

UNILEVER N V  
Form FWP  
September 05, 2018

Filed Pursuant to Rule 433

Registration Statement No. 333-219500

September 4, 2018

PRICING TERM SHEET NOTES DUE 2022

Unilever Capital Corporation

\$500,000,000 3.000% Senior Notes due 2022

jointly, severally, fully and unconditionally guaranteed by

Unilever N.V.

Unilever PLC

Unilever United States, Inc.

|                        |   |
|------------------------|---|
| Issuer:                | Unilever Capital Corporation                                  |
| Guarantors:            | Unilever N.V.<br>Unilever PLC<br>Unilever United States, Inc. |
| Security Type:         | SEC-Registered Senior Notes                                   |
| Anticipated Rating*:   | A1/A+ (Moody s/S&P)   |
| Principal Amount:      | \$500,000,000   |
| Maturity:              | March 7, 2022   |
| Coupon:                | 3.000%  |
| Public Offering Price: | 99.516%   |
| Yield to Maturity:     | 3.147%  |

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|                               |                                |
|-------------------------------|--------------------------------|
| Spread to Benchmark Treasury: | T+42 bps                       |
| Benchmark Treasury:           | UST 2.750% due August 15, 2021 |
| Benchmark Treasury Yield:     | 2.727%                         |
| Benchmark Treasury Price:     | 100-02                         |
| Net Proceeds:                 | \$496,480,000                  |

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| Minimum Denominations:  | \$100,000 and any integral multiple of \$1,000 above that amount   |
| CUSIP/ISIN:             | 904764 BD8/ US904764BD86   |
| Trade Date:             | September 4, 2018  |
| Interest Payment Dates: | Semi-annually on March 7 and September 7, commencing March 7, 2019   |
| Make-Whole:             | T+10 bps   |
| Settlement:             | September 7, 2018 (T+3)  |
| Clearing System:        | The Depository Trust Company ( DTC ) (including via Euroclear and Clearstream as participants in DTC)                                    |
| Joint Bookrunners:      | Goldman Sachs & Co. LLC<br>J.P. Morgan Securities LLC<br>Merrill Lynch, Pierce, Fenner & Smith<br><br>Incorporated<br>UBS Securities LLC |

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**\*A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

**No PRIIPs key information document ( KID ) has been prepared as the Notes are not available to retail investors in the EEA.**

**The issuer and the guarantors have filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer and the guarantors have filed with the SEC for more complete information about the issuer, the guarantors and this offering. You may get these documents for free by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling (1) Goldman Sachs & Co. LLC at 1-866-471-2526, (2) J.P. Morgan Securities LLC at 1-212-834-4533, (3) Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322, or (4) UBS Securities LLC at 1-888-827-7275.**

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PRICING TERM SHEET NOTES DUE 2024

Unilever Capital Corporation

\$500,000,000 3.250% Senior Notes due 2024

jointly, severally, fully and unconditionally guaranteed by

Unilever N.V.

Unilever PLC

Unilever United States, Inc.

|                               |  |
|-------------------------------|--|
| Issuer:                       | Unilever Capital Corporation                                     |
| Guarantors:                   | Unilever N.V.<br>Unilever PLC<br>Unilever United States, Inc.    |
| Security Type:                | SEC-Registered Senior Notes                                      |
| Anticipated Rating*:          | A1/A+ (Moody s/S&P)  |
| Principal Amount:             | \$500,000,000  |
| Maturity:                     | March 7, 2024  |
| Coupon:                       | 3.250%   |
| Public Offering Price:        | 99.278%  |
| Yield to Maturity:            | 3.395%   |
| Spread to Benchmark Treasury: | T+62 bps   |
| Benchmark Treasury:           | UST 2.750% due August 31, 2023                                   |
| Benchmark Treasury Yield:     | 2.775%   |
| Benchmark Treasury Price:     | 99-281/4   |
| Net Proceeds:                 | \$494,790,000  |
| Minimum Denominations:        | \$100,000 and any integral multiple of \$1,000 above that amount |

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CUSIP/ISIN:

904764 BE6/ US904764BE69

Trade Date:

September 4, 2018

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|-------------------------|--|
| Interest Payment Dates: | Semi-annually on March 7 and September 7, commencing March 7, 2019   |
| Make-Whole:             | T+10 bps   |
| Par Call:               | At any time on or after February 7, 2024 (one month prior to their maturity date)  |
| Settlement:             | September 7, 2018 (T+3)  |
| Clearing System:        | The Depository Trust Company ( DTC ) (including via Euroclear and Clearstream as participants in DTC)                                    |
| Joint Bookrunners:      | Goldman Sachs & Co. LLC<br>J.P. Morgan Securities LLC<br>Merrill Lynch, Pierce, Fenner & Smith<br><br>Incorporated<br>UBS Securities LLC |

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PRICING TERM SHEET NOTES DUE 2028

Unilever Capital Corporation

\$500,000,000 3.500% Senior Notes due 2028

jointly, severally, fully and unconditionally guaranteed by

Unilever N.V.

Unilever PLC

Unilever United States, Inc.

|                                   |   |
|-----------------------------------|---|
| Issuer:                           | Unilever Capital Corporation  |
| Guarantors:                       | Unilever N.V.<br>Unilever PLC<br>Unilever United States, Inc.                   |
| Security Type:                    | SEC-Registered Senior Notes   |
| Anticipated Rating*:              | A1/A+ (Moody s/S&P)   |
| Original Principal Amount:        | \$800,000,000   |
| Reopening Amount:                 | \$500,000,000   |
| Principal Amount after Reopening: | \$1,300,000,000   |
| Fungibility:                      | Yes   |
| Maturity:                         | March 22, 2028  |
| Coupon:                           | 3.500%  |
| Public Offering Price:            | 99.022%, plus accrued interest from March 22, 2018 in the amount of \$8,020,833 |
| Yield to Maturity:                | 3.622%  |
| Spread to Benchmark Treasury:     | T+72 bps  |
| Benchmark Treasury:               | UST 2.875% due August 15, 2028  |
| Benchmark Treasury Yield:         | 2.902%  |

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Benchmark Treasury Price:

99-24+

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|-------------------------|--|
| Net Proceeds:           | \$493,010,000  |
| Minimum Denominations:  | \$100,000 and any integral multiple of \$1,000 above that amount   |
| CUSIP/ISIN:             | 904764 BC0/ US904764BC04   |
| Original Trade Date:    | March 19, 2018   |
| Reopening Trade Date:   | September 4, 2018  |
| Interest Payment Dates: | Semi-annually on March 22 and September 22, commencing September 22, 2018  |
| Make-Whole:             | T+15 bps   |
| Par Call:               | At any time on or after December 22, 2027 (three months prior to their maturity date)  |
| Settlement:             | September 7, 2018 (T+3)  |
| Clearing System:        | The Depository Trust Company ( DTC ) (including via Euroclear and Clearstream as participants in DTC)                                    |
| Joint Bookrunners:      | Goldman Sachs & Co. LLC<br>J.P. Morgan Securities LLC<br>Merrill Lynch, Pierce, Fenner & Smith<br><br>Incorporated<br>UBS Securities LLC |

**The 2028 Notes constitute a further issuance of, and are consolidated and form a single series with, the outstanding 3.500% senior notes due 2028 that Unilever Capital Corporation issued on March 22, 2018. The 2028 Notes will be fungible with the outstanding notes immediately upon issuance. Upon settlement of this offering, the aggregate principal amount of 3.500% notes due 2028 outstanding will be \$1,300,000,000.**

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