



Univar Code of Conduct

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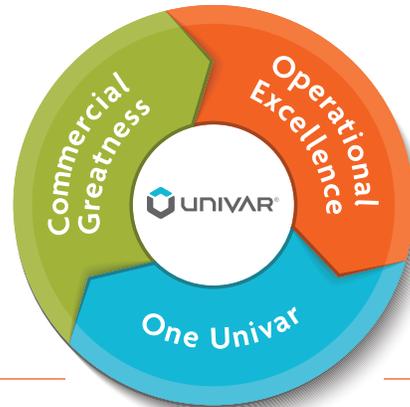
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CEO Statement

Dear Colleague,

Univar is committed to being a world leader in the distribution of chemicals and related services. We measure our success not only by our results, but also by how we achieved those results. Every action we take demonstrates our commitment to ethical business conduct.

Our Code of Conduct puts into words the actions and attitudes we want to guide us; it serves as a reminder of Univar's guiding principles and core values. We all must take personal responsibility in understanding what is expected of us.

To ensure we live up to our guiding principles, it is expected that every employee reads and understands the standards described in our company's Code of Conduct. The information in this document will help you make the right ethical decision and be a role model to other employees.

If you are faced with a difficult situation, do not hesitate to stop and ask.

We take pride in doing everything safely and with integrity, and we count on you to demonstrate our pledge to doing business the right way.

Sincerely,

Stephen D. Newlin
Chairman and Chief Executive Officer

Our Vision

To be the world leader in distribution of chemical products and related services where the best people want to work, benefiting all stakeholders.

Guiding Principles

- ▶ We value relationships, earning customers for life, and treating suppliers as long-term partners. We treat others with candor and respect.
- ▶ We succeed through performance, focusing on superior execution, product breadth, optimized logistics and productivity.
- ▶ We thrive on profitable growth, seeking new markets and new opportunities, continuously innovating to be the customer's distributor of choice.
- ▶ And because we are Univar, we do everything safely and with integrity.

OUR COMMITMENT TO INTEGRITY

Honest and Ethical Conduct

Doing everything safely and with integrity means we must always conduct ourselves in an honest, candid, lawful and ethical manner. Making ethical decisions requires knowing our ethical obligations, respecting the importance of ethics in conducting our business and using our best judgment when making decisions with ethical implications.

Our Code of Conduct may not cover every issue that we face, but it provides guidelines to working with fellow employees, customers, suppliers and business partners, as well as dealing with ethical or compliance-related questions that may come up on the job. When faced with ethical questions or dilemmas that may not be directly answered by the Code of Conduct, we expect our employees to seek our counsel on the issue first, to minimize any ethical issues for themselves or the Company.

Who Is Required to Follow Our Code of Conduct?

Our Code of Conduct applies to employees of Univar Inc. and all of its subsidiaries, affiliates and third party representatives, as well as their vendors, consultants and members of Univar's Board of Directors.

Complying with Laws, Regulations and Rules

Complying with the law is fundamental to doing everything safely and with integrity. It is our policy to comply with all applicable laws, regulations, rules and regulatory orders applicable in the country, state and locations where we do business.

If a Univar policy or our Code of Conduct conflicts with an applicable law, we will always comply with the law.

Doing Business Globally

We acknowledge and respect the diverse cultures, customs and business practices in the marketplace. Our diverse business processes and customs must also comply with international laws, regulations, rules, standards and regulatory orders.

Complying with Our Code and Policies

Our commitment to growth and our business is always aligned with our commitment to integrity. With safety, integrity is a fundamental principal for all that we do. Each of us has a responsibility to report incidents or violations of any company standards, procedures, policies or our Code of Conduct as part of that commitment.

This Code of Conduct does not change the employment relationship between you and the Company, nor does it modify your legal or other rights. Failure to read or acknowledge this Code of Conduct, however, does not exempt anyone from the responsibility to comply with the Code of Conduct, applicable laws, regulations and applicable Univar policies.

If you are unsure about a potential legal compliance issue or violation, you may seek advice from the Legal & Corporate Affairs department. For questions about our Code of Conduct, please contact the Legal Office (Compliance@Univar.com).

For questions about specific policies or operating procedures, you may speak with your supervisor or manager, the policy or procedures owner, or the Human Resources department.



Open Door Policy

We encourage you to raise work-related issues or concerns with your direct supervisor or manager as soon as possible. When necessary, you should feel free to raise an issue with another manager, up to and including our executive officers.

We are committed to prioritizing and addressing all employee concerns efficiently and respectfully. If you are not comfortable raising your concerns with a manager, you may always contact the Human Resources department or you may also report your concern to our Alertline.

Compliance and Ethics Alertline

Univar provides a reporting service for suspected issues or violations. You may contact the reporting line by telephone or by submitting a web submission. For your local phone contact or the independent reporting site, please access the Universe Alertline information page or contact the Legal Compliance office.

The Alertline is available 24 hours a day, 7 days a week. Anonymous reporting is available where permitted.

Protection from Retaliation

We have a duty to report suspected wrongdoing and must be able to do so without fear of retaliation. Univar does not tolerate any retaliation or threats of retaliation for reporting a violation or suspected violation of the law, company policies or this Code of Conduct when such report is made in good faith.

Rights to Report to the Government

While Univar encourages you to use its open door policy or Compliance and Ethics Alertline to report concerns, these reporting channels do not prevent employees from reporting suspected hazards or violations of law or regulations to the government or appropriate regulators. Univar strictly prohibits retaliation against any employee who makes a good faith external report.



“Integrity is doing the right thing, even when no one is watching.”

STOP!

When faced with a difficult decision, it may help to ask yourself these questions:

- Is it legal?
- Is it consistent with our policies, our values and our Code?
- Have I considered all of the possible options?
- Have I thought about the consequences and the risks involved?
- If the answer to any of these questions is “No” or if you are uncertain, stop and ask for guidance.

OUR COMMITMENT TO EACH OTHER

Environmental, Health and Safety

Univar is committed to safety, health and the environment. Every employee is accountable for their own safety and responsible for spotting and helping eliminate unsafe conditions.

We must also help to protect our facilities from unauthorized breaches by reporting suspected threats to our physical security and following company procedures.

We comply with all applicable environmental and safety laws, standards and regulations, as well as company EH&S policies and procedures.

Substance Abuse

We maintain zero tolerance for substance abuse that impacts an employee's competence to perform his or her responsibilities. More importantly, our zero tolerance for substance abuse reinforces our commitment to safety and minimizes the threat of safety related accidents.

Anyone found working while under the influence will be subject to immediate disciplinary action, including and up to termination.

Violence in the Workplace

Threats or acts of violence against co-workers, customers or business partners are not permitted. If you observe or experience a threat or act of violent behavior in or near your workplace, you must report it to a manager immediately.

Managers who receive information about a threat or act of violence must notify the Human Resources department promptly.

STOP!

Safety is never optional. All of us have an obligation to:

- Work safely at all times
- Wear appropriate protective equipment for the job or task
- Avoid distractions while working or driving
- Report all injury incidents promptly
- Cooperate with safety-related investigations
- Follow all of the Company's Safety Policies & Procedures

Discrimination and Harassment

We are committed to a work environment free of discrimination and harassment, and we embrace a culture of mutual respect and appreciation for the differences of others. We must always treat employees, customers and business partners, such as vendors and suppliers, with dignity and respect.

Univar prohibits discrimination in the workplace based on the following **personal characteristics**:

- Age
- Ancestry
- Color
- Disability
- Gender
- Gender Identity
- National Origin
- Race
- Religion
- Sexual Orientation
- Veteran Status

We value diversity in our workforce and provide equal employment opportunities for all applicants and employees. We do not discriminate against any applicant on the basis of the personal characteristics listed above.



OUR COMMITMENT TO THE COMPANY AND OUR SHAREHOLDERS

Avoiding Conflicts of Interest

A conflict of interest may occur when we put our own personal interests before Univar's interests and are then unable to effectively and objectively perform our responsibilities for the company.

Examples of conflicts of interest include:

- Influencing a Univar decision that would personally benefit you or a family member;
- Accepting or giving gifts, entertainment, hospitality, loans, payments or special treatment from any Univar supplier, customer or competitor that are more than nominal (as defined in the Gifts and Entertainment Policy);
- Engaging in a personal business transaction involving Univar, its property, information or business relationships, for profit or gain without first discussing it with your direct supervisor or manager and disclosing it to the Legal Compliance Office as appropriate; or
- Learning of a business opportunity through Univar or taking the opportunity personally without first offering it to Univar.

A conflict of interest can arise if you have a social, financial, political or personal interest that influences a Univar business decision or business-partner relationship.

We must avoid conflicts of interest and situations that might be perceived as conflicts of interest.

Further information on this topic is available in the Conflict of Interest Policy. If in doubt about a potential conflict, speak with your immediate supervisor, manager, another member of management or the Legal & Corporate Affairs department.

Gifts and Business Entertainment

Gifts and entertainment exchanged between Univar and third parties should be associated with legitimate business purposes. Gifts and entertainment should also be reasonable, and in compliance with anti-corruption and anti-bribery laws. The Univar Gifts and Entertainment Policy defines the types of gifts that are permitted, as well as procedures for allowing approvals for gifts.

When doing business with governments, consult with the Legal & Corporate Affairs department to understand any compliance risks. Always obtain approval from the Chief Compliance Officer prior to accepting or providing anything of value to or from a government official.

Please consult with your manager or the Legal Compliance Office if you have questions about the processes associated with gift reporting and approvals.

You must disclose potential conflicts, which may include:

Family and personal relationships

Outside employment

Personal or family investments



It can be difficult to determine when gifts and entertainment are appropriate or inappropriate.

Consider these examples:

- Giving a Univar-branded tote bag to a supplier is clearly acceptable.
- Giving a Univar-branded tote bag containing several expensive bottles of wine to a current customer is on the borderline. Seek guidance from your manager or the Legal Compliance Office.

Financial Reporting and Accounting

We keep complete and accurate records in order to enable proper and accurate accounting and financial statements. Effective management and internal controls will be maintained over transactional processes to protect Univar's assets and ensure proper accounting and reporting.

Suspected fraud will be investigated in accordance with internal procedures, and any financial fraud or significant internal control deficiencies will be disclosed to Univar's Board of Directors or Audit Committee.

We are all responsible for accurate financial reporting as related to our jobs and the disclosure of any instances where we might be aware of inaccuracies or fraudulent activities.

Record Keeping

We must keep honest and accurate business records in order to:

- Make good business decisions;
- Meet legal, financial, regulatory and management obligations; and
- Maximize the benefits of our prior knowledge and previous experience.

Transactions or records must never be hidden, falsified or altered. This applies to all records, including email communications, internal memos and formal reports.

Protecting Univar's Assets & Information

Protecting Univar's assets (facilities, equipment, computers, etc.) is a priority in order to optimize productivity. We each have a responsibility to comply with all procedures that protect the value of these assets in order to preserve Univar's strategy, growth, value and reputation.

Data created with company equipment or systems is also company property that must be protected. Company information and information systems must be operated in accordance with the Information Security and Protection Policy.

Use of company computer equipment, mobile phones or other network devices is limited to business purposes. Occasional use to check personal email accounts or make personal calls is permitted if kept to a minimum and reasonable.

Financial resources such as company credit cards are subject to the same asset protection. Company Travel & Expense or Purchase Cards ("P-Cards") may not be used for any non-business purpose.

Misappropriation of company funds for personal gain is fraud and subject to disciplinary action and possible criminal penalties.

For guidelines on the use of company credit cards, please refer to the company Travel & Expense Policies, as well as P-Card procedures.



Confidentiality and Data Protection

Proprietary information concerning Univar's financial performance, strategies, customers and vendors is protected and may not be distributed. Univar's Information Security and Protection Policy provides guidance and requirements on how to manage internal information and documents generated by Univar employees or our systems.

The Information Security and Protection Policy also directs the use of our systems. It provides us with standards that help protect Univar data from unauthorized access or security breaches. Suspected IT security breaches or violations of the Data Protection Standards should be reported to your immediate supervisor, manager and to your local Help Desk.

Loss of data due to loss of equipment, such as a lost or stolen laptop or mobile device, also compromises confidential and proprietary information. Should you experience loss of equipment or device, please report it immediately to your local Help Desk, the IT Compliance function (ITCompliance@univar.com), or the Global Privacy Office.

Social Media

Because we all benefit from the valuable experiences and insights of others, the use of online software (or "social media") is permitted. Social media use may not be excessive or exceed the scope of Univar's business objectives. Improper use of social media can lead to data loss, lawsuits, regulatory fines or penalties, and damage to Univar's reputation and business.

Employees using social media must meet the requirements documented in Univar's Social Media Policy.

Always consider the context of what you are posting. Ensure it is in line with:

- The Univar Code of Conduct;
- All Policies and Standards; and
- Supports Our Vision and Guiding Principles.

Personal accounts that employees maintain represent personal opinions, even if they contain company-related information such as your position at Univar.

Privacy

It is our policy to protect the privacy of those we do business with, including our customers, business partners (e.g., suppliers) and employees. Privacy laws define how Univar manages personal data across the globe. Personal data is any information that relates to how a person may be identified, and may or may not include sensitive personal information such as race, gender or ethnicity.

For questions about Univar's Privacy Policy, please contact the Global Privacy Office.



OUR COMMITMENT TO LAWFUL BUSINESS PRACTICES

Anti-Corruption, Anti-Bribery

Anti-corruption laws prohibit companies and individuals from gaining an unfair advantage by giving bribes to government officials or private parties. We will comply with the UK Bribery Act, the United States Foreign Corrupt Practices Act and all applicable international anti-corruption laws and conventions.

We must never offer or accept bribes or kickbacks or facilitate corrupt activities of any kind. This prohibition on bribes extends to third parties acting on behalf of Univar, such as agents, contractors and consultants performing work on behalf of Univar. The Univar Anti-Corruption, Anti-Bribery Policy documents general requirements to prevent corruption and bribery. Every employee is expected to comply with the requirements in this policy.

Antitrust and Fair Competition

Antitrust laws, sometimes also called competition laws, govern the way companies behave in the marketplace. The laws generally outline how companies should deal with competitors, customers and suppliers. Violating antitrust laws could result in criminal penalties to the individual involved as well as the company.

We are committed to free and open competition. We attain our competitive advantages by competing vigorously and fairly and by earning the trust and confidence of our business partners through excellence in our performance. We will not:

- Communicate pricing, any terms that affect pricing, or supply availability to any competitor;
- Divide or allocate markets or customers (or agree to divide either of them);
- Make agreements with competitors about employee compensation, hiring, or recruitment;
- Agree to boycott another business with a competitor; or
- Put inappropriate or unreasonable conditions on purchases or sales.



STOP!

Antitrust laws vary by region. For further details, please refer to Univar's Antitrust Policy. Questions about antitrust requirements, please consult with the Legal & Corporate Affairs Department.

Insider Trading

Buying or selling the securities of a company on the basis of inside information (known as “insider trading”) is a criminal offense in most countries.

We must not engage in trading any company’s securities on the basis of inside information. Inside information is material information about a company not known to the general public. Univar may obtain information from business partners based on our relationships that may also be considered inside information. Using this inside information for personal gain, sharing it with others or spreading false rumors is illegal and against our values.

Please see the Insider Trading Policy for further information. If you have any questions on insider trading, seek advice from the Legal & Corporate Affairs department.

Import and Export Compliance

Our supply chain organization provides logistics management in a global marketplace. There are a wide variety of complex laws and regulations that govern imports and exports of products and certain data. We have a responsibility to comply with these laws and regulations. Please refer to Univar’s Global Trade Compliance Policy for more information on import and export compliance, including guidelines on trade sanctions and embargoes, and anti-boycott provisions.

Government Contracts

Univar maintains business relationships with a variety of government customers. Government contracts are complex and are subject to specific laws and regulations.

When doing business with government customers (including state-owned businesses), we must abide by all applicable laws and regulations. It is our responsibility to know and follow all rules that apply to government contracts (including the bidding process). If you need assistance with these rules, please contact the Legal & Corporate Affairs department.

Intellectual Property

Intellectual property rights are important to protecting the investments that Univar makes in developing products and brands. We protect our intellectual property and respect the intellectual property rights of others.

We may not copy, reproduce or transmit protected material, such as publications, images, video or software that belong to Univar or others, unless we have authorization or license to do so.



OUR COMMITMENT TO THE COMMUNITY

Corporate Responsibility and Sustainability

We are committed to being a responsible corporate citizen. Corporate responsibility for us means achieving business success in ways that demonstrate respect for people and the planet, and upholding the values expressed in our guiding principles.

We ask all our employees to consider the short and long-term effects to the environment and the community when they make business decisions. Please refer to Univar's Sustainability Policy for more information. Our performance against the requirements and goals originating from this and associated policies is detailed in the annual Univar Sustainability Report. For questions about Univar's approach to sustainability, please contact sustainability@univar.com.

Labor Standards

We comply with employment laws in all markets where we operate. Univar will not tolerate abuses of applicable labor standards, including any forced, bonded, or forced labor or employment of workers below the minimum legal age of employment.

If you believe that you or another employee has been subjected to a violation of applicable labor standards, report it immediately to a supervisor, manager, upper management, Human Resources department, or Legal & Corporate Affairs department.

WAIVERS

All Univar officers, employees, members of the Board of Directors and its majority-owned subsidiaries are expected to exercise good judgment and comply with this Code of Conduct and all company policies and standards. Violations may result in civil and/or criminal penalties.

Waivers to this Code of Conduct for executive officers or directors may be made only by the Board of Directors or an authorized Board committee.

RELEVANT POLICIES

Below, please find the policies referenced in our Code. You should be aware that there may be additional policies for your function and/or geographic region that may be applicable. Other Univar policies can be found in the Universe Policy and Standards Global Library page.

- Anti-Bribery and Anti-Corruption
- Antitrust
- Environmental, Health and Safety
- Global Trade Compliance
- Gifts and Entertainment
- Insider Trading
- Information Security and Protection
- Privacy
- Social Media
- Sustainability
- Travel
- Whistleblower Protection



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