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UNILEVER N V
Form 6-K
May 09, 2006

FORM 6-K
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

REPORT OF FOREIGN ISSUER

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

For the month of May, 2006

UNILEVER N.V.
(Translation of registrant's name into English)

WEENA 455, 3013 AL, P.O. BOX 760, 3000 DK, ROTTERDAM, THE NETHERLANDS
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F..X.. Form 40-F.....

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):_____

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):_____

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No ..X..

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- _____

Exhibit 99 attached hereto is incorporated herein by reference.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

UNILEVER N.V.

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/S/ A. BURGMANS
By A. BURGMANS
CHAIRMAN

/S/ J.A.A. VAN DER BIJL
By J.A.A. VAN DER BIJL
SECRETARY

Date:05/08/2006

EXHIBIT INDEX

EXHIBIT NUMBER	EXHIBIT DESCRIPTION
99	Notice to Euronext, Amsterdam dated 8 May 2006 Unilever N.V. AGM

Exhibit 99

UNILEVER N.V. ANNUAL GENERAL MEETING APPROVES ALL RESOLUTIONS

Rotterdam, 8 May.- Unilever N.V. shareholders today approved all resolutions put to the Annual General Meeting in Rotterdam. Details of the voting by the shareholders are set out below. The resolutions include the following:

1. Board Appointments

All continuing Directors stood for election and were duly re-elected. These were Patrick Cescau, Kees van der Graaf, Ralph Kugler and Rudy Markham as Executive Directors, and Antony Burgmans, Leon Brittan, Lynda Chalker, Wim Dik, David Simon and Jeroen van der Veer as Non-Executive Directors.

Charles Golden, Byron Grote, Jean-Cyril Spinetta and Kees Storm were proposed for appointment as Non-Executive Directors for the first time and were also duly appointed.

Bertrand Collomb, Oscar Fanjul and Hilmar Kopper retired as Non-Executive Directors at the meeting.

David Simon replaces Bertrand Collomb as the Senior Independent Director.

2. Strengthening governance structure

Furthermore, shareholders have approved all resolutions to strengthen Unilever's corporate governance and structure:

- To give Directors the authority allowing greater flexibility to allocate assets between both parent companies;
- To improve transparency and establish a one-to-one economic equivalence for the N.V. and PLC ordinary shares, and split the N.V. ordinary shares 3 to 1, see below under "N.V. Share Split";
- To remove the binding nomination procedure and allow shareholders the

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right to nominate candidates for election as Directors, whilst ensuring unity of management .

These resolutions will become effective once the Unilever PLC shareholders adopt the corresponding resolutions tomorrow. A separate press release of Unilever N.V. on the outcome of that meeting will be issued after Unilever PLC's meeting.

3. -N.V. Share Split

The shareholders approved a 3 to 1 split of the Unilever N.V. ordinary shares. This involved a redenomination of the Unilever N.V. share capital from NLG to Euro.

It is planned that on 22 May 2006:

- the ordinary shares in Unilever N.V. with a nominal value of NLG 1.12 will be redenominated in ordinary shares with a nominal value of EUR 0.48 and each of these will be split into three ordinary shares with a nominal value of EUR 0.16 each; the same applies to the depositary receipts for ordinary shares;
- the 7% cumulative preference shares with a nominal value of NLG 1,000 each will be redenominated in 7% cumulative preference shares with a nominal value of EUR 428.57 (with the accompanying depositary receipts for subshares being redenominated proportionally);
- the 6% cumulative preference shares with a nominal value of NLG 1,000 will be redenominated in cumulative preference shares with a nominal value of EUR 428.57 (with the subshares being redenominated proportionally);
- the 4% cumulative preference shares with a nominal value of NLG 100 will be redenominated in cumulative preference shares with a nominal value of EUR 42.86.

It is planned that dealings in the new Unilever N.V. (depositary receipts of) ordinary shares with a nominal value of EUR 0.16 on Euronext Amsterdam and the stock exchange in Frankfurt will commence on 22 May 2006 and on the New York Stock Exchange on 24 May 2006.

It was announced on 7 March 2006 that Unilever N.V. has decided to delist the Unilever N.V. (depositary receipts for) ordinary shares from the stock exchanges in Zurich (on 19 May 2006) and Frankfurt (on 26 June 2006).

The Annual General Meeting further decided to amend the Articles of Association to reflect that Unilever N.V. shares will be in registered form (op naam). It is expected that this will also become effective on 22 May 2006

A separate advertisement will be placed in the Dutch press in due course informing investors who hold the (depositary receipts of) shares mentioned above through Euronext Amsterdam on the implications of the share split and the dematerialisation. Other holders of the (depositary receipts of) shares mentioned above are advised to contact their bank or broker to establish what the implications are for them of these changes and what action is required, if any.

4. Voting results AGM

Agenda item	For	Against	Abstain
2. Adoption Annual Accounts	686.438.447	760.779	12.012.416

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3. Discharge Executive Directors	695.365.523	2.239.319	1.606.800
4. Discharge Non-Executive Directors	695.604.783	2.421.308	1.185.551
5A. Share Equalisation	693.113.238	1.575.239	4.523.165
5B. Board nomination procedure	695.927.695	1.529.770	1.754.177
5C. Amendment of the Deed of Mutual Covenants	674.114.076	22.247.413	2.850.153
6A. Appointment Patrick Cescau	694.747.185	2.994.069	1.470.388
6B. Appointment Kees van der Graaf	695.856.262	1.475.607	1.879.773
6C. Appointment Ralph Kugler	695.849.760	1.538.873	1.823.009
6D. Appointment Rudy Markham	694.342.432	2.090.609	2.778.601
7A. Appointment Antony Burgmans	691.136.339	5.067.683	3.007.620
7B. Appointment Leon Brittan	695.095.551	1.669.556	2.446.535
7C. Appointment Lynda Chalker	695.224.013	1.241.093	2.746.536
7D. Appointment Wim Dik	695.147.942	2.421.446	1.642.254
7E. Appointment David Simon	695.989.599	934.552	2.287.491
7F. Appointment Jeroen van der Veer	696.535.119	1.356.437	1.320.086
7G. Appointment Charles Golden	695.906.242	1.139.104	2.166.296
7H. Appointment Byron Grote	695.278.778	1.568.276	2.364.588
7I. Appointment Jean-Cyril Spinetta	696.152.444	1.260.055	1.799.143
7J. Appointment Kees Storm	696.086.192	1.381.638	1.743.812
8. Remuneration Non-Executive Directors	689.517.054	6.464.944	3.229.644
9. Appointment of auditors	695.699.855	1.550.494	1.961.293
10. Authorisation to issue shares	642.631.307	55.307.093	1.273.242
11. Authorisation to purchase shares	697.263.503	515.185	1.432.954

8 May 2006

Unilever N.V.

Rotterdam

SAFE HARBOUR STATEMENT: This announcement may contain forward-looking statements, including 'forward-looking statements' within the meaning of the United States Private Securities Litigation Reform Act of 1995. Words such as 'expects', 'anticipates', 'intends' or the negative of these terms and other

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similar expressions of future performance or results and their negatives are intended to identify such forward-looking statements. These forward-looking statements are based upon current expectations and assumptions regarding anticipated developments and other factors affecting the Group. They are not historical facts, nor are they guarantees of future performance. Because these forward-looking statements involve risks and uncertainties, there are important factors that could cause actual results to differ materially from those expressed or implied by these forward-looking statements, including, among others, competitive pricing and activities, consumption levels, costs, the ability to maintain and manage key customer relationships and supply chain sources, currency values, interest rates, the ability to integrate acquisitions and complete planned divestitures, physical risks, environmental risks, the ability to manage regulatory, tax and legal matters and resolve pending matters within current estimates, legislative, fiscal and regulatory developments, political, economic and social conditions in the geographic markets where the Group operates and new or changed priorities of the Boards. Further details of potential risks and uncertainties affecting the Group are described in the Group's filings with the London Stock Exchange, Euronext Amsterdam and the US Securities and Exchange Commission, including the Annual Report and Accounts on Form 20-F. These forward-looking statements speak only as of the date of this document. Except as required by any applicable law or regulation, the Group expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the Group's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.