

### PRIMO WATER CORP /CN/

# Reported by SHEPPARD JOHN

#### FORM 4

(Statement of Changes in Beneficial Ownership)

### Filed 08/05/03 for the Period Ending 08/05/03

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



[] 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 <b>and</b> Ticker or Trading Symbol						nbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
SHEPPARI	) JOHN				COT	ГТ СОБ	RP/C	N/ [ (	COT	`]			,		100/ 0	
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)  8/5/2003						YY)	`	X _ Director 10% Owner  X _ Officer (give title below) Other (specify below)  COO and President					
	(Str	reet)			4. If <i>I</i>	Amendme	nt, Date	e Orig	inal F	iled (MM	/DD/YYYY	X Form filed	by One Repo	orting Person		icable Line)
(1	City) (St	tate) (Z	Zip)									Form filed by	y More than (	One Reporting I	Person	
			Table 1	I - Non-	Deriv	ative Secu	urities 2	Acqui	red, I	Disposed	l of, or B	Beneficially Own	ed			
1.Title of Security (Instr. 3)			2A. Deemed Execution Date, if any		3. Trans. Code (Instr. 8)		4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)		(D)		Amount of Securities Beneficially Owne lowing Reported Transaction(s) str. 3 and 4)		Ownership Form: of Indire Beneficia	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amo	ount (E						(Instr. 4)
	Tal	ole II - De	rivative	Securiti	es Be	neficially	Owned	l ( <i>e.g</i> .	, put	s, calls,	warrant	ts, options, conv	ertible sec	curities)		
1. Title of Derivate Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deen Execution Date, if an	n (Instr.		5. Number Derivative Acquired ( Disposed o (Instr. 3, 4	Securitie (A) or of (D)		6. Date Exercisable and Expiration Date		Securitie	es Underlying ve Security	Derivative Security	9. Number of derivative Securities Beneficially Owned	Form of Derivative Security:	Beneficial
	Security			Cod	le V	(A)	(D		e rcisable	Expiratio Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect	
Stock Option	\$22.42 (1)	8/5/2003		A		100000			(2)	8/5/2010	Comm Share	100000	\$0	100000 (3)	D	
	Price of Derivative Security	8/5/2003	Date, if an	Cod	le V	Disposed of (Instr. 3, 4)	of (D) and 5)	Exer	rcisable	Date	(Instr. 3 and Title  Comm	Amount or Number of Shares	(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Owne

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

- (1) The stock options were granted at an exercise price of Cdn\$31.17. The U.S. dollar price represents the conversion of Cdn\$31.17 to U.S. dollars on the date of the grant.
- (2) The stock options were granted pursuant to the Restated Cott Corporation 1986 Common Share Option Plan, as amended, and vest over a period of three years with 30% vesting on each of August 5, 2004 and August 5, 2005, and 40% vesting on August 5, 2006.
- (3) The number includes only those of the particular class of options.

#### **Reporting Owners**

Panarting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
SHEPPARD JOHN	X		COO and President					

#### **Signatures**

Andrea Szanto, by power of attorney

\*\* 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.