

[] 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 *													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Muscato David							Primo Water Corp /CN/ [ PRMW ]											
(Last) (First) (Middle)					3. I	3. Date of Earliest Transaction (MM/DD/YYYY)								Director 10% Owner				
													_X_ Officer (give title below) Other (specify below)  President, North America					
4221 WEST BOY SCOUT						4/16/2021								President, No	rtn Ame	rica		
BOULEVAF	RD																	
	(Stre	eet)			4. I	lf An	nendme	nt, Date O	rigin	al File	ed (MM/DI	D/YY	YY)	6. Individual o	or Joint/G	roup Filing (	(Check Appl	icable Line)
TAMPA, FL 33607													_X _ Form filed by One Reporting Person					
(City) (State) (Zip)											Form filed by More than One Reporting Person							
										· _	-			neficially Owne			I	
1.Title of Security (Instr. 3)  2. Trans. D					2A. Deemed Execution Date, if any		3. Trans. Co (Instr. 8)	de 4. Securities Acqu or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Secu Following Reporte (Instr. 3 and 4)				6. Ownership Form:	Beneficial		
								Code	V	Amoun	(A) or (D)	Pric	ce				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Shares				4/16/20	021			F		4795 (1	<b>D</b>	\$16.6	62	•	74724		D	
								`	<u> </u>					options, conver			ı	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Dee Execution Date, if	on (In	Trans. istr. 8)	Code			6. Date Exercisable and Expiration Date			7. Title and A Securities U: Derivative S (Instr. 3 and		Underlying Security	ying Derivative		Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	Code	v	(A)	(D)	Date Exer	cisable	Expiration Date	Title	Amo	ount or Number of res		Transaction(s)	Direct (D) or Indirect (I) (Instr. 4)	

#### **Explanation of Responses:**

(1) Represents the number of common shares withheld to satisfy tax obligations due upon the vesting of time-based restricted share units granted to the Reporting Person on April 16, 2018.

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Muscato David 4221 WEST BOY SCOUT BOULEVARD TAMPA, FL 33607			President, North America					

#### **Signatures**

/s/ Marni Morgan Poe, Attorney-in-Fact 4/19/2021
\*\*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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.