COTT CORP /CN/ Form 4

January 05, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction 1(b).

SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Baila Carlos

(First)

(Street)

(State)

01/02/2016

(Middle)

(Zip)

COTT CORP /CN/ [COT]

3. Date of Earliest Transaction (Month/Day/Year) 01/02/2016

5519 W. IDLEWILD AVENUE

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer Symbol

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

Chief Procurement Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

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

TAMPA, FL 33634

(City)

Common

Shares

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

1,878 F D 22,396 10.99

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

(1)

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title a | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|------------|--------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amount | of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underlyi | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | Α. | | | |
| | | | | | | | | | mount | | |
| | | | | | | Date | Expiration | or | | | |
| | | | | | | Exercisable | Date | | umber | | |
| | | | | | | | | of | | | |
| | | | | Code V | (A) (D) | | | Sł | hares | | |

Dalatianshin

Reporting Owners

| Reporting Owner Name / Address | | Keia | uonsnips | |
|--------------------------------|----------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Baila Carlos | | | Chief | |
| 5519 W. IDLEWILD AVENUE | | | Procurement | |
| TAMPA, FL 33634 | | | Officer | |

Signatures

/s/ Marni Morgan Poe, Attorney-in-Fact 01/05/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Pursuant to an election made by the Reporting Person during an open trading window, such shares were withheld to satisfy tax withholding obligations due upon the vesting of time-based units granted to the Reporting Person on May 2, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

SCIENTIFIC GAMES CORPORATION

By: /s/ MARTIN E. SCHLOSS

Name: Martin E. Schloss

Title: Vice President, General Counsel

Reporting Owners 2

SCIENTIFIC GAMES INTERNATIONAL, INC.

By: /s/ C. GRAY BETHEA, JR.

Name: C. Gray Bethea, Jr.

Title: Vice President, Secretary and General

Counsel

BLUE SUEDE ACQUISITION CORP.

By: /s/ C. GRAY BETHEA, JR.

Name: C. Gray Bethea, Jr. Title: Vice President Date: January 22, 2003

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EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION | | | | | |
|----------------|---|--|--|--|--|--|
| (a)(1)(A)*** | Offer to Purchase, as further amended and marked to show changes from Exhibit(a)(1)(A) filed on December 13, 2002. | | | | | |
| (a)(1)(B)* | Letter of Transmittal. | | | | | |
| (a)(1)(C)* | Notice of Guaranteed Delivery. | | | | | |
| (a)(1)(D)* | Letter to Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees. | | | | | |
| (a)(1)(E)* | Letter to Clients for use by Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees. | | | | | |
| (a)(1)(F)* | Guidelines for Certification of Taxpayer Identification Number (TIN) on Substitute W-9. | | | | | |
| (a)(5)(A)* | Joint Press Release issued by Scientific Games International, Inc. and MDI Entertainment, Inc., on November 19, 2002, filed under cover of the Schedule TO filed by Scientific Games Corporation, Inc. on November 19, 2002 and incorporated herein by reference. | | | | | |
| (a)(5)(B)* | Summary Advertisement as published in The New York Times on November 26, 2002. | | | | | |
| (a)(5)(C)* | Press Release issued by Scientific Games International, Inc. on November 26, 2002. | | | | | |
| (a)(5)(D)**** | Press Release issued by Scientific Games Corporation on behalf of Scientific Games International, Inc. and Blue Suede Acquisition Corp. on December 23, 2002 | | | | | |
| (a)(5)(E)**** | Press Release issued by Scientific Games Corporation on behalf of Scientific Games International, Inc. and Blue Suede Acquisition Corp. on January 10, 2003 | | | | | |
| (a)(5)(F) | Press Release issued by Scientific Games Corporation on behalf of Scientific Games International, Inc. and Blue Suede Acquisition Corp. on January 22, 2003. | | | | | |
| (d)(1)* | Agreement and Plan of Merger, dated as of November 19, 2002, by and among Scientific Games International, Inc., Blue Suede Acquisition Corp. and MDI Entertainment, Inc. | | | | | |
| (d)(1)-2** | First Amendment to Agreement and Plan of Merger dated December 13, 2002 by and among Scientific Games International, Inc., Blue Suede Acquisition Corp. and MDI Entertainment, Inc. | | | | | |
| (d)(1)-3*** | Second Amendment to Agreement and Plan of Merger dated December 20, 2002 by and among Scientific Games International, Inc., Blue Suede Acquisition Corp. and MDI Entertainment, Inc. | | | | | |
| (d)(2)* | Stock Purchase Agreement, dated as of November 19, 2002, by and among Scientific Games International, Inc., Blue Suede Acquisition Corp. and Steven M. Saferin (incorporated by reference to MDI Entertainment, Inc.'s Current Report on Form 8-K filed November 20, 2002). | | | | | |
| (d)(3)* | Employment Agreement, dated November 19, 2002, by and between Scientific Games International, Inc. and Steven M. Saferin. | | | | | |
| (d)(4)* | Non-Compete Agreement dated November 19, 2002, by and among Scientific Games International, Inc., Blue Suede Acquisition Corp. and Steven M. Saferin. | | | | | |

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| NO. | ВІТ | DESCRIPTION |
|------|----------|--|
| | (d)(5)* | Mutual Confidentiality Agreement, dated February 28, 2002, by and between Scientific Games International, Inc. and MDI Entertainment, Inc. |
| * | Filed as | an exhibit to Offeror's Schedule TO filed November 26, 2002. |
| ** | Filed as | an exhibit to Offeror's Schedule TO-A filed December 13, 2002. |
| *** | Filed as | an exhibit to Offeror's Schedule TO-A filed December 20, 2002. |
| **** | Filed as | an exhibit to Offeror's Schedule TO-A filed December 23, 2002. |
| **** | Filed as | an exhibit to Offeror's Schedule TO-A filed January 10, 2003. |

QuickLinks

ITEM 12. Exhibits.
SIGNATURE
EXHIBIT INDEX