

Univar Inc.
Form 4
March 01, 2016

FORM 4

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

OMB APPROVAL

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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.

(Last) (First) (Middle)

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

(Street)

SINGAPORE, U0 238891

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/24/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 02/24/2016 | | J ⁽¹⁾ | 4,546 A \$ 0 | 22,641,230 | I | See Footnote <u>(2)</u> |

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

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

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| 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 Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

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, Authorised Signatory, Temasek Holdings (Private) Limited | 03/01/2016 |
| __Signature of Reporting Person | Date |
| /s/ Cheong Kok Tim, Director, Tembusu Capital Pte. Ltd. | 03/01/2016 |
| __Signature of Reporting Person | Date |
| /s/ Poy Weng Chuen, Director, Thomson Capital Pte. Ltd. | 03/01/2016 |
| __Signature of Reporting Person | Date |
| /s/ Poy Weng Chuen, Director, Dahlia Investments Pte. Ltd. | 03/01/2016 |

__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) Restricted stock that vests in full on the date of the Issuer's 2016 annual shareholder meeting, subject to the continued board service of the reporting person's board nominee, Juliet Teo, through such date.

- Dahlia Investments Pte. Ltd. beneficially owns 22,641,230 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.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.