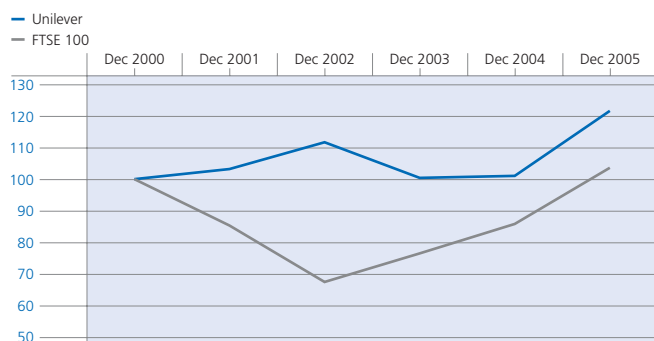
Other items

Unilever's share performance relative to broad-based equity indices

The UK Companies Act 1985 (schedule 7A) requires us to show Unilever's relative share performance, based on Total Shareholder Return, against a holding of shares in a broad-based equity index for the last five years. The Remuneration Committee has decided to show Unilever's performance against two indices, namely the FTSE 100 Index, London, and the Euronext AEX Index, Amsterdam as these are the most generally used indices in the UK and the Netherlands, where we have our principal listings.

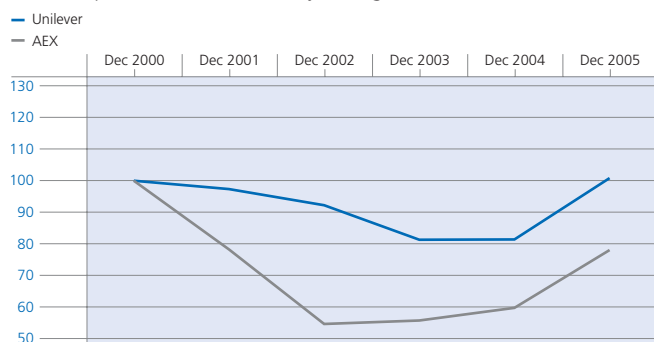
Five-Year Historical TSR Performance

Growth in the value of a hypothetical £100 holding over five years FTSE 100 comparison based on 30 trading day average values



Five-Year Historical TSR Performance

Growth in the value of a hypothetical investment over five years AEX comparison based on 30 day average values



Remuneration committee

Tasks and responsibilities

The Committee is responsible for making proposals to the Boards on the reward policy for Executive Directors. It is also responsible for setting individual reward packages for Executive Directors and for monitoring and approving all share-based incentive arrangements. The Committee meets at least three times a year and, during 2005, it met on 6 occasions.

Structure and role

The Chairman of the Committee is Bertrand Collomb. The other two Non-Executive Directors of the Committee are David Simon and Jeroen van der Veer.

The Non-Executive Directors are chosen for their broad experience and international outlook.

Advice and assistance

The Committee does not formally retain remuneration consultants. It seeks professional advice from external advisers as and when required. During 2005, the Committee sought advice from Towers Perrin (an independent firm of human resources specialists) on market data, reward trends and performance-related pay. Towers Perrin also provides general consultancy advice to Unilever group companies on employee rewards, pension, communications and other human resource matters.

The Committee is supplied with information by Jan van der Bijl, who is also one of the Joint Secretaries of Unilever.

The Group Chief Executive can be invited to attend Committee meetings to provide his own insights to the Committee on business objectives and the individual performance of his direct reports. Naturally, he does not attend when his own remuneration is being discussed.

The Non-Executive Chairman can, in his role as Chairman of the Board, also attend the meetings.

Report of the Remuneration Committee

(continued)

The following section contains detailed information on the Executive Directors' annual remuneration, long-term incentives, pension benefits and share interests in respect of 2005.

Aggregate remuneration for Executive Directors

The following table gives details of the aggregate remuneration (including long-term incentives) received by Executive Directors as a group.

	€ '000 2005	€ '000 2004
Annual emoluments⁽¹⁾		
Base salary	5 219	7 927
Allowances and other payments:		
Allowances	255	750
Other payments ⁽²⁾	2 586	1 806
Value of benefits in kind	264	665
Performance-related payments (annual incentive) ⁽³⁾	2 752	1 027
Sub-total of annual emoluments	11 076	12 175
Other income arising from long-term incentives⁽⁴⁾		
Gains on exercise of share options	10	4 267
Vesting of matching shares	1 149	782
Vesting of TSR Long-Term Incentive Plans	–	4 105
Total of annual emoluments and other income arising from long-term incentives	12 235	21 329

(1) Annual emoluments include: base salary; allowances; other payments (see footnote 2); and the value of benefits in kind earned in respect of 2005. It also includes the annual incentive (both the cash element and the element paid in shares) payable in March 2006 relating to the performance year 2005.

(2) Other payments include payments to Antony Burgmans, Clive Butler, Keki Dadiseth and André van Heemstra following contractual obligations to provide salary and benefits.

(3) The value of matching shares awarded on a conditional basis in respect of 2005 is not included. This will be reported in 2009 when the shares vest.

(4) Other income includes the gains realised in 2005 following the exercise of share options granted in earlier years and the value of matching shares vested in 2005. No value is attributed to TSR Long-Term Incentive Plan as the shares which were conditionally granted in 2002 did not vest and lapsed in 2005.

Report of the Remuneration Committee

(continued)

Remuneration for individual Executive Directors

The following table gives details of the total remuneration (including long-term incentives) received by each Executive Director.

Name and Base Country	Annual Emoluments 2005 ⁽¹⁾				Total annual emoluments 2005 € '000	Total annual emoluments 2004 € '000	Other income arising from long-term incentives in 2005 ⁽²⁾			Total of annual emoluments and other income arising from long-term incentives in 2005 € '000	Total of annual emoluments and other income arising from long-term incentives in 2004 € '000
	Base salary € '000	Allowances and other payments ⁽³⁾ € '000	Value of benefits in kind ⁽⁴⁾ € '000	Annual incentive ⁽⁵⁾ € '000			Gains on exercise of share options in 2005 € '000	Vesting of matching shares in 2005 € '000	Vesting of TSR/LTIP in 2005 (performance period 2002-2004) € '000		
Current Executive Directors											
Patrick Cescau ⁽⁶⁾ (UK)	1 336	94	98	1 016	2 544	1 779	–	198	–	2 742	3 897
Kees van der Graaf (NL)	751	7	23	338	1 119	600	–	54	–	1 173	600
Ralph Kugler ⁽⁷⁾ (UK)	556	15	7	239	817	–	10	–	–	827	–
Rudy Markham (UK)	943	22	35	425	1 425	1 091	–	185	–	1 610	1 644
Position changed in 2005											
Antony Burgmans ⁽⁸⁾ (NL)	592	913	31	266	1 802	1 732	–	241	–	2 043	2 573
Former Executive Directors (2005)											
Clive Butler ⁽⁹⁾ (UK)	323	776	20	145	1 264	860	–	172	–	1 436	1 484
Keki Dadiseth ⁽¹⁰⁾ (UK)	414	583	38	186	1 221	1 144	–	137	–	1 358	1 659
André van Heemstra ⁽¹¹⁾ (NL)	304	431	12	137	884	851	–	162	–	1 046	1 645

- (1) Annual emoluments includes base salary, allowances and other payments (see footnote 3) and the value of benefits in kind earned in respect of 2005. It also includes the annual incentive (both the cash element and the element paid in shares) payable in March 2006 relating to the performance year 2005. The value of the matching shares conditionally awarded in 2006 in respect of the performance year 2005 is not included as these form part of the long-term incentives and the value will be reported when they vest in 2009.
- (2) Other income includes the gains realised in 2005 following the exercise of share options granted in earlier years. It also includes the value of the matching shares vested in 2005, which were originally granted in 2000 and 2002. No vesting occurred in 2005 with respect to the TSR LTIP shares granted in 2002 (performance period 2002 to 2004) as Unilever was ranked 13 in the peer group and therefore no value is reported here.
- (3) Allowances include the following payments: allowances in lieu of company car; entertaining allowance; 'blind trust fees'; and allowance to compensate for loss of net income suffered because part of the income was paid in the Netherlands. All allowances are taxable in the country of residence of the Executive Director concerned apart from the entertaining allowance which is currently tax free in the Netherlands. For the Former Executive Directors who stepped down at the AGMs in 2005 the allowance and other payments figures include the contractual provisions.
- (4) Includes the value of the following benefits in kind: benefits for company car; housing; medical insurance benefit; and private use chauffeur driven cars. Included are the taxable benefits which are taxable in the country of residence of the Executive Director.
- (5) Part of the annual incentive is paid in the form of shares in NV and PLC. The value of these shares is included in the figures of the annual incentive shown above. In addition to these shares, each Executive Director is awarded, on a conditional basis, an equivalent number of matching shares which are not included above. The value of these matching shares will be reported when they vest in 2009.
- (6) Group Chief Executive from AGMs 2005.
- (7) Appointed as an Executive Director on 11 May 2005. Remuneration shown above covers the period from date of appointment.
- (8) Executive Director until 11 May 2005. Base salary reflects payments up until May 2005. Under allowances and other payments and value of benefits in kind, following contractual provisions, received base salary between June to December 2005 (€828 000); June to December benefits (€18 000); allowances (€16 000). From June 2006, he will receive a Chairmanship fee.
- (9) Executive Director until 11 May 2005. Base salary reflects payments up until May 2005. Under allowances and other payments the total amount received as a lump sum payment of €775 000 (comprising period June 2005 to June 2006) in accordance with contractual provisions.
- (10) Executive Director until 11 May 2005. Base salary reflects payments up until May 2005. Under allowances and other payments the total amount received as a lump sum payment of €557 000 (comprising period June to December 2005) in accordance with contractual provisions.
- (11) Executive Director until 11 May 2005. Base salary reflects payments up until May 2005. Under allowances and other payments and value of benefits in kind the total received as monthly payments amounting to €426 000 comprising salary June to December 2005, also for June to December 2005 €7 000 benefits and allowances €3 000 in accordance with contractual provisions.

Figures have been translated into euros using the following exchange rate: €1 = £0.6837.

Report of the Remuneration Committee

(continued)

Executive Directors' Global Performance Share Plan

The following conditional shares were outstanding, awarded or vested during 2005 under the Global Performance Share Plan:

	Share type	Balance of conditional shares at 1 January 2005		Conditional grant made 18 May 2005 (Performance period 2005 to 2007 ⁽¹⁾)		Balance of conditional shares at 31 December 2005	
		No. of shares	No. of shares	No. of shares	Price at award	No. of shares	No. of shares
Patrick Cescau	NV	–	3 000	–	€53.00	–	3 000
	PLC	–	20 000	–	538.50p	–	20 000
Kees van der Graaf	NV	–	2 000	–	€53.00	–	2 000
	PLC	–	13 500	–	538.50p	–	13 500
Ralph Kugler	NV	–	2 000	–	€53.00	–	2 000
	PLC	–	13 500	–	538.50p	–	13 500
Rudy Markham	NV	–	2 000	–	€53.00	–	2 000
	PLC	–	13 500	–	538.50p	–	13 500

- (1) Each award of performance shares is conditional and vests subject to certain conditions (ungeared free cash flow performance and top-line growth performance) three years after the date of the award. The 2005 awards are subject to the performance period 1 January 2005 to 31 December 2007.

Report of the Remuneration Committee

(continued)

Executive Directors' conditional share awards under the TSR Long-Term Incentive Plan

Conditional rights to ordinary shares in NV and PLC were outstanding, granted or vested/lapsed in 2005 as shown in the table below:

Name	Share type	Balance of conditional shares at 1 January 2005		Conditional award made 21 March 2005 (Performance period 2005 to 2007) ⁽¹⁾		Conditional awards lapsed 21 March 2005 (Performance period 2002 to 2004) ⁽²⁾		Balance of conditional shares at 31 December 2005	
		No. of shares	No. of shares	Price at award	No. of shares	Market price at vesting	Original price at award	No. of shares	
Current Executive Directors									
Patrick Cescau	NV	12 895	7 890	€50.70	(3 737)	€50.70	€66.90	17 048	
	PLC	87 306	54 960	505p	(26 450)	505p	583p	115 816	
Kees van der Graaf	NV	7 739	4 931	€50.70	(2 243)	€50.70	€66.90	10 427	
	PLC	52 376	34 352	505p	(15 870)	505p	583p	70 858	
Ralph Kugler ⁽³⁾	NV	10 427						10 427	
	PLC	70 858						70 858	
Rudy Markham	NV	12 895	4 931	€50.70	(3 737)	€50.70	€66.90	14 089	
	PLC	87 306	34 352	505p	(26 450)	505p	583p	95 208	
Position changed in 2005									
Antony Burgmans	NV	20 634			(5 980)	€50.70	€66.90	14 654 ⁽⁴⁾	
	PLC	139 680			(42 319)	505p	583p	97 361 ⁽⁴⁾	
Former Executive Directors (2005)									
Clive Butler	NV	12 895			(3 737)	€50.70	€66.90	9 158 ⁽⁴⁾	
	PLC	87 306			(26 450)	505p	583p	60 856 ⁽⁴⁾	
Keki Dadiseth	NV	12 895			(3 737)	€50.70	€66.90	9 158 ⁽⁴⁾	
	PLC	87 306			(26 450)	505p	583p	60 856 ⁽⁴⁾	
André van Heemstra	NV	12 895			(3 737)	€50.70	€66.90	9 158 ⁽⁴⁾	
	PLC	87 306			(26 450)	505p	583p	60 856 ⁽⁴⁾	

(1) The end date of the performance period in respect of the conditional award made in 2005 is 31 December 2007.

(2) The conditional awards made in 2002, which vested in 2005 were based on the TSR performance of Unilever (when ranked against its defined peer group) over the three-year performance period ending 31 December 2004. For this period, Unilever was ranked 13 out of its peer group and therefore no vesting occurred for this award in March 2005 and the awarded shares of the award 2002 lapsed.

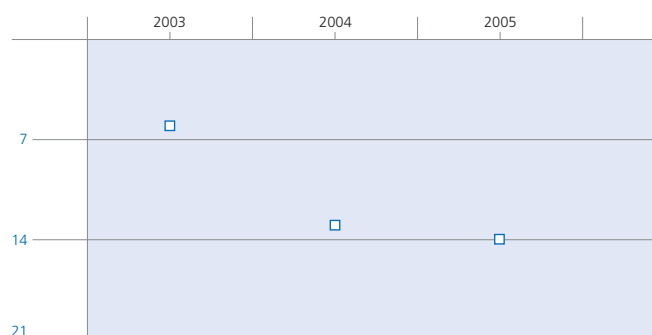
(3) Balance of conditional shares as from the date of appointment as Executive Director. Awards and vestings before are included in the balance.

(4) Stepped down as Executive Director in May 2005. Balance is at May 2005.

TSR ranking of Unilever shares against its defined peer group of companies for period 2003 to 2005

The following graph shows Unilever's position relative to the TSR peer group of companies for each of the three performance periods ending 31 December 2003, 2004 and 2005.

Unilever's position relative to the TSR reference group



The reference group, including Unilever, consists of 21 companies. Unilever's position is based on TSR over a three-year rolling period.

Report of the Remuneration Committee

(continued)

Executive Directors' Share Matching Plan

The following conditional shares were outstanding, awarded or vested during 2005 under the share matching plan:

Name	Share type	Balance of conditional shares at 1 January 2005		Conditional shares awarded in 2005 ⁽¹⁾		Shares vested during 2005					Balance of conditional shares at 31 December 2005	
		No. of shares	Price at award	No. of shares	Price at award	Shares vested on 21 March 2005 ⁽²⁾		Shares vested on 21 March 2005 ⁽³⁾			No. of shares	
						No. of shares	Market price at vesting	Original price at award	No. of shares	Market price at vesting		Original price at award
Current Executive Directors												
Patrick Cescau	NV	4 255		271	€50.70	(421)	€50.70	€49.90	(1 461)	€50.70	€66.90	2 644
	PLC	29 042		1 896	505p	(3 327)	505p	392.80p	(10 342)	505p	583p	17 269
Kees van der Graaf	NV	1 715		238	€50.70	(97) ⁽⁶⁾	€50.70	€53.70	(425)	€50.70	€66.90	1 431
	PLC	11 940		1 664	505p	(726) ⁽⁶⁾	505p	432.75p	(3 008)	505p	583p	9 870
Ralph Kugler ⁽⁴⁾	NV	1 453										1 453
	PLC	9 567										9 567
Rudy Markham	NV	3 657		328	€50.70	(436)	€50.70	€49.90	(1 324)	€50.70	€66.90	2 225
	PLC	25 095		2 282	505p	(3 445)	505p	392.80p	(9 370)	505p	583p	14 562
Position changed in 2005												
Antony Burgmans	NV	5 259		337	€50.70	(525)	€50.70	€49.90	(1 768)	€50.70	€66.90	3 303 ⁽⁵⁾
	PLC	35 877		2 342	505p	(4 147)	505p	392.80p	(12 516)	505p	583p	21 556 ⁽⁵⁾
Former Executive Directors (2005)												
Clive Butler	NV	3 357		94	€50.70	(481)	€50.70	€49.90	(1 151)	€50.70	€66.90	1 819 ⁽⁵⁾
	PLC	23 120		657	505p	(3 802)	505p	392.80p	(8 148)	505p	583p	11 827 ⁽⁵⁾
Keki Dadiseth	NV	3 462		121	€50.70				(1 318)	€50.70	€66.90	2 265 ⁽⁵⁾
	PLC	23 220		841	505p				(9 327)	505p	583p	14 734 ⁽⁵⁾
André van Heemstra	NV	3 044		90	€50.70	(588)	€50.70	€49.90	(953)	€50.70	€66.90	1 593 ⁽⁵⁾
	PLC	20 910		627	505p	(4 417)	505p	392.80p	(6 745)	505p	583p	10 375 ⁽⁵⁾

(1) Each award of matching shares is conditional and vests three years after the date of the award subject to certain conditions. The 2005 award was made on 21 March 2005 and will vest on 21 March 2008.

(2) The conditional shares awarded on 21 March 2000 (relating to the 1999 performance period) vested on 21 March 2005.

(3) The conditional shares awarded on 21 March 2002 (relating to the 2001 performance period) vested on 21 March 2005.

(4) Balance of conditional shares as from the date of appointment as Executive Director.

(5) Balance is at May 2005 when they stepped down as Executive Director.

(6) Conditional shares awarded 15 May 2000.

The closing market prices of ordinary shares at 31 December 2005 were €57.85 (NV shares) and 576.5p (PLC shares). During 2005 the highest market prices were €60.80 and 602.5p respectively, and the lowest market prices were €48.39 and 487.5p respectively.

Report of the Remuneration Committee

(continued)

Executive Directors' share options

Details of the option plans under which Executive Directors and employees are able to acquire ordinary shares of NV and PLC are shown in note 31 on pages 132 to 141.

Options to acquire NV ordinary shares of €0.51 each and options to acquire PLC ordinary shares of 1.4p each were granted, exercised, lapsed and held during 2005 as follows:

Name	Share type	Balance of options at 1 January 2005	Number of options granted in 2005	Number of options exercised/lapsed in 2005	Balance of options at 31 December 2005	Options outstanding below market price at 31 December 2005		Options outstanding above market price at 31 December 2005		First exercisable date	Final expiry date
						Number of shares	Weighted average exercise price	Number of shares	Weighted average exercise price		
Current Executive Directors											
Patrick Cescau											
Executive Plan	NV	86 193	1 500 ⁽¹⁾		89 722	45 079	€52.99	44 643	€66.25	08/05/01	08/11/15
Executive Plan	PLC	581 666	2 029 ⁽²⁾		606 591	364 551	499.4p	242 040	607.74p	08/05/01	08/11/15
NL All-Employee Plan	NV	200	10 000 ⁽¹⁾		250	150	€52.60	100	€66.28	12/06/02	17/05/10
			14 925 ⁽²⁾								
			50 ⁽³⁾								
Kees van der Graaf											
Executive Plan	NV	43 950	600 ⁽¹⁾		45 150	27 750	€54.90	17 400	€65.81	24/03/02	08/11/15
Executive Plan	PLC	293 000	600 ⁽²⁾		301 000	169 000	506.651p	132 000	585.568p	24/03/02	08/11/15
NL All-Employee Plan	NV	250	4 000 ⁽¹⁾		250	150	€52.60	100	€66.28	12/06/02	17/05/10
UK ShareSave Plan	PLC	–	4 000 ⁽²⁾	(50) ⁽⁴⁾	3 054	3 054	541p	–	–	01/10/10	31/03/11
			3 054 ⁽⁵⁾								
Ralph Kugler											
Executive Plan	NV	58 875 ⁽⁸⁾	50 ⁽³⁾		58 875	40 200	€54.56	18 675	€66.12	24/03/02	20/03/15
Executive Plan	PLC	392 500 ⁽⁸⁾			392 500	232 000	481.065p	160 500	584.729p	24/03/02	20/03/15
NL All-Employee Plan	NV	– ⁽⁸⁾	50 ⁽³⁾		50	50	€53.00	–	–	18/05/05	17/05/10
UK ShareSave Plan	PLC	3 970 ⁽⁸⁾	3 054 ⁽⁵⁾	(3 970) ⁽⁶⁾	3 054	3 054	541p	–	–	01/10/10	31/03/11
Rudy Markham											
Executive Plan	NV	86 550	1 500 ⁽¹⁾		88 050	52 500	€51.08	35 550	€66.63	02/06/00	20/03/15
Executive Plan	PLC	609 292	10 000 ⁽¹⁾		619 292	367 292	460.49p	252 000	610.43p	06/12/99	20/03/15
NL All-Employee Plan	NV	250	50 ⁽³⁾		250	150	€52.60	100	€66.28	12/06/02	17/05/10
UK ShareSave Plan	PLC	6 336		(3 283) ⁽⁷⁾	3 053	3 053	535.5p	–	–	01/10/09	31/03/10
Position changed in 2005											
Antony Burgmans											
Executive Plan	NV	103 200	2 400 ⁽¹⁾		105 600	67 800	€52.82	37 800	€65.33	24/03/02	20/09/08
Executive Plan	PLC	688 000	16 000 ⁽¹⁾		704 000	440 000	486.02p	264 000	585.57p	24/03/02	20/09/08
NL All-Employee Plan	NV	250		(50) ⁽⁴⁾	200	100	€52.40	100	€66.28	12/06/02	12/05/09
Former Executive Directors (2005)											
Clive Butler											
Executive Plan	NV	89 252	1 500 ⁽¹⁾		90 752 ⁽⁹⁾	54 752	€50.74	36 000	€66.64	02/06/00	20/09/08
Executive Plan	PLC	803 384	10 000 ⁽¹⁾		813 384 ⁽⁹⁾	558 384	408.682p	255 000	610.588p	11/12/98	20/09/08
NL All-Employee Plan	NV	250			250 ⁽⁹⁾	150	€52.62	100	€66.28	12/06/02	12/05/09
Keki Dadiseth											
Executive Plan	NV	63 150	1 500 ⁽¹⁾		64 650 ⁽⁹⁾	43 800	€52.10	20 850	€66.71	02/06/00	20/09/08
Executive Plan	PLC	426 892	10 000 ⁽¹⁾		436 892 ⁽⁹⁾	246 892	461.551p	190 000	597.853p	29/05/99	20/09/08
NL All-Employee Plan	NV	100			100 ⁽⁹⁾	100	€52.40	–	–	02/06/03	12/05/09
UK ShareSave Plan	PLC	2 744			2 744 ⁽⁹⁾	–	–	2 744	603p	01/06/05	30/11/05
André van Heemstra											
Executive Plan	NV	55 650			55 650 ⁽⁹⁾	33 600	€55.11	22 050	€65.59	24/03/02	31/01/08
Executive Plan	PLC	371 000			371 000 ⁽⁹⁾	197 000	514.513p	174 000	586.379p	24/03/02	31/01/08
NL All-Employee Plan	NV	200			200 ⁽⁹⁾	100	€52.40	100	€66.28	12/06/02	12/05/09

Report of the Remuneration Committee

(continued)

Footnotes for table on preceding page:

- (1) Premium grants made under the Executive Plan on 21 March 2005 at an option price of €50.70 (NV shares) and 505p (PLC shares).
- (2) Premium grants made under the Executive Plan on 9 November 2005 at an option price of €56.85 (NV shares) and 563p (PLC shares).
- (3) Grants made under the Netherlands All-Employee Option Plan on 18 May 2005 at an option price of €53.00 (NV shares).
- (4) Options exercised on 3 June 2005 at a market price of €54.70 (NV shares). The options were originally granted in 2000 at an option price of €53.05.
- (5) Options granted on 7 June 2005 at an option price of 541p per share.
- (6) Options exercised on 5 October 2005 at a market price of 592.5p. The options were originally granted on 9 June 2000 at an option price of 425p.
- (7) Options lapsed without value on 31 March 2005.
- (8) Newly appointed as an Executive Director in May 2005. Balances shown are as at date of appointment.
- (9) Stepped down from the Boards in May 2005. Balances shown are as at date of retirement from the Boards.

The value, calculated in accordance with an adjusted Black-Scholes pricing method in respect of options granted in 2005 to the current Executive Directors was as follows: Patrick Cescau €85 550; Kees van der Graaf €33 193; Rudy Markham €32 157; and Ralph Kugler €5 507.

The term 'Executive Plan' refers to options granted under the PLC, NV or North America Executive Option Plans.

The closing market prices of ordinary shares at 31 December 2005 were €57.85 (NV shares), 576.5p (PLC shares). During 2005 the highest market prices were €60.80 and 602.5p respectively, and the lowest market prices were €48.39 and 487.5p respectively.

Report of the Remuneration Committee

(continued)

Executive Directors' pensions⁽¹⁾

Pension values for the year ended 31 December 2005 are set out below.

Name and base country	Age at 31/12/05	Accrued pension at 31/12/04 ⁽²⁾ € '000 pa	Increase in accrued pension during 2005 ⁽³⁾ € '000 pa	Accrued pension at 31/12/05 ⁽²⁾ € '000 pa	Transfer value of accrued pension at 31/12/04 ⁽⁴⁾ € '000	Increase in transfer value during 2005 (less individual contributions) € '000	Individual contributions made during 2005 € '000	Transfer value of accrued pension at 31/12/05 ⁽⁴⁾ € '000
Current Executive Directors								
Patrick Cescau (UK)	57	873	60	933	14 459	2 239	72	16 770
Kees van der Graaf ⁽⁵⁾ (NL)	55	331	207	538	4 158	2 776	8	6 942
Ralph Kugler ⁽⁶⁾ (UK)	49	338	58	396	3 647	1 733	31	5 411
Rudy Markham (UK)	59	678	74	752	13 347	1 746	54	15 147
Position changed in 2005								
Antony Burgmans ⁽⁷⁾ (NL)	58	959	155	1 114	14 151	3 738	16	17 905
Former Executive Directors (2005)								
Clive Butler ⁽⁸⁾ (UK)	59	570	48	618	10 959	1 260	17	12 236
Keki Dadiseth ⁽⁸⁾ (UK)	60	750	43	793	15 156	1 058	23	16 237
André van Heemstra ⁽⁸⁾ (NL)	59	566	18	584	8 609	624	8	9 241

The increase in transfer value during 2005 includes the effect of salary increases, additional service, benefit enhancements and any changes in actuarial bases.

- (1) Figures have been translated into euros where necessary using the following exchange rates: 31 December 2004 €1.00 = £0.7069; 31 December 2005 €1.00 = £0.6864; and average for the year ended 31 December 2005 €1.00 = £0.6837.
- (2) Calculated on a deferred basis using the Executive Directors' service to 31 December 2004 and 31 December 2005 respectively on the basis that the Executive Directors remain in service until at least age 60 and that the pension payment commences at that time. It includes all pensions provided from Unilever pension plans. In the event that an Executive Director leaves service prior to age 60 and the payment of pension commences earlier than age 60, the pension payable would be on a reduced basis. The Netherlands-based Executive Director's arrangements, which previously operated on the basis of a justifiable expectation and did not provide vested deferred entitlement, have been converted to a vested benefit, consistent with the treatment adopted for other Netherlands senior executives with similar expectations.
- (3) Includes the effect of inflation on the accrued pension at 31 December 2004.
- (4) For the Netherlands-based Executive Director's arrangement calculated on the basis used by the Unilever Netherlands pension plan ('Progress'), as prescribed by the Netherlands Ministry of Social Affairs and Employment. For the UK based Executive Directors' arrangement calculated on the market related basis used by the Unilever United Kingdom pension plan (UUKPF), in line with the GN11 guidance note published by the Institute and Faculty of Actuaries in the United Kingdom. Changes in the bases during 2005 had the effect of significantly increasing transfer values for the UK based Executive Directors.
- (5) Reached age 55 during the year, hence values at 31 December 2005 include the NV arrangement (see footnote 2 above).
- (6) Joined the Boards in May 2005. Figures shown in the table above relate to the date of joining the Boards, or the period starting on that date, as appropriate. Figures at 10 May 2005 include pension, and the transfer value of pension, accrued prior to becoming an Executive Director.
- (7) Changed from Executive to Non-Executive Director in May 2005. Figures shown in the table above are at the date of change or the period ending on that date, as appropriate.
- (8) Stepped down from the Boards in May 2005. Figures shown in the table above are at the date they stepped down, or the period ending on that date, as appropriate.

The Listing Rules of the Financial Services Authority are different from the Directors' Remuneration Report Regulations 2002 and require the following disclosures for defined benefit pension plans which are calculated on an alternative basis to those disclosed in the table above:

- Increase in accrued pension during 2005 (excluding the effect of inflation on the accrued pension at 31 December 2004): Patrick Cescau €37 000; Kees van der Graaf €204 000; Ralph Kugler €38 000; Rudy Markham €35 000; Antony Burgmans €147 000; Clive Butler €15 000; Keki Dadiseth €nil; and André van Heemstra €13 000; and
- Transfer value at 31 December 2005 of the increase or decrease in accrued pension during 2005 (excluding the effect of inflation on the accrued pension at 31 December 2004 and less individual contributions): Patrick Cescau €585 000; Kees van der Graaf €2 571 000; Ralph Kugler €490 000; Rudy Markham €661 000; Antony Burgmans €2 353 000; Clive Butler €264 000; Keki Dadiseth €(29 000); and André van Heemstra €172 000.

The Dutch Corporate Governance Code requires the following disclosure of pension service costs charged to operating profit: Patrick Cescau €693 000; Kees van der Graaf €676 000; Ralph Kugler €162 000; Rudy Markham €275 000; Antony Burgmans €1 684 000; Clive Butler €257 000; Keki Dadiseth €386 000; and André van Heemstra €268 000.

Report of the Remuneration Committee

(continued)

Executive Directors' interests – share capital

The interests in the share capitals of NV and PLC and their group companies of those who were Executive Directors at 31 December 2005 and of their immediate families were as shown in the table below:

Name	Share type ⁽¹⁾	Shares held at 1 January 2005 (excluding unvested matching shares)	Shares held at 31 December 2005 (excluding unvested matching shares)
Patrick Cescau ⁽²⁾	NV	20 964	23 117
	PLC	51 123	89 400
Kees van der Graaf	NV	5 426	6 236
	PLC	21 066	26 750
Ralph Kugler ⁽³⁾	NV	13 876	13 876
	PLC	36 123	36 144
Rudy Markham	NV	40 210	42 348
	PLC	128 180	143 571

(1) NV shares are ordinary €0.51 shares and PLC shares are ordinary 1.4p shares.

(2) Balances include under NV 12 905 NV New York shares and under PLC 5 678 ADRs (22 712 PLC) shares.

(3) Opening balance for Ralph Kugler is at appointment as Executive Director in May 2005.

The Executive Directors, in common with other employees of PLC and its United Kingdom subsidiaries, had beneficial interests in 48 888 961 PLC ordinary shares at 1 January 2005 and 43 232 118 PLC ordinary shares at 31 December 2005, acquired by the Unilever Employee Share Trust (Jersey) for the purpose of satisfying options and vesting of shares under various group share plans (including the PLC Executive Option Plans and the UK Employee ShareSave Plan). Further information, including details of the NV and PLC ordinary shares acquired by certain group companies in connection with other share-based compensation plans, is given in note 31 on pages 132 to 141.

The voting rights of the Directors who hold interests in the share capitals of NV and PLC are the same as for other holders of the class of shares indicated. None of the Directors' or other executive officers' shareholdings amounts to more than 1% of the issued shares in that class of share. Except as stated above, all shareholdings are beneficial.

The only changes in the interests of the Executive Directors and their families in NV and PLC ordinary shares between 31 December 2005 and 28 February 2006 were that:

- The holding of the Unilever Employee Share Trust (Jersey) has reduced to 42 486 540 PLC ordinary shares;
- Kees van der Graaf, Ralph Kugler and Rudy Markham each acquired further interests in 43 PLC ordinary shares during January and February due to monthly ShareBuy purchases; and
- Patrick Cescau purchased on 10 February 1 150 Unilever N.V. shares.

Report of the Remuneration Committee

(continued)

Non-Executive Directors' remuneration

The total fees payable to each Non-Executive Director in 2005 are set out below. Figures for 2004 include those fees payable prior to May 2004 in their capacity as Advisory Directors.

Name	€ Fees payable in 2005 ⁽⁹⁾	€ Attendance allowance ⁽⁹⁾	€ Total fees paid in 2005 ⁽⁹⁾	€ Total fees paid in 2004 ⁽⁹⁾
Bertrand Collomb ⁽¹⁾	100 654	–	100 654	85 726
Leon Brittan ⁽²⁾	67 102	–	67 102	62 133
Lynda Chalker ⁽³⁾	80 415	–	80 415	71 049
Wim Dik ⁽²⁾⁽⁴⁾	67 102	–	67 102	63 261
Oscar Fanjul ⁽⁴⁾	67 102	–	67 102	63 261
Hilmar Kopper ⁽⁵⁾	80 415	–	80 415	72 177
David Simon ⁽⁶⁾	67 102	–	67 102	62 133
Jeroen van der Veer ⁽⁶⁾	67 102	–	67 102	63 261
Claudio Gonzalez ⁽⁴⁾⁽⁸⁾	27 959	25 770	53 729	99 001
Antony Burgmans ⁽²⁾⁽⁷⁾	–	–	–	–

(1) Senior Independent Director, Vice Chairman NV and PLC, and Chairman of Nomination Committee and Remuneration Committee.

(2) Member of External Affairs and Corporate Relations Committee.

(3) Chairman of External Affairs and Corporate Relations Committee.

(4) Member of Audit Committee.

(5) Chairman of Audit Committee.

(6) Members of Nomination Committee and Remuneration Committee.

(7) Chairman NV and PLC, and Nomination Committee member. Non-Executive Director as from AGMs 2005. Antony Burgmans did not receive a fee as Chairman in 2005. For further details of his remuneration please refer to page 60.

(8) Stepped down at 2005 AGMs.

(9) Covers total fees received from both NV and PLC.

Report of the Remuneration Committee

(continued)

Non-Executive Directors' interests – share capital

The interests in the share capitals of NV and PLC and their group companies of those who were Non-Executive Directors as at 31 December 2005 (including those of their immediate families) were as shown below:

Name	Share Type ⁽¹⁾	Shares held at 1 January 2005	Shares held at 31 December 2005
Antony Burgmans ⁽²⁾	NV	37 941	44 616
	NV ⁽³⁾	7 750	–
	PLC	89 465	130 026
Bertrand Collomb	NV	111	111
	PLC	–	–
Leon Brittan	NV	–	–
	PLC	–	–
Lynda Chalker	NV	–	–
	PLC	2 526	2 526
Wim Dik	NV	–	–
	PLC	–	–
Oscar Fanjul	NV	692	692
	PLC	–	–
Hilmar Kopper	NV	–	–
	PLC	–	–
David Simon	NV	–	–
	PLC	3 051	3 158
Jeroen van der Veer	NV	5 600	5 600
	PLC	–	–

(1) Except where otherwise stated, NV shares are ordinary €0.51 shares and PLC shares are ordinary 1.4p shares.

(2) Balance at 1 January 2005 as Executive Director.

(3) Held as preference shares of €0.05.

There were no changes in the interests of the Non-Executive Directors and their immediate families in NV and PLC ordinary shares between 31 December 2005 and 28 February 2006.

The Report has been approved by the Boards and has been signed on their behalf by the Joint Secretaries, J A A van der Bijl and S G Williams.

By order of the Boards

J A A van der Bijl
S G Williams

Joint Secretaries of Unilever N.V. and Unilever PLC

28 February 2006

Definition of auditable part of the report of the Remuneration Committee

In compliance with the UK Directors' Remuneration Report Regulation 2002, and under Title 9, Book 2 of the Civil Code in the Netherlands, the auditable part of the report of the Remuneration Committee comprises the 'Aggregate remuneration for Executive Directors' on page 59, the 'Remuneration for individual Executive Directors' on page 60, the 'Executive Directors' Global Performance Share Plan' on page 61, the 'Executive Directors' conditional share awards under the TSR Long-Term Incentive Plan' on page 62, the 'Executive Directors' Share Matching Plan' on page 63, 'Executive Directors' share options' on pages 64 and 65, 'Executive Directors' pensions' on page 66, 'Executive Directors' interests – share capital' on page 67, 'Non-Executive Directors remuneration' on page 68 and 'Non-Executive Directors' interests – share capital' on page 69.