

FORM 4

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

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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 or
Section 30(h) of the Investment Company Act of 1940

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person * Herington Brian (Last) (First) (Middle) C/O UNIVAR INC., 3075 HIGHLAND PARKWAY, SUITE 200 (Street) DOWNERS GROVE, IL 60515 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol Univar Inc. [UNVR] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Commercial Officer |
| 3. Date of Earliest Transaction (MM/DD/YYYY) 4/5/2019 | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | |

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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) |
|------------------------------------|----------------|---|------------------------------|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units (RSUs)-7 | (1) | 4/5/2019 | | A | | 5510.0000 | | (2) | (2) | Common Stock | 5510.0000 | (1) | 5510.0000 | D | |
| Stock Options (right to buy) | (3) | 4/5/2019 | | A | | 19320.0000 | | (4) | 4/9/2029 | Common Stock | 19320.0000 | \$22.7000 | 19320.0000 | D | |

Explanation of Responses:

- (1) Each restricted stock unit ("RSU") represents the right to receive, at settlement, one share of common stock.
- (2) These RSUs become vested in three equal installments on April 5, 2020, April 5, 2021 and April 5, 2022, subject to the Reporting Person's continued employment with the Issuer through each such date.
- (3) Each stock option represents the right to receive, at settlement, one share of common stock.
- (4) These options will vest and become exercisable in three equal installments starting on April 5, 2020, April 5, 2021 and April 5, 2022, subject to the Reporting Person's continued employment with the Issuer through each such date.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Herington Brian C/O UNIVAR INC. 3075 HIGHLAND PARKWAY, SUITE 200 DOWNERS GROVE, IL 60515 | | | Chief Commercial Officer | |

Signatures

/s/ Jeffrey W. Carr as Attorney-in-Fact for Brian K. Herington

4/9/2019

**Signature of Reporting Person

Date

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

* 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).

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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