

# **PRIMO WATER CORP /CN/**

Reported by  
**RICHARDSON PAUL**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 10/29/03 for the Period Ending 10/29/03

|             |                                                             |
|-------------|-------------------------------------------------------------|
| Address     | 4221 W. BOY SCOUT BLVD.<br>SUITE 400<br>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 | 12/02                                                       |

# FORM 4

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

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

### 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 - * | 2. Issuer Name and Ticker or Trading Symbol       | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)                                                                                                                                                    |
| <b>RICHARDSON PAUL</b>                      | <b>COTT CORP /CN/ [ COT ]</b>                     | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>President, Cott Beverages USA</b> |
| (Last) (First) (Middle)                     | 3. Date of Earliest Transaction (MM/DD/YYYY)      |                                                                                                                                                                                                                               |
| <b>1270 RIEGEIS LANDING DR</b>              | <b>10/29/2003</b>                                 |                                                                                                                                                                                                                               |
| (Street)                                    | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line)                                                                                                                                                                   |
| <b>SARASOTA, FL 34242</b>                   |                                                   | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                                                               |
| (City) (State) (Zip)                        |                                                   |                                                                                                                                                                                                                               |

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

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |               |             | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|-----------------------------------------|------------------------------|---|-------------------------------------------------------------------------|---------------|-------------|-----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                    |                |                                         | Code                         | V | Amount                                                                  | (A) or<br>(D) | Price       |                                                                                                     |                                                                         |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 1100                                                                    | D             | \$26.08 (1) | 31954.84                                                                                            | D                                                                       |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 2400                                                                    | D             | \$26.07 (2) | 29554.84                                                                                            | D                                                                       |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 1300                                                                    | D             | \$26.01 (3) | 28254.84                                                                                            | D                                                                       |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 2500                                                                    | D             | \$25.99 (4) | 25754.84                                                                                            | D                                                                       |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 2000                                                                    | D             | \$25.98 (5) | 23754.84                                                                                            | D                                                                       |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 12100                                                                   | D             | \$25.97 (6) | 11654.84                                                                                            | D                                                                       |                                                                   |
| Common Shares                      | 10/29/2003     |                                         | S                            |   | 5700                                                                    | D             | \$25.96 (7) | 5954.84 (8)                                                                                         | D                                                                       |                                                                   |

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

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans. Code<br>(Instr. 8) |   | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 6. Date Exercisable and<br>Expiration Date |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                               | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------------|--------------------------------------------------------------------|-------------------|-----------------------------------------|------------------------------|---|----------------------------------------------------------------------------------------------------|--------------------------------------------|--------------------|--------------------------------------------------------------------------------------------|-------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                |                                                                    |                   |                                         | Code                         | V |                                                                                                    | Date<br>Exercisable                        | Expiration<br>Date | Title                                                                                      | Amount or Number of<br>Shares |                                                     |                                                                                                                            |                                                                                                       |                                                                    |

#### Explanation of Responses:

- (1) The U.S. dollar price represents the conversion of (Cdn)\$34.16 to U.S. dollars on the date of the transaction.
- (2) The U.S. dollar price represents the conversion of (Cdn)\$34.14 to U.S. dollars on the date of the transaction.
- (3) The U.S. dollar price represents the conversion of (Cdn)\$34.07 to U.S. dollars on the date of the transaction.
- (4) The U.S. dollar price represents the conversion of (Cdn)\$34.04 to U.S. dollars on the date of the transaction.
- (5) The U.S. dollar price represents the conversion of (Cdn)\$34.03 to U.S. dollars on the date of the transaction.
- (6) The U.S. dollar price represents the conversion of (Cdn)\$34.01 to U.S. dollars on the date of the transaction.
- (7) The U.S. dollar price represents the conversion of (Cdn)\$34.00 to U.S. dollars on the date of the transaction.
- (8) Includes 3,883 Shares held directly; 2,070.58 vested Shares held pursuant to the Restated Cott USA 401(k) Savings and Retirement Plan (as at 08/30/03); and 1.260 vested Shares held in trust pursuant to the Corporation's Executive Incentive Share Compensation Plan (the "Plan") that vested on or before 01/02/03. The reporting person also holds indirectly 33,839.826 unvested Shares held in trust that were acquired pursuant to the Plan in 2001, 2002 and 2003.

#### Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |                                      |       |
|---------------------------------------------------------------------------------------|---------------|-----------|--------------------------------------|-------|
|                                                                                       | Director      | 10% Owner | Officer                              | Other |
| <b>RICHARDSON PAUL</b><br><b>1270 RIEGEIS LANDING DR</b><br><b>SARASOTA, FL 34242</b> |               |           | <b>President, Cott Beverages USA</b> |       |

## Signatures

**Andrea Szanto, by power of attorney**

**10/29/2003**

**\*\***  
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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