

PRIMO WATER CORP /CN/

Reported by
HARKINS DAVID V

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/12/02 for the Period Ending 07/31/02

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

COTT CORP /CN/

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 8/12/2002 For Period Ending 7/31/2002

Address	207 QUEENS QUAY W SUITE 340 TORONTO ONTARIO CANA, 00000
Telephone	416-203-3898
CIK	0000884713
Industry	Beverages (Non-Alcoholic)
Sector	Consumer/Non-Cyclical
Fiscal Year	12/31

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

Harkins	David	V.
-----	-----	-----
(Last)	(First)	(Middle)
c/o Thomas H. Lee Partners, L.P.		
75 State Street		
-----	-----	-----
Boston	(Street) MA	02109
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Cott Corporation (COTT)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

July 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer (Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

☒ 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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			
Common Stock	6/27/02	C	5,048,095	(8) A			I	(1)
Common Stock	6/27/02	C	174,855	(8) A			I	(2)
Common Stock	6/27/02	C	491,429	(8) A			I	(3)
Common Stock	6/27/02	C	136,686	(8) A			I	(4)
Common Stock	7/5/02	X	4,015,059	(8) A	9.00		I	(1)
Common Stock	7/5/02	X	139,072	(8) A	9.00		I	(2)
Common Stock	7/5/02	X	390,864	(8) A	9.00		I	(3)
Common Stock	7/5/02	X	108,719	(8) A	9.00	19,812,208 (1)(2)(3)(4)(8)	I	(4)
=====								

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).

(Print or Type Response) (Over)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Convertible Participating Voting Second Preferred Shares, Series I	(5)	6/27/02	C	4,926,599(6)	Immed.	Common	5,048,095(7)	0	I	(1)
Convertible Participating Voting Second Preferred Shares, Series I	(5)	6/27/02	C	170,646(6)	Immed.	Common	174,855(7)	0	I	(2)
Convertible Participating Voting Second Preferred Shares, Series I	(5)	6/27/02	C	479,602(6)	Immed.	Common	491,429(7)	0	I	(3)
Convertible Participating Voting Second Preferred Shares, Series I	(5)	6/27/02	C	133,397(6)	Immed.	Common	136,686(7)	0	I	(4)
Stock Option (right to buy)	9.00	7/5/02	X	4,015,059	Immed.	7/7/02 Common	4,015,059	0	I	(1)
Stock Option (right to buy)	9.00	7/5/02	X	139,072	Immed.	7/7/02 Common	139,072	0	I	(2)
Stock Option (right to buy)	9.00	7/5/02	X	390,864	Immed.	7/7/02 Common	390,864	0	I	(3)
Stock Option (right to buy)	9.00	7/5/02	X	108,719	Immed.	7/7/02 Common	108,719	0	I	(4)

Explanation of Responses:

(1) Represents shares owned by Thomas H. Lee Equity Fund IV, L.P.

(2) Represents shares owned by Thomas H. Lee Foreign Fund IV, L.P.

(3) Represents shares owned by Thomas H. Lee Foreign Fund IV-B, L.P.

(4) Represents shares owned by Thomas H. Lee THL-Coinvestors III-B, LLC.

(5) The conversion ratio at the time of conversion was 1.5716129-for-1.00.

(6) This number reflects a conversion ratio of approximately 1.54-for-1.00, which was increased to 1.5716129-for-1.00 prior to the conversion.

(7) Reflects the number of shares, as adjusted by the conversion ratio.

(8) The reporting person disclaims beneficial ownership of such shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for the purpose of

Section 16 or for any other purpose, except to the extent of his pecuniary interest therein.

/s/ David V. Harkins

8/12/02

**Signature of Reporting Person

Date

** _____ 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 provided is insufficient, see Instruction 6 for procedure.

End of Filing

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