

UNILEVER PLC
Form S-8 POS
February 26, 2003

As filed with the Securities and Exchange Commission on February 26, 2003

Registration No. 333-11770

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
Under
THE SECURITIES ACT OF 1933

UNILEVER N.V.

(Exact name of company as specified in its charter)

The Netherlands
(State or Other Jurisdiction of
Incorporation or Organization)

Weena 455
3013 AL, Rotterdam
The Netherlands
(Address of Principal Executive Offices)

None
(I.R.S. Employer Identification No.)

UNILEVER PLC

(Exact name of company as specified in its charter)

ENGLAND
(State or Other Jurisdiction of
Incorporation or Organization)

Unilever House
Black Friars
London EC4P 4BQ, England
(Address of Principal Executive Offices)

None
(I.R.S. Employer Identification No.)

**UNILEVER NORTH AMERICA
SHARE BONUS PLAN**

(Full title of Plan)

Ronald M. Soiefer
Senior Vice President and General Counsel
Unilever United States, inc.
390 Park Avenue
New York, New York 10022
(Name and address of agent for service)

(212) 688-6000
(Telephone number, including area code, of agent for service)

Copy of all communications to:
Robert J. Lichtenstein
Morgan, Lewis & Bockius LLP
1701 Market Street
Philadelphia, Pennsylvania 19103-2921
(215) 963-5000

DEREGISTRATION OF UNSOLD SECURITIES

The Registration Statement on Form S-8 (the Registration Statement) of Unilever PLC and Unilever N.V. pertaining to \$10,000,000 of Phantom Stock Units relating to Unilever PLC American Depositary Shares and Unilever N.V. Ordinary Shares to which this Post-Effective Amendment No. 1 relates, became effective on July 10, 2001.

In accordance with an undertaking made by Unilever PLC and Unilever N.V. in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities which remain unsold at the termination of the offering, Unilever PLC and Unilever N.V. hereby removes from registration the securities of Unilever PLC and Unilever N.V. registered but unsold under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Company certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, on February 21, 2003.

UNILEVER, PLC

By: /s/ Niall FitzGerald

Niall FitzGerald KBE
Chairman

UNILEVER, N.V.

By: /s/ Antony Burgmans

Antony Burgmans
Chairman

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to this Registration Statement has been signed below by the following persons in the capacities indicated as of February 21, 2003.

Signature	Capacity
_____ /s/ Niall FitzGerald	
_____ Niall FitzGerald KBE	Chairman, Unilever PLC
_____ /s/ Antony Burgmans	
_____ Antony Burgmans	Chairman, Unilever N.V.
_____ /s/ Rudy Markham	
_____ Rudy Markham	(Chief Financial Officer)
_____ /s/ Jeffrey W. Allgrove	
_____ Jeffrey W. Allgrove	(Principal Accounting Officer)