

Registered Number 77912

UNILEVER UK & CN HOLDINGS LIMITED
REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER
2013

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Unilever UK & CN Holdings Limited

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UNILEVER UK & CN HOLDINGS LIMITED

REGISTERED NUMBER 77912

**REPORT AND FINANCIAL STATEMENTS FOR YEAR ENDED 31 DECEMBER
2013**

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Mr N S Fletcher	(resigned on 20 January 2014)
Ms A J K Elphick	
Ms P A Finney	(resigned on 3 September 2013)
Mr J Barnes	(appointed on 17 March 2014)

SECRETARIES

The New Hovema Limited	(resigned on 14 November 2013)
Ms A K Conway	(appointed on 14 November 2013)
Mr R C Hazell	(appointed on 14 November 2013)
Mr J Thurston	(appointed on 14 November 2013)

REGISTERED OFFICE

Unilever House
100 Victoria Embankment
London
EC4Y 0DY
United Kingdom

REGISTERED OFFICE OF ULTIMATE PARENT COMPANY

Unilever PLC
Unilever House
100 Victoria Embankment
London
EC4Y 0DY
United Kingdom

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Embankment Place
London
United Kingdom
WC2N 6RH

Unilever UK & CN Holdings Limited**Directors' Report for the year ended 31 December 2013**

The Directors submit their report and the audited financial statements of the Company for the year ended 31 December 2013.

Directors

The Directors of the Company who served during the year and up to the date of signing the financial statements are shown on page 1.

Principal activities, review of business and future developments

The principal activity of the Company is to act as a holding company. All of its out of pocket expenses, including the remuneration of the auditors, were borne by the ultimate parent undertaking or a fellow subsidiary.

The results of the Company show a loss on ordinary activities before taxation of £1,452,804,000. (2012 profit of £211,424,000) which includes an impairment charge of £1,455,000,000 (2012: £1,900,000).

The Directors consider that, in the conditions prevailing during the year, the development of the Company's business and its financial position at the end of the year were satisfactory. The Directors do not expect any development in the Company's business in the coming year which is significantly different from its present activities.

Key performance Indicators

Given the straightforward nature of the business, the Company's Directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

Principal Risks and Uncertainties

The management of the business and the execution of the Company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the Company are considered to relate to the deterioration of the underlying businesses that support the investments held. Additional risks that this Company and the Unilever Group are subject to, and how they are managed, in the context of the Unilever Group as a whole is provided in the Unilever Group published annual report.

Unilever UK & CN Holdings Limited**Directors' Report for the year ended 31 December 2013 (continued)****Dividends**

The Directors did not recommend the payment of a dividend in the current year (2012: £ nil).

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Unilever UK & CN Holdings Limited

Directors' Report for the year ended 31 December 2013 (continued)

Statement of Provision of Information to Auditors

Each of the persons who is a Director at the date of approval of this report confirms that:

1. So far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
2. The Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Going Concern

The directors believe that preparing the financial statements on a going concern basis is appropriate due to the continued financial support of the intermediate parent company Unilever U.K. Holdings Limited. This support is expected to continue for the foreseeable future. The Directors confirm that they have complied with the above requirements in preparing the financial statements.

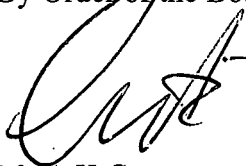
Strategic Report

The Company has taken advantage of disclosure exemptions available to small companies under Sec 414B of Companies Act 2006, and not prepared a Strategic Report.

Independent Auditors

Next year, KPMG LLP will be in office as auditors of the Company in accordance with the provisions of Section 487(2) of the Companies Act 2006.

By Order of the Board



Ms A K Conway

Duly Authorised for and on behalf of the Board of Directors

Company Secretary

Date: 18 September 2014

Unilever UK & CN Holdings Limited

Independent Auditors' report to the Members of Unilever UK & CN Holdings Limited

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- Give a true and fair view of the state of the Company's affairs as at 31 December 2013 and of its loss for the year then ended;
- Have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- Have been prepared in accordance with the requirements of the Companies Act 2006.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The financial statements, which are prepared by Unilever UK & CN Holdings Limited, comprise:

- The Balance Sheet as at 31 December 2013;
- The Profit and Loss Account for the year then ended;
- The accounting policies; and
- The notes to the financial statements, which include other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- Whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- The reasonableness of significant accounting estimates made by the directors; and
- The overall presentation of the financial statements.

Unilever UK & CN Holdings Limited**Independent Auditors' report to the Members of Unilever UK & CN Holdings Limited
(continued)**

In addition, we read all the financial and non-financial information in the report and accounts for the year ended 31 December 2013 (the "Annual Report") to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception**Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- We have not received all the information and explanations we require for our audit; or
- Adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- The financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

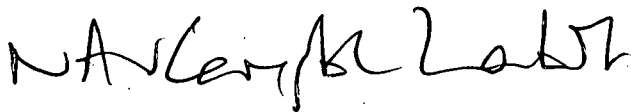
Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Unilever UK & CN Holdings Limited**Independent Auditors' report to the Members of Unilever UK & CN Holdings Limited
(continued)****Responsibilities for the financial statements and the audit****Our responsibilities and those of the directors**

As explained more fully in the Statement of Directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Nicholas Campbell-Lambert (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

Date: 18 September 2014

Unilever UK & CN Holdings Limited
Profit and Loss Account for the year ended 31 December 2013

	<u>Notes</u>	2013	2012
		£000	£000
Impairment of investments	(2)	<u>(1,455,000)</u>	<u>(1,900)</u>
Operating loss		<u>(1,455,000)</u>	<u>(1,900)</u>
Income from investments in subsidiaries	(5)	17,358	228,979
Interest payable and similar charges	(6)	<u>(15,162)</u>	<u>(15,655)</u>
(Loss)/profit on ordinary activities before taxation		(1,452,804)	211,424
Taxation on (loss)/profit on ordinary activities	(7)	<u>458</u>	<u>553</u>
(Loss)/profit for the financial year	(12)	<u>(1,452,346)</u>	<u>211,977</u>

The notes on pages 13 to 21 are an integral part of these financial statements.

All operations in the year are, and in the comparative year were, continuing.

There are no material differences between the (loss)/profit on ordinary activities before taxation and the (loss)/profit for the financial year stated above and their historical cost equivalents.

The (loss)/profit for each financial year represents the total recognised losses of that year and therefore no separate statement of total recognised gains and losses has been presented.

Unilever UK & CN Holdings Limited

Balance Sheet as at 31 December 2013

	<u>Notes</u>	2013 £000	2012 £000
Fixed assets			
Investments	(8)	<u>1,631,708</u>	<u>3,086,710</u>
Current assets			
Debtors: amounts falling due within one year	(9)	458	602
Creditors: amounts falling due within one year	(10)	<u>(291,943)</u>	<u>(294,743)</u>
Net current liabilities		<u>(291,485)</u>	<u>(294,141)</u>
Total assets less current liabilities		1,340,223	2,792,569
Creditors: amounts falling due after more than one year	(10)	<u>(259,846)</u>	<u>(259,846)</u>
Net assets		<u>1,080,377</u>	<u>2,532,723</u>
Capital and reserves			
Called up share capital	(11)	474,898	474,898
Merger reserve	(12)	383,280	1,838,280
Other reserves	(12)	33,129	33,129
Profit and loss account	(12)	<u>189,070</u>	<u>186,416</u>
Total shareholders' funds	(12)	<u>1,080,377</u>	<u>2,532,723</u>

The notes on pages 13 to 21 are an integral part of these financial statements.

The financial statements on pages 8 to 21 were approved by the Board of Directors on
18 SEPTEMBER 2014 and were signed on its behalf by:



Ms A J K Elphick
Director

Unilever UK & CN Holdings Limited

Principal Accounting Policies

The financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and the applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Basis of preparation

The financial statements contain information about Unilever UK & CN Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent company, Unilever PLC, a company incorporated in England and Wales.

Cash Flow statement

The Company is a wholly-owned subsidiary of Unilever PLC and its cash flows are included in the consolidated financial statements of Unilever PLC, which are publicly available. Consequently the Company is exempt under the terms of Financial Reporting Standard 1 'Cashflow statements' (revised 1996) from publishing a cash flow statement.

Fixed Asset Investments

Investments in Group undertakings investments are entities controlled by the Company, where control is the power directly or indirectly to govern the financial and operating policies of the entity so as to obtain benefit from its activities. Associated company investments are entities in which the Group has a long-term interest and over which the Group has directly or indirectly significant influence, where significant influence is the ability to influence the financial and operating policies of the entity. Other investments include investment in companies in which the entity's influence is less than significant.

Fixed asset investments are carried at cost. A review is performed annually to assess for triggering events that indicate impairment and if required the net realisable value is assessed using a discounted cash flow (DCF) method.

Where the value of an investment is considered to have been permanently impaired, a carrying value below cost is employed and any impairment charge is taken to the Profit and Loss Account. The reversal of past impairment losses is recognised when the recoverable amount of a investment in a subsidiary, an associate or a joint venture has increased because of a change in economic conditions.

Foreign Currencies

Trading transactions denominated in foreign currencies are translated into sterling at the exchange rate ruling on the date of the transaction or at monthly average rates. Monetary assets and liabilities denominated in foreign currencies have been translated into sterling at the rates current at the year end, and profits/(losses) are taken through the Profit and Loss Account of the year.

Unilever UK & CN Holdings Limited

Principal Accounting Policies (continued)

Dividends

Final dividends are only recognised when they have been approved by the shareholders and interim dividends are only recognised when paid.

Under FRS 21 'Events after the Balance Sheet Date', proposed dividends do not meet the definition of a liability until such time as they have been approved by shareholders at the Annual General Meeting. Therefore, we do not recognise a liability in any period for dividends that have been proposed but will not be approved until after the balance sheet date. This holds for external dividends as well as intra-group dividends paid to the parent company.

Merger Reserve

On acquisition of a subsidiary and when the Company qualifies for merger relief or group reconstruction relief, the cost of the investment in the subsidiary is recorded at fair value. The difference between the nominal value plus minimum premium amount and the fair value is credited to a merger reserve. The merger reserve is treated as part of the Company's equity and is a non distributable reserve.

On disposal or impairment of this subsidiary externally to the Group, the amount recorded in the merger reserve is transferred to in the Profit and Loss reserve.

Preference Shares

Presentational requirements under Financial Reporting Standard 25 'Financial Instruments Disclosure and Presentation' have been applied. Where preference shares carry the characteristics of a liability as opposed to equity, the preference shares are disclosed as a liability in the balance sheet. The associated dividends are disclosed as part of net interest costs. An option of the issuer to redeem the shares for cash does not satisfy the definition of a financial liability because the issuer does not have a present obligation to transfer financial assets to the shareholders. In these circumstances, the preference shares are accounted within equity. An obligation may arise in the future, however, when the issuer of the shares exercises its option, usually by formally notifying the shareholders of an intention to redeem the shares.

Current Taxation

The charge for current income tax is based on the results for the year as adjusted for items which are not taxed or which are disallowed. It is calculated using tax rates in legislation that has been enacted or substantively enacted by the balance sheet date.

Deferred Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is recognised as recoverable only when it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Unilever UK & CN Holdings Limited**Principal Accounting Policies (continued)****Deferred Taxation (continued)**

Deferred tax is measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis.

Deferred tax is recognised in respect of the retained earnings of overseas subsidiaries only to the extent that, at the balance sheet date, dividends have been accrued as receivable or a binding agreement to distribute past earnings in future periods has been entered into by the subsidiary.

Unilever UK & CN Holdings Limited**Notes to the Accounts for the year ended 31 December 2013****(1) Auditors Remuneration**

The fees for PricewaterhouseCoopers LLP in respect of the statutory audit for the current and prior year are borne by a fellow Unilever Group company, Unilever U.K. Central Resources Limited and amounts to £5,500 (2012: £5,500). Full details for the year ended 31 December 2013 and prior year comparatives are disclosed in the financial statements of that company.

(2) Impairment of investments

	2013	2012
	£000	£000
Impairment of investments	<u>1,455,000</u>	<u>1,900</u>

From 1 July 2013 Unilever adopted a new organisational structure in Europe. In this new centralised structure, all Marketing, Supply Chain, and other strategic business functions are carried out or procured for Unilever's European subsidiaries by Unilever Supply Chain Company A.G. ("USCC"). The goal of this new structure is to improve the competitiveness and performance of the Group's European business. As a consequence, Unilever's European subsidiaries (including the Company), who buy products from USCC to be distributed in their countries, operate with only limited risk. The remuneration they will receive in line with their functions, risks, and responsibilities will normally be less than the profits they made prior to the implementation of this structure. As a result of this change a total impairment loss of £1,455,000,000 was recognised for the investment held in Unilever U.K. Group Limited, writing it down to the recoverable amount.

(3) Employee Information

No employees were employed by the Company during 2013 (2012: nil), no employee costs were incurred by the Company (2012: £nil).

(4) Directors' Emoluments

No remuneration (2012: £nil) was received by the Directors, from the Company. They are employed as managers by Unilever U.K. Central Resources Limited and Unilever UK Limited and they are remunerated by that company in respect of their services to the Unilever Group as a whole.

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(5) Income from investments in subsidiaries

	2013 £000	2012 £000
Income from investments in Group undertakings	10,107	217,526
Income from other investments	7,251	11,453
Total	<u>17,358</u>	<u>228,979</u>

(6) Interest payable and similar charges

	2013 £000	2012 £000
Interest payable on loans from group undertakings	(1,973)	(2,466)
Interest payable on redeemable preference shares	(13,189)	(13,189)
Total	<u>(15,162)</u>	<u>(15,655)</u>

(7) Taxation on (loss)/profit on ordinary activities

The taxation credit is made up as follows:

	2013		2012	
	£000	£000	£000	£000
On (loss)/profit for the year				
Current tax:				
UK corporation tax	<u>459</u>		604	
Total UK taxation		459		604
Foreign taxation		<u>(1)</u>		<u>(51)</u>
Total taxation credit on ordinary activities		<u>458</u>		<u>553</u>

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(7) Taxation on (loss)/profit on ordinary activities (continued)

The current UK corporate tax rate that has been used for the year is a hybrid rate of 23.25% (2012: 24.5%). This is on the basis that the rate changed from 24% to 23% as of 1 April 2013. A tax rate change to 20% (which has effect from 1 April 2015) has been factored into the UK deferred tax calculations. The effect of these rate changes on the deferred tax balance at the balance sheet date is disclosed in the table below.

In addition, further reductions to the main rate are proposed to reduce the rate to 21% from 1 April 2014 and to 20% with effect from 1 April 2015. These further changes were substantively enacted on 2 July 2013, before the balance sheet date, and therefore have been included in these financial statements. Such changes are not expected to have a significant effect on the deferred tax balances.

The current tax assessed for the year is lower (2012: lower) than the standard rate of corporation tax in the UK (23.25%) (2012: 24.5%). The differences are explained below:

	2013 £000	2012 £000
(Loss)/profit on ordinary activities before taxation	(1,452,804)	211,424
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in UK of 23.25% (2012: 24.5%)	337,777	(51,799)
Effects of:		
Non-deductible impairment of investments	(338,288)	(466)
Non taxable dividends	4,036	56,100
Foreign taxation	(1)	(51)
Expenses not deductible for tax purposes	(3,066)	(3,231)
Current tax credit for the year	458	553

There are no reconciling items relating to intra group transfer pricing adjustments in the tax reconciliation for 2013 (none for 2012) as no intra group payment will be made for losses claimed or surrendered relating to such amounts.

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(8) Investments

	Shares in Group undertakings £000	Other investments listed £000	Total £000
<u>Cost 1 January 2013</u>	2,958,281	130,329	3,088,610
Additions	-	-	-
Disposals	(2)	-	(2)
31 December 2013	2,958,279	130,329	3,088,608
<u>Provision for impairment 1 January 2013</u>	(1,900)	-	(1,900)
Disposals	-	-	-
Impairment of investments	(1,455,000)	-	(1,455,000)
Provision for impairment 31 December 2013	(1,456,900)	-	(1,456,900)
<u>Net Book Value</u>			
31 December 2013	1,501,379	130,329	1,631,708
31 December 2012	2,956,381	130,329	3,086,710
Market value of listed investments		£335,481	

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(8) Investments (continued)

Investments in Group undertakings

The investments are in subsidiary undertakings of the Company. Their names together with their country of incorporation/registration are listed below. A description of the shares and the proportion held are also shown below.

Name of Company and Country of Incorporation/ Registration	Description of Shares Held	Proportion of Nominal Value of Shares held and of Voting Rights		Principal activity
		Direct %	Indirect %	
<u>Malaysia</u>				
Unilever Foods (Malaysia) Sdn Bhd	MYR 75 Ord. shares	100		Foods
Unilever (Malaysia) Holdings Sdn Bhd	MYR 1 Ord. shares	70		Holding co.
<u>Singapore</u>				
Unilever Singapore Pte Ltd	SGD 1 Ord. shares	100		Holding co.
<u>Sri Lanka</u>				
Ceytea Ltd	LKR 10 Ord.shares	100		Foods
<u>United Kingdom</u>				
Total Refrigeration Ltd	£1 Ord. stock	100		Service co.
Unilever UK Group Ltd	as per breakdown below			Holding co.

		Shares Held	% of Class	Voting %	Capital %
- Ordinary A shares	£1 Ord. shares	25,200,000	10	1.5	0.81
- Ordinary B shares	£1 Ord. shares	2,736,855,000	97	82.45	89.13
- Ordinary C shares	£1 Ord. shares	89,867	89.87	0	0

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(8) Investments (continued)

Other investments listed

Other investments include investments in companies in which the Company's influence is less than significant.

Listed other investment include: 60,086,250 shares held in Hindustan Unilever Ltd which are traded on the Bombay Stock Exchange (market price per share at 31 December 2013 Rs 570.95). For the calculation of the market value we used the Unilever closing exchange rate at 31 December 2013 of 102.26. All other investments are not listed.

Name of Company and Country of Incorporation/Registration	Description of Shares held	Proportion of Nominal Value of Shares held
		Direct
India		
Hindustan Unilever Ltd.	Ordinary	2.78%

In the opinion of the Directors, the value of the investments in Group undertakings and other investments consisting of shares and amounts owing, is not less than the amount at which the investment is stated in the balance sheet.

(9) Debtors

	2013 £000	2012 £000
Amounts falling due within one year		
Corporation tax	458	602

(10) Creditors

	2013 £000	2012 £000
Amounts falling due within one year		
Amounts owed to Group undertakings	(291,943)	(294,743)
	(291,943)	(294,743)
Amounts falling due after more than one year		
Redeemable preference shares	(259,846)	(259,846)

Amounts owed to Group undertakings include balances with Unilever U.K. Central Resources Limited which are interest bearing at monthly LIBOR, are unsecured and repayable on demand.

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(10) Creditors (continued)

Redeemable Preference Shares

The Class A and Class B Redeemable Preference Shares shall be redeemed on 7 July 2023 and 30 June 2024 respectively. The amount payable upon redemption shall be £10 per redeemable preference share, together with any arrears of preferential dividends. These shares may be redeemed at the Company's option after notice of 28 days has been given to the shareholders.

The Class A and Class B Redeemable Preference Shares confer the right to receive a fixed cumulative preferential dividend of 5.53% and 4.83% per annum respectively. On a return of capital on liquidation (other than a redemption or purchase of shares) the Preference Shares rank in priority for the repayment of amounts paid or credited as paid up but carry no rights to further participation in the assets of the Company. The shares carry the right to vote except in cases where there is a resolution on a poll when these rights are restricted.

(11) Called Up Share Capital

	2013 £000	2012 £000
Allotted and fully paid		
407,898,152 (2012: 407,898,152) Class A ordinary shares of £1 each	407,898	407,898
67,000,000 (2012: 67,000,000) Class B ordinary shares of £1 each	67,000	67,000
	<u>474,898</u>	<u>474,898</u>

Unilever UK & CN Holdings Limited

Notes to the Accounts for the year ended 31 December 2013 (continued)

(12) Reconciliation of movements in Total Shareholders' Funds

	2013 £000	2012 £000
(Loss)/profit for the financial year	(1,452,346)	211,977
Net (reduction to)/addition shareholders' funds	(1,452,346)	211,977
Opening shareholders' funds	2,532,723	2,320,746
Closing shareholders' funds	1,080,377	2,532,723

Reserves

	<u>Other reserves</u> £000	<u>Merger reserve</u> £000	<u>Profit and loss account</u> £000	<u>Total</u> £000
At 1 January 2013	33,129	1,838,280	186,416	2,057,825
Loss for the financial year	-	-	(1,452,346)	(1,452,346)
Transfer from Merger Reserve	-	(1,455,000)	1,455,000	-
At 31 December 2013	33,129	383,280	189,070	605,479

There has been a transfer from the merger reserve created on the acquisition of Unilever UK Limited to the Profit and Loss Reserve for the amount of the impairment recorded during the year.

Other reserves relate to unrealised profit on inter-group disposal of assets. Hence, these reserves are non-distributable.

Unilever UK & CN Holdings Limited**Notes to the Accounts for the year ended 31 December 2013 (continued)****(13) Related Party Transactions and Ultimate Parent Company**

The ultimate parent company and controlling party is Unilever PLC and the immediate holding company is Unilever U.K. Holdings Limited, both companies incorporated in the United Kingdom. The Company has not disclosed transactions with fellow, wholly owned subsidiaries in accordance with the exemption under the terms of Financial Reporting Standard 8 "Related party disclosures" as the ultimate parent company produces publicly available consolidated accounts. These accounts are both the smallest and largest group to consolidate these financial statements. Copies of Unilever Group accounts can be publicly obtained from Unilever PLC, Corporate Relations Department, 100 Victoria Embankment, London EC4Y 0DY and www.unilever.com.

(14) Parent company support

The intermediate parent undertaking Unilever U.K. Holdings Limited has indicated its willingness to continue to provide support to allow the Company to continue at its current level of operations for the foreseeable future.