

PRIMO WATER CORP /CN/ Reported by LEE THOMAS H EQUITY FUND IV LP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/23/04 for the Period Ending 06/23/04

- 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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[X] 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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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 [*]	eş	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
LEE THOMAS H EQUITY FUND IV LP	COTT CORP /CN/ [COT]	Director X 10% Owner				
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	Officer (give title below) Other (specify below)				
C/O THOMAS H. LEE PARTNERS,	6/23/2004					
L.P., 100 FEDERAL STREET, 35TH FLOOR						
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)				
BOSTON, MA 02110 (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

					, ,		,	v		
1.Title of Security	2. Trans. Date							5. Amount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)		Execution	(Instr. 8)	(Instr. 8)		or Disposed of (D)		Following Reported Transaction(s)	Ownership	
		Date, if any		(Instr. 3, 4 and 5) (I			(Instr. 3 and 4)	Form:	Beneficial	
									Direct (D)	Ownership
									or Indirect	(Instr. 4)
						(A) or			(I) (Instr.	
			Code	V	Amount	(D)	Price		4)	
Common Stock	6/23/2004		J		5682054	D	\$0.0 (<u>2</u>)	0	D	
Common Stock	0/23/2004		J			D	\$0.0	0	D	

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

						•		0			· ·		,		
1. Title of Derivate	2.	3. Trans.	3A. Deemed	4. Trans. (Code	5. Number	of	6. Date Exer	cisable and	7. Tit	le and Amount of	8. Price of	9. Number of	10.	11. Nature
Security	Conversion	Date	Execution	(Instr. 8)		Derivative	Securities	Expiration I	Date	Secur	ities Underlying	Derivative	derivative	Ownership	of Indirect
(Instr. 3)	or Exercise		Date, if any		Acquired (A) or		Derivative Security		Security	Securities	Form of	Beneficial			
	Price of		-			Disposed o	f (D)			(Instr	. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(Instr. 3, 4	and 5)			-			Owned	Security:	(Instr. 4)
	Security												Following	Direct (D)	
								Date	Expiration	m1.1	Amount or Number of Shares		Reported	or Indirect	
								Exercisable	Date	Title	Shares		Transaction(s)	(I) (Instr.	
				Code	V	(A)	(D)						(Instr. 4)	4)	

Explanation of Responses:

(1) On June 23, 2004, the reporting person issued a pro rata distribution of common stock of the Issuer to its general and limited partners.

(2) Not applicable.

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
LEE THOMAS H EQUITY FUND IV LP C/O THOMAS H. LEE PARTNERS, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110		X						

Signatures

/s/ Thomas H. Lee	6/23/2004
/s/ Thomas H. Lee	6/23/2004

** 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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