UNILEVER PLC Form 6-K March 26, 2009

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of March, 2009. Commission File Number 001-04546 UNILEVER PLC

(Translation of registrant s name into English)

Unilever House, Blackfriars, London, England

(Address of principal executive office)

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

Form 20-F b Form 40-F o

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): _____

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual

report to security holders.

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): _____

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant s home country), or under the rules of the home country exchange on which the registrant s securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant s security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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 o No b

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

The documents attached hereto as Exhibits 99.1 and 99.2 are each incorporated herein by reference.

CAUTIONARY 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, believes or the negative of these terms and other similar expressions of future performance or results, including financial objectives to 2010, 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, the ability to complete planned restructuring activities, 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 & Accounts on Form 20-F. These forward-looking statements speak only as of the date of this announcement. 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.

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 PLC

/s/ S. H. M. A. Dumoulin By S. H. M. A. DUMOULIN, Group Secretary

Date: 26 March, 2009

EXHIBIT INDEX

Exhibit Number Exhibit Description

99.1 <u>Unilever PLC Chairman s Letter and Notices of Meetings</u>

99.2 <u>Unilever PLC Proxy Form</u>

/TD> 0.57% 0.57% 0.57% 0.53% 1.31%

Fixed rate borrowings (5)

697,668 195,875 101,553 55,553 69,553 261,635 1,381,837 1,388,116

Average rate

4.16% 4.50% 5.12% 5.33% 5.80% 6.04% 4.77%

Floating rate borrowings (6)

1,403,848 1,720 1,405,568 1,405,568

Average rate

5.30% 8.08% 5.31%

Total

\$7,117,426 \$1,053,489 \$558,025 \$409,164 \$398,372 \$3,397,029 \$12,933,505 \$12,897,771 *Average rate*

3.89% 3.40% 2.82% 2.29% 2.37% 1.22% 3.01%

Assumptions:

- (1) Amounts are based on contractual payments and maturities, adjusted for
 - expected prepayments.
- (2) Amounts are

based on

contractual

maturities;

adjusted for

expected

prepayments on

mortgage-backed

securities and

expected calls on

agency and

municipal securities.

- (3) Amounts are based on contractual maturities of time deposits.
- (4) These deposit accounts are placed based on history of deposit flows.
- (5) Amounts are based on contractual maturities of debt instruments, adjusted for possible calls.
- (6) Amounts include Federal Funds purchased and securities sold under agreements to repurchase, which mature in less than 90 days, and junior subordinated deferrable interest debentures.
- (7) Floating rate loans include adjustable rate mortgages.
- (8) Line of credit amounts are based on historical cash flow assumptions, with an average life of approximately 5 years.

The preceding table and discussion addressed the liquidity implications of interest rate risk and focused on expected contractual cash flows from financial instruments. Expected maturities, however, do not necessarily estimate the net interest income impact of interest rate changes. Certain financial instruments, such as adjustable rate loans, have repricing periods that differ from expected cash flows. Fair value adjustments related to acquisitions are not included in the preceding table.

The Corporation uses three complementary methods to measure and manage interest rate risk. They are static gap analysis, simulation of earnings, and estimates of economic value of equity. Using these measurements in tandem provides a reasonably comprehensive summary of the magnitude of interest rate risk in the Corporation, level of risk as time evolves, and exposure to changes in interest rate relationships.

Static gap provides a measurement of repricing risk in the Corporation s balance sheet as of a point in time. This measurement is accomplished through stratification of the Corporation s assets and liabilities into predetermined repricing periods. The sum of assets and liabilities in each of these periods are summed and compared for mismatches within that maturity segment. Core deposits having no contractual maturities are placed into repricing periods based upon historical balance performance. Repricing for mortgage loans and for mortgage-backed securities includes the effect of expected cash flows. Estimated prepayment effects are applied to these balances based upon industry projections for prepayment speeds. The Corporation s policy limits the cumulative six-month gap to plus or minus 15% of total rate sensitive earning assets. The cumulative six-month gap as of June 30, 2006 was a negative 3.6% and the cumulative six-month ratio of rate sensitive assets to rate sensitive liabilities (RSA/RSL) was 0.92.

Simulation of net interest income and net income is performed for the next twelve-month period. A variety of interest rate scenarios are used to measure the effects of sudden and gradual movements upward and downward in the yield curve. These results are compared to the results obtained in a flat or unchanged interest rate scenario. Simulation of earnings is used primarily to measure the Corporation s short-term earnings exposure to rate movements given a static balance sheet. The Corporation s policy limits the potential exposure of net interest income to 10% of the base case net interest income for every 100 basis point shock in interest rates. A shock is an immediate upward or downward movement of interest rates across the yield curve based upon changes in the prime rate. The shocks do not take into account changes in customer behavior that could result in changes to mix and/or volumes in the balance sheet nor do they account for competitive pricing over the forward 12-month period. The following table summarizes the expected impact of interest rate shocks on net interest income:

	Annual change in net interest			
		%		
Rate Shock	income	Change		
+300 bp	+\$ 10.7 million	+ 2.2%		
+200 bp	+\$ 7.1 million	+ 1.5%		
+100 bp	+\$ 3.6 million	+ 0.7%		
-100 bp	-\$ 10.0 million	- 2.1%		
-200 bp	-\$ 22.4 million	- 4.6%		
-300 bp	-\$ 38.7 million	- 8.0%		

Economic value of equity estimates the discounted present value of asset cash flows and liability cash flows. Discount rates are based upon market prices for like assets and liabilities. Upward and downward shocks of interest rates are used to determine the comparative effect of such interest rate movements relative to the unchanged environment. This measurement tool is used primarily to evaluate the longer-term re-pricing risks and options in the Corporation s balance sheet. A policy limit of 10% of economic equity may be at risk for every 100 basis point—shock—movement in interest rates. The following table summarizes the expected impact of interest rate shocks on economic value of equity.

	Change in economic value		
		%	
Rate Shock	of equity	Change	
+300 bp	+\$ 1.4 million	+0.08%	
+200 bp	+\$ 1.5 million	+0.08%	
+100 bp	+\$ 0.2 million	+0.01%	
-100 bp	-\$ 12.0 million	-0.65%	
-200 bp	-\$ 50.9 million	- 2.8%	
-300 bp	-\$ 117.5 million	- 6.4%	

Item 4. Controls and Procedures

The Corporation carried out an evaluation, under the supervision and with the participation of the Corporation s management, including the Corporation s Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures pursuant to Exchange Act Rule 13a-15. Based upon that evaluation, the Corporation s Chief Executive Officer and Chief Financial Officer concluded that, as of the end of the period covered by this quarterly report, the Corporation s disclosure controls and procedures are effective. Disclosure controls and procedures are controls and procedures that are designed to ensure that information required to be disclosed in Corporation reports filed or submitted under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission s rules and forms. There have been no changes in our internal control over financial reporting during the fiscal quarter covered by this quarterly report that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II OTHER INFORMATION

Item 1. Legal Proceedings

Not applicable.

Item 1A. Risk Factors

Information responsive to this item as of December 31, 2005 appears as Exhibit 99.1 to the Corporation s Form 10-K for the year ended December 31, 2005. There was no material change in such information as of June 30, 2006.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

		Total number of		
	Total		shares purchased as part of a	Maximum number of shares
	number of	Average price	publicly announced	that may yet be
	shares	paid per	plan	purchased under the plan or
Period	purchased	share	or program	program
(04/01/06 - 04/30/06)	519,750	15.82	519,750	1,429,010
(05/01/06 - 05/31/06)	485,520	15.62	485,520	943,490
(06/01/06 - 06/30/06)				943,490

On March 21, 2006 a stock repurchase plan was approved by the Board of Directors to repurchase up to 2.1 million shares through December 31, 2006. As of June 30, 2006, 1.1 shares were repurchased under this plan. No stock repurchases were made outside the plans and all were made under the guidelines of Rule 10b-18 and in compliance with Regulation M.

Item 3. Defaults Upon Senior Securities and Use of Proceeds

Not applicable.

Item 4. Submission of Matters to a Vote of Security Holders

The annual meeting of the Corporation was held May 2, 2006. There were 165,687,525 shares of common stock entitled to vote at the meeting and a total of 133,953,896 shares or 80.84% were represented at the meeting. At the annual meeting, the following individuals were elected to the Board of Directors:

Nominee	Term 2	For	Withheld
John M. Bond, Jr.	Years 3	131,168,630	2,785,266
J.G. Albertson	Years 3	120,403,143	13,550,752
Craig A. Dally	Years 3	120,362,659	13,591,237
R. A. Fulton, Jr.	Years 3	125,003,999	8,949,897
Clyde W. Horst	Years 3	125,988,785	7,965,111
Willem Kooyker	Years 3	131,115,470	2,838,426
R. Scott Smith, Jr.	Years	124,995,751	8,958,145

Item 5. Other Information

Not applicable.

Item 6. Exhibits

See Exhibit Index for a list of the exhibits required by Item 601 of Regulation S-K and filed as part of this report.

43

FULTON FINANCIAL CORPORATION AND SUBSIDIARIES 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.

FULTON FINANCIAL CORPORATION

Date: August 9, 2006 /s/ R. Scott Smith, Jr.

R. Scott Smith, Jr.

Chairman, Chief Executive Officer and

President

Date: August 9, 2006 /s/ Charles J. Nugent

Charles J. Nugent

Senior Executive Vice President and

Chief Financial Officer

44

EXHIBIT INDEX Exhibits Required Pursuant to Item 601 of Regulation S-K

- 4.1 Revolving Credit Agreement, dated July 12, 2004, by and between Fulton Financial Corporation, as Borrower, and SunTrust Bank, as Lender.
- 4.2 First Amendment to Revolving Credit Agreement, dated August 31, 2005, by and between Fulton Financial Corporation, as Borrower, and SunTrust Bank, as Lender.
- 4.3 Second Amendment to Revolving Credit Agreement, dated June 30, 2006, by and between Fulton Financial Corporation, as Borrower, and SunTrust Bank, as Lender.
- 10.1 Form of Employment Agreement to Senior Management
- 10.2 Form of Amendment to Stock Option Agreement for John M. Bond.
- 31.1 Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 31.2 Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 32.1 Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
- 32.2 Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.