

CVC European Equity Partners IV D L P
 Form 4
 August 19, 2016

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 *
 CVC European Equity Partners IV A L P

(Last) (First) (Middle)

LIME GROVE HOUSE, GREEN STREET

(Street)

ST. HELIER, Y9 JE1 2ST

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 08/18/2016

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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$0.01 per share | 08/18/2016 | | S | 20,527,358 D | \$ 19 3,785,855 | D | (1) (2) (3) |

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 Following Transaction (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 |
| CVC European Equity Partners IV A L P LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners IV B L P LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners IV C L P LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners IV D L P LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners IV (E) L.P. LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners Tandem Fund (A) L.P. LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners Tandem Fund (B) L.P. LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |
| CVC European Equity Partners Tandem Fund (C) L.P. LIME GROVE HOUSE, GREEN STREET ST. HELIER, Y9 JE1 2ST | | X | | |

Signatures

| | |
|---|------------|
| CVC European Equity Partners IV (A) L.P., by its general partner CVC European Equity IV (AB) Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners IV (B) L.P., by its general partner CVC European Equity IV (AB) Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners IV (C) L.P., by its general partner CVC European Equity IV (CDE) Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners IV (D) L.P., by its general partner CVC European Equity IV (CDE) Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners IV (E) L.P., by its general partner CVC European Equity IV (CDE) Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners Tandem Fund (A) L.P., by its general partner CVC European Equity Tandem GP Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners Tandem Fund (B) L.P., by its general partner CVC European Equity Tandem GP Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __Signature of Reporting Person | Date |
| CVC European Equity Partners Tandem Fund (C) L.P., by its general partner CVC European Equity Tandem GP Limited, by its director /s/ Carl John Hansen | 08/19/2016 |
| __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).

- The shares reported are directly owned by Univar N.V. The reporting persons (the "Limited Partnerships") collectively own all of the equity interests of Ulysses Participation S.a.r.l., which in connection with the transaction reported hereby ceased to own a majority of
- (1) each of two entities (Ulysses Luxembourg S.a.r.l. and Ulysses Finance S.a.r.l.) which own indirectly all of the equity interests of Univar N.V. As a result, the Limited Partnerships have ceased to beneficially own the shares owned by Univar N.V. Due to the limitations of the electronic filing system, Univar N.V. and the Ulysses entities are filing a separate Form 3.
 - (2) Information with respect to each of the reporting persons is given solely by such reporting person, and no reporting person has responsibility for the accuracy or completeness of information supplied by another reporting person.

Each of the reporting persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other reporting persons, except to the extent of such reporting person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934 (the "Act"), each of the reporting persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose. The filing of this Form 3 shall not be deemed an admission that the reporting persons are subject to Section 16 of the Act.
 - (3)

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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