

FINAL TRANSCRIPT

Cott Corporation

2018 Annual and Special Meeting of Shareowners

Event Date/Time: May 1, 2018 — 8:30 a.m. E.T.

Length: 20 minutes

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CORPORATE PARTICIPANTS

David Gibbons

Cott Corporation — Chairman of the Board of Directors

Marni Morgan Poe

Cott Corporation — Vice President, General Counsel and Secretary

Jay Wells

Cott Corporation — Chief Financial Officer

Jerry Fowden

Cott Corporation — Chief Executive Officer

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Cott Corporation 2018 Annual and Special Meeting of Shareowners

PRESENTATION

David Gibbons — Chairman of the Board of Directors, Cott Corporation

Good morning, everybody. My name's Dave Gibbons. As Chairman of the Board of Directors I'm pleased to welcome you to the Cott Corporation 2018 Annual and Special Meeting of Shareowners. I'm also pleased to note, I've been coming up here for many years for the annual meeting, and we've had two days where the sun is shining in the morning. And I cannot remember that coming up at the—I can remember coming up in cold, rain, and so this is kind of nice this year.

This morning's agenda includes a formal part of the meeting with seven resolutions for consideration by shareowners, followed by a review of our 2017 financial results, and progress on our business transformation coming from Jay Wells, our Chief Financial Officer. Following Jay's remarks we'll hear from our CEO, Jerry Fowden, who will provide an overview of our business as well as our vision going forward. And lastly, we'll open the meeting up for shareowner questions.

I'd like to begin the meeting by introducing the nominees for election to the Board of Directors, in addition to myself. Eric Rosenfeld, Lead Independent Director and Chairman of the Corporate Governance Committee; Graham Savage, Chairman of the Audit Committee; Stephen Halperin; Betty Jane Hess; Casey Keller; Greg Monahan; Mario Pillozzi; and Jerry Fowden.

I'm very proud to be associated with this team. I think they've done a great job over the years for Cott's. It's been a great team. I'd also like to acknowledge Andy Prozes and Mark Benadiba, who retired from the board in the last few months. And they also gave generously of their time, and

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they provided very valuable insight and advice over the years. Neither of them are here, but I did want to acknowledge them.

I'll now call the meeting to order. I'll serve as chair, and I'll ask Marni Poe, Cott's General Counsel and Secretary, to act as the meeting secretary and lead us through today's formalities. Marni?

Marni Morgan Poe — Vice President, General Counsel and Secretary, Cott Corporation

Thank you, Dave. This is the Annual and Special Meeting of Owners of Common Shares of Cott Corporation. Mark Thompson and Jamie Bajzik of Computershare Trust Company of Canada, the registrar and transfer agent of the Company, will serve as scrutineers for this meeting. Bobby Bono, representing the auditors, PricewaterhouseCoopers LLP, is present and available to answer appropriate questions.

I would like to direct your attention to the safe harbor statement currently on the screen, and remind everyone that during this meeting, management may make certain forward-looking statements, some of which may constitute forward-looking information within the meaning of applicable securities laws. Please refer to the important information on safe harbor language regarding these statements in Slide 5 in the accompanying presentation, which is posted on our website at cott.com.

We may also refer to certain non-GAAP financial measures. We have posted tables on our website and included slides in the accompanying presentation that contain a reconciliation of differences between GAAP and non-GAAP financial measures that are included in the presentation.

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Notice of this meeting, the annual report, including the financial statements, a form of proxy, and a proxy statement, have been sent or otherwise been made available to shareowners of record, and additional copies are available at this meeting.

I will now table a certificate as to the mailing of notice. Proof of service of the notice calling the meeting has been tabled. I direct that a copy of the notice, together with proof of service, be kept with the records of this meeting.

Will someone now move and someone second a resolution dispensing with the reading of the notice?

Audience Member

I move the following resolution. Be it resolved that the reading of the notice of this meeting be dispensed with.

Audience Member

I second the resolution.

Marni Morgan Poe

All those in favour of the resolution, please so signify by raising your hand. Contrary, if any?

I declare the resolution carried.

The scrutineers have reported that a quorum of shareowners is present. I direct that a copy of the report be kept with the records of this meeting. Due notice of this meeting having been given and a quorum being present, I declare this meeting constituted for the transaction of business.

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The last meeting of shareowners was held on May 2, 2017. Any shareowner who wishes to review the minutes of that meeting should speak with me after today's meeting.

The next item of business is the presentation of the Annual Report for the year ended December 30, 2017, including the financial statements for the Company's last completed fiscal year, and the auditor's report thereon. The Annual Report will be tabled at this time, but questions arising out of the Annual Report and the financial statements will be dealt with later in the meeting when we will be pleased to answer questions from shareowners.

As you are aware, seven resolutions will be considered at this morning's meeting. We will proceed by way of ballot for the first, fourth, and fifth resolutions. We will proceed to vote by a show of hands on the other proposed resolutions unless any shareowner insists that we proceed by way of ballot.

The first resolution deals with the election of directors. Nine directors are to be elected. The qualifications for each of the nine nominees can be found in Cott's proxy statement dated March 21, 2018.

I will now introduce the nominees. As each nominee is called, I ask that they stand and remain standing until all nominees have been introduced. The nominees for election as directors of Cott Corporation are: David Gibbons, Eric Rosenfeld, Stephen Halperin, Betty Jane Hess, Casey Keller, Gregory Monahan, Graham Savage, Mario Pillozzi, and Jerry Fowden. If elected, each nominee will

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hold office until the termination at the next Annual Meeting of Shareowners, or until his or her successor is elected or appointed.

Would someone move and someone second a resolution for the nomination of each of the nine nominees named in Cott's proxy statement?

Audience Member

I so move.

Audience Member

I second the resolution.

Marni Morgan Poe

As there are no further nominations, I declare the nominations closed. Would someone move and someone second the resolution for the election of these persons as directors?

Audience Member

I move a resolution as follows: Resolve that each of the nine nominees whose names have been read at this meeting, and whose names are set forth in Cott's proxy statement, are hereby elected as directors of Cott Corporation to hold office until the next Annual Meeting of Shareholders, or until their successors are elected or appointed.

Audience Member

I second the resolution.

Marni Morgan Poe

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As I stated earlier, the vote on this resolution will be conducted by ballot. All shareowners and proxy holders present have been provided with an opportunity to request a ballot, and no such ballots were handed out. The scrutineer's report on the vote regarding the election of directors shows that each of the nominees would receive a greater number of votes for his or her election than would be withheld from his or her election, and none of the nominees would be required to tender his or her resignation under the Company's Majority Voting Policy. Therefore, each of the nominees have been duly elected as the Directors of Cott until the next Annual Meeting of Shareowners, or until his or her successor is elected or appointed.

Thank you. The next item of business is the appointment of auditors. Would someone move and someone second a resolution appointing PricewaterhouseCoopers LLP as auditors of the Company, and directing me, as Secretary of this meeting, to cast a single ballot for their appointment.

Audience Member

I move that PricewaterhouseCoopers LLP be appointed auditors of the Company, to hold office until the next Annual Meeting or until their successors are appointed. And the Secretary of this meeting is hereby authorized to cast a single ballot in favour of this resolution.

Audience Member

I second the motion.

Marni Morgan Poe

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The motion has been moved and seconded. All those in favour, please signify by raising your hand. Contrary, if any?

I declare that PricewaterhouseCoopers LLP has been appointed auditors of the Company.

The next item of business is a nonbinding advisory vote on executive compensation. The scrutineers have confirmed that 97.46 percent of votes cast by proxy have voted for the approval, on a nonbinding advisory basis, of a compensation paid to Cott Corporation's named executive officers as disclosed pursuant to Item 402 of Regulation S-K, including the compensation discussion analysis, compensation tables, and narrative discussion.

All those in favour, please signify by raising your hand. Contrary, if any? I declare the resolution for the approval, on a nonbinding advisory basis, of the compensation paid to Cott Corporation's named executive officers is hereby approved.

The next item of business is the approval of the Cott Corporation 2018 Equity Incentive Plan. Would someone move and someone second a resolution approving the Cott Corporation 2018 Equity Incentive Plan?

Audience Member

I move that a resolution approving the Cott Corporation 2018 Equity Incentive Plan be approved.

Audience Member

I second the nomination.

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**Marni Morgan Poe**

The motion has been moved and seconded. The vote on this resolution will be conducted by ballot. All shareowners and proxy holders present have been provided with an opportunity to request a ballot, and no such ballots were handed out. The scrutineer's report on the vote regarding the approval of the Cott Corporation 2018 Equity Incentive Plan shows a greater number of votes for such proposal than against such proposal, and as a result, the resolution approving the Cott Corporation 2018 Equity Incentive Plan is approved.

The next item of business is the approval of the Cott Corporation Shareholder Rights Plan. Would someone move and someone second a resolution approving the Cott Corporation Shareholder Rights Plan?

Audience Member

I move that a resolution approving the Cott Corporation Shareholder Rights Plan be approved.

Audience Member

I second the motion.

Marni Morgan Poe

The motion has been moved and seconded. The vote on this resolution will be conducted by ballot. All shareowners and proxy holders present have been provided with an opportunity to request a ballot, and no such ballots were handed out. The scrutineer's report on the vote regarding

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the approval of the Cott Corporation Shareholder Rights Plan shows a greater number of votes for such proposal than against such proposal, and as a result, the resolution approving the Cott Corporation Shareholder Rights Plan is approved.

The next item of business is the approval of the amendment to Cott's Articles of Incorporation to change Cott's registered office address. Would someone move and someone second a resolution approving this amendment to Cott's Articles of Incorporation?

Audience Member

I move that a resolution approving this amendment to Cott's Articles of Incorporation be approved.

Audience Member

I second the motion.

Marni Morgan Poe

The motion has been moved and seconded. All those in favour, please signify by raising your hand. Contrary, if any?

I declare that the resolution approving the amendment to Cott's Articles of Incorporation to change Cott's registered office address is approved.

The next item of business is the approval of the amendment to Cott's Articles of Incorporation and Bylaws to allow for meetings of shareowners to be permitted in such a location as the directors of Cott may determine, either inside or outside of Canada. Would someone move and

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someone second a resolution approving these amendments to Cott's Articles of Incorporation and Bylaws?

Audience Member

I move a resolution approving the amendments to Cott's Articles of Incorporation and Bylaws be approved.

Audience Member

I second the motion.

Marni Morgan Poe

The motion has been moved and seconded. All those in favour, please signify by raising your hand. Contrary, if any?

I declare that the resolution approving the amendment to Cott's Articles of Incorporation and Bylaws to allow for meetings of shareowners to be permitted in such a location as the directors of Cott may determine, either inside or outside of Canada is approved.

I'm now pleased to turn the podium over to Chief Financial Officer, Jay Wells.

Jay Wells — Chief Financial Officer, Cott Corporation

Thank you, Marni, and good morning, everyone. Turning to Slide 9. Over the last few years, Cott has undergone a significant transition from a mature, low-margin, private label, carbonated soft drink company with high big-box retail exposure to a growth-oriented, higher-margin business with much lower customer concentration and more of a recurring revenue business model. Through

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roughly \$2 billion of acquisitions and the sale of our traditional beverage manufacturing business, we have created a pure play water, coffee, and filtration services company.

Following the agreement to sell our traditional business to Refresco in July of 2017, we were required to report the results of our operations of our traditional business as discontinued ops. So today, I will only cover the financial results of our continuing operations, or what we've been referring to as New Cott.

As you can see on Slide 10, we saw a 40 percent growth in revenue in fiscal 2017, driven in large part by the acquisitions of S&D and Eden Springs. On a pro forma basis, or treating Eden and S&D as if they'd been acquired at the beginning of fiscal 2016, we grew revenue by 4 percent and met our 2017 revenue target, which was to exceed \$2.2 billion in revenue. This was driven by strong coffee volume growth within our Coffee, Tea and Extract Solutions segment, and growth in volume, consumption, and pricing within our Route Based Services segment. This revenue growth, along with efficiency projects, generated good growth and adjusted EBITDA and adjusted free cash flow.

I would now like to introduce our CEO, Jerry Fowden, who will provide an overview of the Company, and an update of our vision and our plans going forward.

Jerry Fowden — Chief Executive Officer, Cott Corporation

Thank you, Jay, and good morning, everyone. Before I speak about our continuing business, I wanted to take the opportunity to thank all of the employees within our traditional beverage

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manufacturing business, acquired by Refresco, for their many, many years of hard work and commitment to the business. I wish them well in the future.

Now moving on to Slide 12. Today, Cott—or New Cott, as we refer to ourselves—has leading positions in water delivery services in 20 countries, as well as a leadership position in the custom roasting of coffee and blending of tea within the US foodservice channel, alongside strong positions in office coffee services and water filtration in multiple countries. This business platform supplies over 2.4 million customers via more than 3,600 routes, supported by 360 depots and over 60 manufacturing facilities. Our Route Based Services business is predominantly made up of small to medium customers that are both commercial and residential customers, with our Coffee, Tea and Extract Solutions segment predominantly supplying US foodservice customers.

Thus, we are no longer exposed to significant customer concentration, and we have very little in the way of big-box retail exposure. In addition, our scale and leadership position, coupled with the fragmented markets in which we operate, provide significant opportunities to add customers both organically through our marketing programs and partnerships, as well as through small, complementary, overlapping, tuck-in acquisitions. These tuck-in acquisitions provide not only the ability to strengthen our base business, but also to fuel additional top-line growth and synergies from the many cost savings that arise from increased scale, procurement leverage, and route density, thereby providing very attractive post-synergy EBITDA multiples and value creation for our shareholders.

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As a result, New Cott has an attractive growth outlook over the coming years, from underlying revenue growth in the categories we serve, the introduction of new products and services to our existing customers, as well as the potential to accelerate the level of these small, complementary, tuck-in acquisitions.

Let me conclude my remarks today with Slide 13, which outlines our focus for the next two to three years, which includes good top-line growth from our increased exposure to better-for-you categories, greater emphasis on innovation and cross-selling various products to our customer base, alongside modest margin expansion of around 10 basis points per year from increased customer and route density, route logistics, synergies, and other technological advancements. We also plan to further accelerate our top-line growth through accelerating the rate of small, complementary, tuck-in acquisitions that we undertake, thereby further increasing our route density and providing those synergies mentioned earlier.

Collectively, this should support \$150 million-plus of free cash flow generation in 2019, and then a compound growth of 10 percent every year after that. These focus areas support Cott building its leadership positions in water, coffee and coffee extracts, tea and filtration services, which in turn should provide ongoing shareholder value creation.

It's important to note that none of this would be possible without the support of our shareowners here today, as well as the significant contribution of our dedicated employees, our

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customers, suppliers, and all the members of our board. And I would like to thank all of those stakeholders very much indeed for their continued contribution to this business.

So at this time, we'll be happy to pick up and answer any questions. But first, I'd just like to remind everyone that it is our first quarter's results on Thursday this week, therefore, any questions that might relate specifically to trading will have to wait until that point in time. But there's a microphone in the aisle so if anyone would like to ask a question, please identify yourself first and then state what that question is. And if there are no questions, obviously we'll bring the meeting to a close. But are there any questions?

Marni Morgan Poe

May I now have a resolution for the termination of the meeting?

Audience Member

I move that the meeting be terminated.

Audience Member

I second the motion.

Marni Morgan Poe

All those in favour of the resolution, please raise your hand. Contrary, if any?

I declare the meeting terminated. Thank you all for coming.

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