

Univar Inc.
Form 4
February 06, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dahlia Investments Pte. Ltd.

2. Issuer Name and Ticker or Trading Symbol
Univar Inc. [UNVR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

60B ORCHARD ROAD #06-18,
TOWER 2, THE
ATRIUM@ORCHARD

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2017

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

SINGAPORE, U0 238891

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
|------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|----------------|---|------------------|
| Common Stock, par value \$0.01 per share | 02/03/2017 | | S | V | 4,000,000 | D | \$ 28.7 | 14,171,599 (1) | I | See Footnote (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Dahlia Investments Pte. Ltd. 60B ORCHARD ROAD #06-18, TOWER 2 THE ATRIUM@ORCHARD SINGAPORE, U0 238891 | | X | | |
| Thomson Capital Pte. Ltd. 60B ORCHARD ROAD #06-18, TOWER 2 THE ATRIUM@ORCHARD SINGAPORE, U0 238891 | | X | | |
| Tembusu Capital Pte. Ltd. 60B ORCHARD ROAD #06-18, TOWER 2 THE ATRIUM@ORCHARD SINGAPORE, U0 238891 | | X | | |
| Temasek Holdings (Private) Ltd 60B ORCHARD ROAD #06-18, TOWER 2 THE ATRIUM@ORCHARD SINGAPORE, U0 238891 | | X | | |

Signatures

/s/ Christina Choo in her capacity as Authorised Signatory of Temasek Holdings (Private) Limited

02/06/2017

**Signature of Reporting Person

Date

/s/ Cheong Kok Tim in his capacity as Director of Tembusu Capital Pte. Ltd.

02/06/2017

**Signature of Reporting Person

Date

/s/ Poy Weng Chuen in his capacity as Director of Thomson Capital Pte. Ltd

02/06/2017

__Signature of Reporting Person

Date

/s/ Poy Weng Chuen in his capacity as Director of Dahlia Investments Pte. Ltd.

02/06/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Inclusive of 5,996 unvested shares of common stock that vest in full on May 4, 2017, subject to the continued board service of the Reporting Person's board nominee, Juliet Teo, through such date.

(2) Dahlia Investments Pte. Ltd. beneficially owns 14,171,599 shares of Issuer's common stock. Dahlia Investments Pte. Ltd. is wholly owned by Thomson Capital Pte. Ltd., which is wholly-owned by Tembusu Capital Pte. Ltd., which is wholly-owned by Temasek Holdings (Private) Limited. Each of Thomson Capital Pte. Ltd., Tembusu Capital Pte. Ltd. and Temasek Holdings (Private) Limited, through the ownership described herein, may be deemed to beneficially own the shares held by Dahlia Investments Pte. Ltd.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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