

PRIMO WATER CORP /CN/

FORM S-8 POS (Post-Effective Amendment to an S-8 filing)

Filed 06/05/15

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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

Consumer Non-Cyclicals Sector

Fiscal Year 12/28

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 to FORM S-8 REGISTRATION STATEMENT

UNDER
THE SECURITIES ACT OF 1933

Cott Corporation

(Exact name of Registrant as specified in its charter)

Canada (State or other jurisdiction of incorporation or organization) 98-0154711 (IRS Employer Identification No.)

6525 Viscount Road Mississauga, Ontario, Canada 5519 West Idlewild Avenue Tampa, Florida, United States (Address of Principal Executive Offices)

L4V 1H6

33634 (Zip Code)

Cott Corporation Executive Investment Share Purchase Plan (2008 Restatement) (Full title of the plan)

Marni Morgan Poe Vice President, General Counsel and Secretary Cott Corporation 5519 West Idlewild Avenue Tampa, Florida, United States 33634 (813) 313-1800

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copy to:

H. John Michel, Jr. Matthew H. Meyers Drinker Biddle & Reath LLP One Logan Square, Suite 2000 Philadelphia, PA 19103 (215) 988-2700

reporting compar the Exchange Act. (Che	•	e the definitions of "large accelerated filer," "accelerated filer" and "smaller repose):	orting company" in Rule 12b-2	of
Large accelerated filer Non-accelerated filer	×	(Do not check if a smaller reporting company)	Accelerated filer Smaller Reporting Company	
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EXPLANATORY NOTE

DEREGISTRATION OF UNSOLD SECURITIES

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-8 (File No. 333-151812) (the "Registration Statement") of Cott Corporation (the "Company"), which was filed with the Securities and Exchange Commission on June 20, 2008. The Registration Statement registered common shares and plan interests for issuance pursuant to the Cott Corporation Executive Investment Share Purchase Plan (2008 Restatement) (the "Plan"). The Plan has terminated, and all rights to purchase shares under the Plan have been exercised or have expired.

This Amendment is being filed for the sole purpose of terminating the Registration Statement and deregistering any unissued securities previously registered under the Registration Statement and issuable under the Plan. The Company hereby removes from registration any and all unissued common shares and plan interests registered under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement No. 333-151812 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Tampa, State of Florida, on June 5, 2015.

COT	T CORPORATION		
By:	/s/ Marni Morgan Poe		
Marni Morgan Poe Vice President, General Counsel and Secretary			