

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>Malenfant Matthew</u>  (Last) (First) (Middle) <u>7 CUSTOM HOUSE STREET</u>  (Street) <u>PORTLAND ME 04101</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>COVETRUS, INC. [ CVET ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <u>Chief Commercial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/01/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/01/2022		M		18,403	A	\$0	83,298	D	
Common Stock	09/01/2022		M		6,994	A	\$0	90,292	D	
Common Stock	09/01/2022		M		1,643	A	\$0	91,935	D	
Common Stock	09/01/2022		F		7,631	D	\$20.82	84,304	D	

**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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	09/01/2022		M			18,403	(2)	(2)	Common Stock	18,403	\$0	55,209	D	
Restricted Stock Units	(1)	09/01/2022		M			6,994	(3)	09/01/2024	Common Stock	6,994	\$0	14,201	D	
Restricted Stock Units	(1)	09/01/2022		M			1,643	(3)	(3)	Common Stock	1,643	\$0	9,855	D	

**Explanation of Responses:**

- Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Issuer's common stock or the cash value thereof.
- Subject to the Reporting Person's continuous service as an employee of the Issuer, the RSUs will vest 25% every six months in equal ratable increments.
- Subject to the Reporting Person's continuous service as an employee of the Issuer, the RSUs will vest 33% at the one-year anniversary of the grant date, then in equal ratable quarterly increments for the subsequent eight quarters.

**Remarks:**

/s/ Margaret B. Pritchard, as attorney-in-fact for Matthew Malenfant 09/06/2022

\*\* 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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