UNILEVER PLC
Form SC14D9C
February 21, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14D-9

(Rule 14d-101)

Solicitation/Recommendation Statement

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

UNILEVER PLC

(Name of Subject Company)

UNILEVER PLC

(Name of Person(s) Filing Statement)

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

(Title of Class of Securities)

904767704

(CUSIP Number of Class of Securities)

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

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

On 17 February 2017, The Kraft Heinz Company (**Kraft Heinz**) announced that it had made a potential offer for all of the shares of Unilever PLC and Unilever N.V. (together, **Unilever**). On 19 February 2017, Unilever and Kraft Heinz issued a joint statement announcing that Kraft Heinz had amicably agreed to withdraw its proposal for a combination of the two companies.

This Schedule 14D-9 filing contains the joint statement, issued by Unilever and Kraft Heinz, dated 19 February 2017, regarding the withdrawal of Kraft Heinz s potential offer, a copy of which is attached hereto as Exhibit 99.1 and incorporated by reference.

EXHIBIT INDEX

Exhibit No.	Description
99.1	Joint statement, issued by Unilever and Kraft Heinz, dated 19 February 2017, regarding the withdrawal of Kraft Heinz s potential offer