

UNILEVER U.K. HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

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UNILEVER U.K. HOLDINGS LIMITED**COMPANY INFORMATION****DIRECTORS**

Ms A J K Elphick
Mr J W Barnes
Mr C J Leighton-Davies

COMPANY SECRETARIES

Mr R C Hazell
Mr J O Earley (appointed 22 March 2016)
Ms S Magol (appointed 22 March 2016)
Mrs A K Conway (resigned 31 December 2015)
Mr J Thurston (resigned 23 February 2016)

REGISTERED NUMBER

17049

REGISTERED OFFICE

Unilever House
100 Victoria Embankment
London
EC4Y 0DY
United Kingdom

INDEPENDENT AUDITOR

KPMG LLP Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL
United Kingdom

UNILEVER U.K. HOLDINGS LIMITED**CONTENTS**

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UNILEVER U.K. HOLDINGS LIMITED**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2015**

The Directors present their report and the financial statements for the year ended 31 December 2015.

PRINCIPAL ACTIVITY

The principal activity of the Company is to act as a holding company. Almost all (operating) expenses, including the remuneration of the auditor, were borne by the ultimate parent undertaking or a fellow subsidiary.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £21,575,000 (2014: profit £1,619,195,000).

The Directors determined that an interim dividend of £4,000,000,000 is declared and paid in the year (2014: £NIL).

DIRECTORS

The Directors who served during the year were:

Ms A J K Elphick
Mr J W Barnes
Mr C J Leighton-Davies

POLITICAL AND CHARITABLE DONATIONS

No donations were paid during the year (2014: £NIL).

FUTURE DEVELOPMENTS

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.

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 for the year ended 31 December 2015.

FINANCIAL 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.

UNILEVER U.K. HOLDINGS LIMITED**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2015****DISCLOSURE OF INFORMATION TO AUDITOR**

Each of the persons who is a Director at the time when this Directors' Report is approved has confirmed that:

- as so far as that Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

STRATEGIC REPORT

The Company has taken advantage of disclosure exemptions available to small companies under Section 414B of the Companies Act 2006, and has not prepared a strategic report.

AUDITORS

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

This report was approved by the board on 29 September 2016 and signed on its behalf by


C J Leighton-Davies
Director

Registered Office: Unilever House, 100 Victoria Embankment, London, EC4Y 0DY, United Kingdom

Company registration number: 17049

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2015**

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 elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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 U.K. HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNILEVER U.K. HOLDINGS LIMITED

We have audited the financial statements of Unilever U.K. Holdings Limited for the year ended 31 December 2015, set out on pages 6 to 20. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including Financial Reporting Standard 101 'Reduced Disclosure Framework'.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As explained more fully in the Directors' Responsibilities Statement, 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its profit 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.

OPINION ON OTHER MATTERS 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.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNILEVER U.K. HOLDINGS LIMITED**MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- 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; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



Paul Korolkiewicz (Senior Statutory Auditor)

for and on behalf of
KPMG LLP Statutory Auditor

Chartered Accountants

15 Canada Square
London
E14 5GL
United Kingdom

Date: 29 SEPTEMBER 2016

UNILEVER U.K. HOLDINGS LIMITED

**PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Note	2015 £000	2014 £000
Other operating income/(expenses)	3	(27)	2,319,786
Operating profit/(loss)	3	(27)	2,319,786
Income from shares in group companies	7	20,177	2,350,616
Loss on disposal of investments		(30)	-
Amounts written off investments	11	(41,746)	(3,051,271)
Interest receivable and similar income	8	59	43
Result on ordinary activities before taxation		(21,567)	1,619,174
Taxation on result on ordinary activities	9	(8)	21
Profit/(loss) and total comprehensive income for the year		<u>(21,575)</u>	<u>1,619,195</u>

There were no recognised gains and losses for 2015 other than those included in the profit and loss account.

BALANCE SHEET
AS AT 31 DECEMBER 2015

	Note	2015 £000	2014 £000 <i>Restated (note 18)</i>
Fixed assets			
Investments	11	1,191,268	1,192,155
		<u>1,191,268</u>	<u>1,192,155</u>
Current assets			
Debtors (Debtors amounts falling due after more than one year £695,000 (2014: £1,006,594,000))	12	695	3,327,695
		<u>695</u>	<u>3,327,695</u>
Creditors: Amounts falling due within one year	13	(700,187)	(13)
Net current (liabilities)/assets		<u>(699,492)</u>	<u>3,327,682</u>
Total assets less current liabilities		<u>491,776</u>	<u>4,519,837</u>
Provisions for liabilities	14	(2,292)	(6,412)
Net assets		<u><u>489,484</u></u>	<u><u>4,513,425</u></u>
Capital and reserves			
Called up share capital	15	8,625	8,625
Share premium account		259,846	259,846
Other reserves		435,796	435,796
Fair value reserves		4,011	6,377
Profit and loss account		(218,794)	3,802,781
Total shareholders' funds		<u><u>489,484</u></u>	<u><u>4,513,425</u></u>

The financial statements were approved and authorised for issue by the Board of Directors and were signed on its behalf on 29 September 2016.


C. Leighton-Davies
Director

UNILEVER U.K. HOLDINGS LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Note	Called up share capital £000	Share premium account £000	Other reserves £000	Fair value reserves £000	Profit and loss account £000	Total equity £000
At 1 January 2015		8,625	259,846	435,796	6,377	3,802,781	4,513,425
Loss for the year		-	-	-	-	(21,575)	(21,575)
Dividends	10	-	-	-	-	(4,000,000)	(4,000,000)
Fair value movement		-	-	-	(2,366)	-	(2,366)
At 31 December 2015		8,625	259,846	435,796	4,011	(218,794)	489,484

The other reserves represent unrealised profit on inter-group sale of investments in 2002 and 2005 to Unilever UK & CN Holdings Limited.

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2014**

	Called up share capital £000	Share premium account £000	Other reserves £000	Fair value reserves £000	Reserves EBT £000	Profit and loss account £000	Total equity £000
<i>Restated (note 18)</i>							
At 1 January 2014	8,625	-	435,796	7,873	6	2,183,530	2,635,830
Profit for the year	-	-	-	-	(56)	1,619,251	1,619,195
Profit distribution for employee benefits	-	-	-	-	50	-	50
Share issue transfer	-	259,846	-	-	-	-	259,846
Fair value movement	-	-	-	(1,496)	-	-	(1,496)
At 31 December 2014	8,625	259,846	435,796	6,377	-	3,802,781	4,513,425

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

Unilever U.K. Holdings Limited is a company incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS 101"). The amendments of FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Accounting Standards as adopted by the EU ("Adopted IFRS"), but makes amendments where necessary in order to comply with Companies Act 2006 and has been set out below where advantages of the FRS 101 disclosure exemptions has been taken.

In these financial statements, the Company has adopted FRS 101 for the first time.

In the transition to FRS 101, the Company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. An explanation of how the transition to FRS 101 has affected the reported financial position, financial performance of the Company is provided in note 18.

IFRS 1 grants certain exemptions from the full requirements of Adopted IFRSs in the transition period. The following exemptions have been taken in these financial statements:

- Business combinations: business combinations that took place prior to 1 January 2014 have not been restated;
- Fair value at deemed cost – At 1 January 2014 fair value has been used at deemed costs.

In these financial statements, where applicable, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, tangible assets, intangible assets and investment properties;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of compensation of Key Management Personnel.

As the consolidated financial statements of Unilever PLC includes equivalent disclosures, the Company has also applied the exemptions under FRS 101 available in respect of the following disclosures where applicable:

- IFRS 2 Share Based Payments in respect of group settled share based payments;
- Certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets;
- Disclosures required by IFRS 5 Non-current Assets Held for Sale and Discontinued Operations in respect of the cash flows of discontinued operations;
- Certain disclosures required by IFRS 3 Business Combinations in respect of business combinations undertaken by the Company;

UNILEVER U.K. HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)

- Certain disclosures required by IFRS 13 Fair value measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures;
- The disclosures required by IFRS 7 and 13 regarding financial instrument disclosures have not been provided apart from those which are relevant for the financial instruments which are held at fair value and are not either held as part of trading portfolio or derivatives.

The Company's ultimate parent undertaking, Unilever PLC, includes the Company in its consolidated financial statements. The consolidated financial statements of Unilever PLC are prepared in accordance with International Financial Reporting Standards and provided in the published Unilever PLC Annual Report, available at www.unilever.com.

The Company has notified its shareholders that it has elected to adopt FRS 101, for its financial statements for the year ended 31 December 2015 and on an ongoing basis until such time as the Company notifies its shareholders of any changes to its chosen accounting framework.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 1 January 2015 for the purposes of the transition to FRS 101.

1.2 CONSOLIDATION

The company is a wholly-owned subsidiary of Unilever PLC. It is included in the consolidated financial statements of Unilever Group which are publicly available. Therefore the company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

1.3 MEASUREMENT CONVENTION

The financial statements are prepared on the historical cost basis except that the following assets are stated at their fair value: Ventures investments.

1.4 GOING CONCERN

Unilever U.K. Holdings Limited has net current liabilities. These financial statements have been prepared on a going concern basis because Unilever PLC has formally indicated that it will continue to provide financial and other support to the Company to enable it to trade and meet its liabilities as and when they become due, for at least the next twelve months.

1.5 DEBTORS

Debtors are amounts due from group undertakings for services performed in the ordinary course of business and other receivables. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as due within one year. If not, they are presented as due after more than one year.

Debtors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)**1.6 VALUATION OF INVESTMENTS**

Investments in Group undertakings 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.

Ventures investments in debt and equity securities held by the Company are classified as being available-for-sale and are stated at fair value, with any resultant gain or loss being recognised directly in equity (in the fair value reserve), except for impairment losses and, in the case of monetary items such as debt securities, foreign exchange gains and losses. When these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in profit or loss. Where these investments are interest-bearing, interest calculated using the effective interest method is recognised in profit and loss.

The carrying amounts of the Company's fixed assets investments are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

1.7 CREDITORS

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. If payment is expected in one year or less, they are classified as due within one year. If not, they are presented as due after more than one year.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

1.8 PROVISIONS FOR LIABILITIES

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)

Provisions are charged as an expense to the Profit and loss account in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties. When payments are eventually made, they are charged to the provision carried in the Balance sheet.

1.9 FOREIGN CURRENCY TRANSLATION**Functional and presentation currency**

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Profit and Loss Account except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Profit and Loss Account. All other foreign exchange gains and losses are presented in the Profit and Loss Account.

1.10 DIVIDENDS

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

1.11 INTEREST INCOME

Interest income is recognised in the Profit and loss account using the effective interest method.

UNILEVER U.K. HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)**1.12 CURRENT AND DEFERRED TAXATION**

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. For investment property that is measured at fair value, deferred tax is provided at the rate applicable to the sale of the property except for that part of the property that is depreciable and the company's business model is to consume substantially all of the value through use. In the latter case the tax rate applicable to income tax is used.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised or that the Company has determined it is appropriate to recognise the deferred tax asset as it is recoverable due to the fact that the Company is part of a UK group for group relief purposes.

2. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

1 *Impairment of debtors*

The company makes an estimate of the recoverable value of the debtors. When assessing impairment of debtors, management considers factors including the ageing profile of receivables and historical experience;

2 *Impairment of fixed assets investments*

The company makes an estimate of the recoverable value of the fixed assets investments. For description of management's approach see Note (1.6) Valuation of investments;

3 *Provisions*

The Company had recognised provisions for legal cases which relates to obligations for indemnities in respect of disposed companies.

UNILEVER U.K. HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015****3. OPERATING PROFIT/(LOSS)**

The operating profit/(loss) is comprised as follows:

	2015	2014
	£000	£000
Other operating income/(expenses)	(27)	2,319,786
Operating profit/(loss)	<u>(27)</u>	<u>2,319,786</u>

In December 2014 Lipoma transferred its entire shareholding in Lipton Limited of £2.3bln to Unilever U.K. Holdings Limited which resulted in an operating income of £2.3bln.

4. AUDITORS' REMUNERATION

The fees for KPMG LLP (and its associates, if applicable) in respect of the statutory audit for the current year are borne by a fellow Unilever Group company, Unilever U.K. Central Resources Limited.

	2015	2014
	£	£
Fees for the audit of the Company	2,565	3,375

The company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the group accounts of the parent company.

5. EMPLOYEES

No employees were employed by the Company during 2015 (2014: no employees) and no employee costs were incurred by the Company (2014: £NIL).

6. DIRECTORS' REMUNERATION

No remuneration (2014: £NIL) was paid by the Company to the Directors, including the Chairman. All Directors are employed by Unilever U.K. Central Resources Limited and are remunerated by that company in respect of their services to the Unilever Group as a whole. None of these costs are charged to the Company.

7. INCOME FROM SHARES IN GROUP COMPANIES

	2015	2014
	£000	£000
Dividends	20,177	2,350,616
Total	<u>20,177</u>	<u>2,350,616</u>

UNILEVER U.K. HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

8. INTEREST RECEIVABLE AND SIMILAR INCOME

	2015 £000	2014 £000
Interest receivable from associated companies	59	43
Total	59	43

9. TAXATION

	2015 £000	2014 £000
Recognised in the profit and loss account		
U.K. corporation tax		
Current tax on income for the year	(8)	(9)
Adjustments in respect of prior years	-	30
Total current tax	(8)	21
Tax (charge)/credit on profits on ordinary activities	(8)	21

The current U.K. corporate tax rate that has been used for the period is a blended rate of 20.25% (2014: 21.5%). This is on the basis that the rate changed from 21% to 20% as of 1 April 2015.

In addition, a further reduction to the main rate is proposed to reduce the rate to 19% from 1 April 2017 and to 18% from 1 April 2020. This further change was substantively enacted on 26 October 2015, before the balance sheet date, and therefore has been included in these financial statements. An additional reduction to 17% (effective from 1 April 2020) was announced in the Budget on 16 March 2016. Such changes are not expected to have a significant effect on the deferred tax balances.

	2015 £000	2014 £000
Reconciliation of tax expense		
Profit/(loss) for the year	(21,567)	1,619,174
Total tax expense	(8)	21
Tax using the UK corporation tax rate of 20.25% (2014: 21.5%)	4,367	(348,122)
Non-deductible impairment of investment	(8,450)	(655,831)
Non-deductible expenses	-	498,522
Tax exempt revenues – dividends	4,086	505,382
Permanent differences – other	(11)	40
(Under)/over provided in prior years	-	30
Total tax expense	(8)	21

UNILEVER U.K. HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015****10. DIVIDENDS PAID**

	2015 £000	2014 £000
Dividend paid to Unilever PLC	4,000,000	-

11. INVESTMENTS

<i>Restated (note 19)</i>	Subsidiary undertakings and associates £000	Ventures investments £000	Total £000
Cost or valuation			
At 1 January 2015	8,793,618	14,352	8,807,970
Additions	46,132	1,291	47,423
Disposals	(31,103)	(222)	(31,325)
At 31 December 2015	8,808,647	15,421	8,824,068
Provision			
At 1 January 2015	(7,619,032)	(3,160)	(7,622,192)
Provided in year	(45,722)	-	(45,722)
Disposals	31,103	-	31,103
At 31 December 2015	(7,633,651)	(3,160)	(7,636,811)
Fair value adjustment (for assets available for sale)			
At 1 January 2015	-	6,377	6,377
Charge for the year	-	(2,366)	(2,366)
At 31 December 2015	-	4,011	4,011
Net book value including fair value adjustment			
At 31 December 2015	1,174,996	16,272	1,191,268
At 31 December 2014	1,174,586	17,569	1,192,155

The additions during the year in the investments in subsidiary undertakings consists of investments in REN Limited, REN USA Inc., Unilever Ventures Fund III LP, Murad Europe Limited and Unilever Overseas Buying Services Limited.

The disposals during the year in the investments in subsidiary undertakings consists of the disposal of Spa & Salon International Limited and the disposal of Unilever International Market Development Co Limited.

The movement in impairment provision in the year relates to the impairment of Unilever Innovations Limited and Unilever UK&CN Holdings Limited and to reversals of impairments taken in previous years for Spa & Salon International Limited and for Unilever International Market Development Co Limited.

UNILEVER U.K. HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015****SUBSIDIARY UNDERTAKINGS AND ASSOCIATES**

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

The following were subsidiary undertakings and associates of the Company:

Name	Country of incorporation	Class of shares	Proportion of nominal value of shares held	Principal Activity
			Direct %	
Unilever Innovations Limited (former Lipton Limited)	United Kingdom	Ordinary	100.00%	F
Unilever Company for Industrial Development Limited	United Kingdom	Ordinary	100.00%	T
Unilever Company for Regional Marketing and Research Limited	United Kingdom	Ordinary	100.00%	T
Unilever UK & CN Holdings Limited	United Kingdom	Ordinary/Preferred	100.00%	H
Unilever U.K. Central Resources Limited	United Kingdom	Ordinary	100.00%	T
Unilever Ventures Limited	United Kingdom	Ordinary	100.00%	I
Unidis Forty Nine Limited	United Kingdom	Ordinary	100.00%	NT
Unidis Nineteen Limited (in liquidation)	United Kingdom	Ordinary	100.00%	NT
UML Limited	United Kingdom	Ordinary	100.00%	NT
Unidis Sixty Six Limited (in liquidation)	United Kingdom	Ordinary	100.00%	NT
Brooke Bond Foods Limited (in liquidation)	United Kingdom	Ordinary	100.00%	F
U.A.C. Holdings Limited (in liquidation)	United Kingdom	Ordinary	100.00%	H
Unilever Pension Trust Limited	United Kingdom	Ordinary	100.00%	NT
Unilever Superannuation Trustees Limited	United Kingdom	Ordinary	100.00%	NT
Unilever Employee Benefit Trustees Limited	United Kingdom	Ordinary	100.00%	NT
USF Nominees Limited	United Kingdom	Ordinary	100.00%	NT
The Company of African Merchants Limited (in liquidation)	United Kingdom	Ordinary	100.00%	NT
Unilever UK Pension Fund Trustees Limited	United Kingdom	Ordinary	100.00%	NT
MBUK Trading Limited	United Kingdom	Ordinary	100.00%	F
T2 Tea (UK) Limited	United Kingdom	Ordinary	100.00%	T
Unilever Overseas Buying Services Limited (in liquidation)	United Kingdom	Ordinary	100.00%	NT
REN Limited	United Kingdom	Ordinary	100.00%	T
Murad Europe Limited	United Kingdom	Ordinary	100.00%	T
Unilever Ventures Fund III LP	United Kingdom	Ordinary	28.75%	I
Froosh AB	Sweden	Ordinary	81.61%	H
Unilever Ventures India Advisory Private Limited	India	Ordinary	99.90%	T
REN USA Inc.	USA	Ordinary	100.00%	NT
Unilever Tea Tanzania Limited	Tanzania	Ordinary	0.01%	T

UNILEVER U.K. HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015****SHARES IN GROUP UNDERTAKINGS (continued)**

The key to the principal activities listed on the previous page are as follows:

Foods	F	Holding companies	H
Home and Personal Care	HPC	Investment Services	I
Trading Operations	T	Non-Trading	NT

A full list of the Company's subsidiary undertakings will be filed with the Registrar of Companies.

Ventures investments

The following were participating interests and other investments of the Company:

Name	Country of incorporation	Class of shares	Proportion of nominal value of shares held
Arecor Limited	United Kingdom	Ordinary/Preferred	39.0% Direct
Insense Limited	United Kingdom	Ordinary	25.9% Direct
Snog Pure Frozen Yogurt Limited	United Kingdom	Ordinary	44.5% Direct
CDDM Technology Limited	United Kingdom	Ordinary	42.8% Direct
Lumene Limited	United Kingdom	Ordinary	10.5% Direct
Voltea Limited	United Kingdom	Ordinary/Preferred	30.6% Direct
Catexel Limited	United Kingdom	Ordinary/Preferred	96.7% Direct

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

12. DEBTORS

	2015 £000	2014 £000
Due after more than one year		
Amounts owed by Group undertakings	695	1,006,594
Total	695	1,006,594
	2015 £000	2014 £000
Due within one year		
Amounts owed by Group undertakings	-	2,321,051
Other debtors	-	50
Total	-	2,321,101
Total debtors	695	3,327,695

Amounts owed by Group undertakings for 2015 include balances owed by Murad Europe Limited and for 2014 from Unilever U.K. Central Resources Limited which are non-interest bearing, unsecured and payable on demand. There's no intention to recall the repayment of the outstanding balance within a year as of 31 December 2015.

UNILEVER U.K. HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

13. CREDITORS

	2015 £000	2014 £000
Amounts falling due within one year		
Amounts owed to Group undertakings	(700,170)	(13)
Group relief payable	(17)	-
Total	(700,187)	(13)

Amounts owed to Group undertakings include balances with Unilever U.K. Central Resources Limited and Unilever Employee Benefit Trustees Limited which are non-interest bearing, unsecured and payable on demand.

14. PROVISIONS FOR LIABILITIES

	Legal provision £000
At 1 January 2015	(6,412)
Provisions reversed during the year	4,120
At 31 December 2015	(2,292)

The release during the year relates to a guarantee by the Company for amounts due from its subsidiaries to Unilever International Marketing Co Limited. As Unilever International Marketing Co Limited has been liquidated during the year, this provision was released. The legal provisions as per the end of the year relates to provisions for indemnities in respect of disposed companies.

15. SHARE CAPITAL

	2015 £000	2014 £000
Allotted, called up and fully paid		
8,625,000 (2014: 8,625,000) Ordinary shares of £1 each	8,625	8,625

16. OTHER FINANCIAL COMMITMENTS

The Company has provided the following guarantees:

- A guarantee by Unilever U.K. Holdings Limited guaranteeing payment and other performance by Unilever U.K. Limited in relation to the Cannock warehousing & distribution operation; and
- A guarantee by Unilever U.K. Holdings Limited guaranteeing the performance of payment and other obligations on the part of T2 Tea (U.K.) Limited in relation to a lease for shop premises; and
- A guarantee by Unilever U.K. Holdings Limited guaranteeing payment and other performance by Murad Europe Limited in relation to the lease of the Pentonville property.
- A guarantee by Unilever U.K. Holdings Limited guaranteeing payment and other performance to Sloane Blackfriars in relation to the lease of the the main offices in London (formerly Unilever House).

UNILEVER U.K. HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

17. CONTROLLING PARTY

The ultimate parent company and controlling party is Unilever PLC which is also the immediate parent company and is 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 International Accounting Standard (IAS) 24 "Related party disclosures" as the ultimate parent company produces publicly available consolidated financial statements. These financial statements are both the smallest and largest group to consolidate these financial statements. Copies of Unilever Group financial statements can be publicly obtained from Unilever PLC, Investor Relations Department, 100 Victoria Embankment, London EC4Y 0DY and www.unilever.com.

18. FIRST TIME ADOPTION OF FRS 101

As stated in note 1, these are the Company's first financial statements prepared in accordance with FRS 101. The accounting policies set out in the notes have been applied in preparing the financial statements for the year ended 31 December 2015, the comparative information presented in these financial statements for the year ended and in the preparation of an opening FRS 101 balance sheet at 1 January 2015 (the Company's date of transition).

In preparing its FRS 101 balance sheet, the Company has investigated whether amounts reported previously in financial statements prepared in accordance with its old basis of accounting (UK GAAP), should be adjusted. The outcome is that the accounting policies applied under the previous accounting framework are materially different to FRS 101 for fixed assets. See the next table for the reconciliations from 'old UK GAAP' to FRS 101 for total equity as at 1 January 2014 and 31 December 2014.

Reconciliation of equity at 1 January 2014 and 31 December 2014

		As previously stated 1 January 2014 £000	Effect of transition 1 January 2014 £000	FRS 101 (as restated) 1 January 2014 £000	As previously stated 31 December 2014 £000	Effect of transition 31 December 2014 £000	FRS 101 (as restated) 31 December 2014 £000
Note							
Fixed assets	(a)	1,657,338	7,873	1,665,211	1,185,778	6,377	1,192,155
Current assets							
Debtors		978,194	-	978,194	3,327,695	-	3,327,695
Creditors: amounts falling due within one year		(1,026)	-	(1,026)	(13)	-	(13)
Net current assets		977,168	-	977,168	3,327,682	-	3,327,682
Total assets less current liabilities		2,634,556	7,873	2,642,429	4,513,460	-	4,519,837
Provisions for liabilities		(6,599)	-	(6,599)	(6,412)	-	(6,412)
NET ASSETS		2,627,957	7,873	2,635,830	4,507,048	-	4,513,425
Capital and reserves							
Called up share capital		8,625	-	8,625	8,625	-	8,625
Share premium account		259,846	-	259,846	259,846	-	259,846
Other reserves		435,796	-	435,796	435,796	-	435,796
Fair value reserves		124,046	-	124,046	124,281	-	124,281
Profit and loss account	(a)	1,799,644	7,873	1,807,517	3,678,500	6,377	3,684,877
TOTAL SHAREHOLDERS' FUND		2,627,957	7,873	2,635,830	4,507,048	6,377	4,513,425

(a) In line with UK GAAP, Unilever U.K. Holdings Limited held the other investments at book value. Under FRS 101, other investments are held at fair value and gains and losses on re-measurement are recognised in the fair value reserves.