

PRIMO WATER CORP /CN/ Reported by SHEPPARD JOHN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/29/04 for the Period Ending 04/27/04

- 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 12/02

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FORM 4	
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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).

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

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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
		(Check all applicable)
SHEPPARD JOHN	COTT CORP /CN/ [COT]	
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	X Director 10% Owner
		X_Officer (give title below) Other (specify below)
4928 LYFORD CAY ROAD	4/27/2004	President & COO
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
TAMPA, FL 33629 (City) (State) (Zip)		X Form filed by One Reporting Person Form filed by More than One Reporting Person

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

2. Trans. Date	2A. Deemed	3. Trans. Coc	le	4. Securit	ies Acquir	ed (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
	Execution	(Instr. 8)		or Disposed of (D)			Following Reported Transaction(s)	Ownership	of Indirect
	Date, if any	()		(Instr. 3, 4 and 5)			(Instr. 3 and 4)	Form:	Beneficial
								Direct (D)	Ownership
								or Indirect	(Instr. 4)
								(I) (Instr.	
		Code	V	Amount	(D)	Price		4)	
			Execution Date, if any (Instr. 8)	Execution (Instr. 8) Date, if any	Execution Date, if any (Instr. 8) or Dispos (Instr. 3, 4)	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) (A) or	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3 and 4) Ownership Direct (D) or Instread (Instr. 3) (In

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

(Instr. 3)	2. Conversion or Exercise Price of Derivative	ercise of	3A. Deemed Execution Date, if any	Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		1		Securities Underlying Derivative Security		Derivative Security (Instr. 5)	Securities Beneficially	Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exercisable	Expiration Date		Amount or Number of Shares			Direct (D) or Indirect (I) (Instr. 4)	
Stock Options	\$30.35 (<u>1</u>)	4/27/2004		Α		400000		<u>(2)</u>	4/27/2011	Common Shares	400000	\$0	400000 <u>(3)</u>	D	

Explanation of Responses:

- (1) The Options were granted at an exercise price of Cdn\$41.14. The U.S. dollar price represents the conversion of (Cdn)\$41.14 to U.S. dollars on the date of grant.
- (2) The stock options were granted pursuant to the Cott Corporation 1986 Common Share Option Plan, as amended, and vest over a period of three years with 30% vesting on each of April 27, 2005 and April 27, 2006, and 40% vesting on April 27, 2007.
- (3) The number includes only those of the particular class of options.

Reporting Owners

Penorting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
SHEPPARD JOHN 4928 LYFORD CAY ROAD TAMPA, FL 33629	X		President & COO					

Signatures

Andrea Szanto, by power of attorney

** Signature of Reporting Person

4/29/2004 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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