

# PRIMO WATER CORP /CN/

## FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 03/19/19

Address	4221 W. BOY SCOUT BLVD. SUITE 400 TAMPA, FL, 33607
Telephone	813-313-1732
CIK	0000884713
Symbol	PRMW
SIC Code	2086 - Bottled and Canned Soft Drinks and Carbonated Waters
Industry	Non-Alcoholic Beverages
Sector	Consumer Non-Cyclicals
Fiscal Year	12/28

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

**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No.    )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**Cott Corporation**

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(Name of registrant as specified in its charter)

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(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which the transaction applies:

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(2) Aggregate number of securities to which the transaction applies:

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(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of the transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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IMPORTANT ANNUAL MEETING INFORMATION



**Vote by Internet**

- Go to [www.investorvote.com/COT](http://www.investorvote.com/COT)
- Or scan the QR code with your smartphone
- Follow the steps outlined on the secure website

**Cott Corporation Meeting Notice**

**Important Notice Regarding the Availability of Proxy Materials for the  
Cott Corporation Annual Meeting of Shareowners to be Held on April 30, 2019**

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for Cott Corporation's annual meeting of shareowners are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the meeting are on the reverse side. Your vote is important!

This communication is not a form of voting and presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement, form of proxy and 2018 annual report to shareowners are available at [www.sedar.com](http://www.sedar.com) and at:

[www.cott.com/investor-relations](http://www.cott.com/investor-relations)



**Easy Online Access — A Convenient Way to View Proxy Materials and Vote**

When you go online to view materials, you can also vote your shares.

**Step 1:** Go to [www.investorvote.com/COT](http://www.investorvote.com/COT)

**Step 2:** Click on the icon on the right to view current meeting materials.

**Step 3:** Return to the investorvote.com window and follow the instructions on the screen to log in.

**Step 4:** Make your selection as instructed on each screen to select delivery preferences and vote.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



**Obtaining a Copy of the Proxy Materials –** If you want to receive a copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before April 16, 2019 to facilitate timely delivery.



C P T Q



## Cott Corporation Meeting Notice

Cott Corporation's Annual Meeting of Shareowners will be held on Tuesday, April 30, 2019 at the Toronto Airport Marriott, at 8:30 am Toronto Time.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommends a vote **FOR** all nominees listed in Proposal 1 and **FOR** proposals 2 through 3.

1. Election of Directors.  
Nominees:
  - Britta Bomhard
  - Jerry Fowden
  - Stephen H. Halperin
  - Thomas Harrington
  - Betty Jane Hess
  - Gregory Monahan
  - Mario Pilozzi
  - Eric Rosenfeld
  - Graham Savage
  - Steven Stanbrook
2. Appointment of Independent Registered Certified Public Accounting Firm.
3. Non-Binding Advisory Vote on Executive Compensation.

**PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your shares you must vote online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you.

## Directions to Cott Corporation's 2019 Annual Meeting

### Directions

**From the Toronto Pearson International Airport:** Follow exit signs to Airport Road. Turn right on Airport Road (eastbound). Continue onto Dixon Road. The hotel is located on your right.

**From Downtown Toronto:** Take the Gardiner Expressway (westbound). Take exit 139 for ON-427 (northbound). Continue on ON-427 (northbound). Take the Dixon Road exit. Turn right onto Dixon Road. The hotel is located on your right.

**From Cott's Corporate Offices:** Take Viscount Road (eastbound). Turn right on American Drive (southbound). Turn left on Airport Road (eastbound). Continue onto Dixon Road. The hotel is located on your right.

**Parking:** Parking is available at no charge in the parking lot in front of the hotel.



### Here's how to order a copy of the proxy materials and select a future delivery preference:

**Paper copies:** Current and future paper delivery requests can be submitted via the Internet, telephone or email options below.

**Email copies:** Current and future email delivery requests must be submitted via the Internet following the instructions below. If you request an email copy of current materials you will receive an email with a link to the materials.

**PLEASE NOTE:** You must use the number in the shaded bar on the reverse side when requesting a set of proxy materials.

- **Internet** – Go to [www.investorvote.com/COT](http://www.investorvote.com/COT). Follow the instructions to log in and order a copy of the current meeting materials and submit your preference for email or paper delivery of future meeting materials.
- **Telephone** – Call us free of charge at 1-866-962-0498 and follow the instructions to log in and order a paper copy of the materials by mail for the current meeting. You can also submit a preference to receive a paper copy for future meetings.
- **Email** – Send email to [service@computershare.com](mailto:service@computershare.com) with "Proxy Materials Cott Corporation" in the subject line. Include in the message your full name and address, plus the number located in the shaded bar on the reverse side, and state in the email that you want a paper copy of current meeting materials. You can also state your preference to receive a paper copy for future meetings.

To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by April 16, 2019.

