

WRIGHT RICHARD A
Form 4
November 13, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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)

1. Name and Address of Reporting Person *
WRIGHT RICHARD A

2. Issuer Name and Ticker or Trading Symbol
ALKALINE WATER Co INC
[WTER]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1826 E. LAKECREST DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
President VP CEO COO

GILBERT, AZ 85234

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D) Price			
Series A Preferred Stock ⁽¹⁾					10,000,000	D	
Series A Preferred Stock ⁽¹⁾	11/08/2017		J ⁽⁶⁾	10,000,000	D	⁽⁶⁾ 0	D
Series C Preferred Stock ⁽²⁾					1,500,000	D	⁽³⁾
Series D Preferred					1,000,000	D	

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Stock ⁽⁴⁾								
Series D Preferred Stock ⁽⁴⁾	11/09/2017	J ⁽⁶⁾	300,000	A	<u>6</u>	1,300,000	D	
Series D Preferred Stock ⁽⁴⁾	11/09/2017	J ⁽⁷⁾	200,000	A	<u>7</u>	1,500,000	D	
Common Stock	11/09/2017	J ⁽⁶⁾	700,000	A	<u>6</u>	700,000	D	
Common Stock						169,572	I	Lifewater Industries, LLC ⁽⁵⁾
Common Stock	11/01/2017	J ⁽⁸⁾	169,300	A	<u>8</u>	169,300	I	WiN Investments LLC ⁽⁸⁾

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Options	\$ 0.52	11/08/2017		J ⁽⁷⁾	1,500,000	01/29/2016	10/07/2023	Common	1,500,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WRIGHT RICHARD A 1826 E. LAKECREST DRIVE GILBERT, AZ 85234	X		President VP CEO COO	
LIFEWATER INDUSTRIES, LLC 14301 NORTH 87 STREET, SUITE 109		X		

SCOTTSDALE, AZ 85260

WIN INVESTMENTS, LLC

14301 NORTH 87 STREET SUITE 109

X

SCOTTSDALE, AZ 85260

Signatures

/s/ Richard A. Wright 11/13/2017

**Signature of Reporting Person

Date

/s/ Richard A. Wright 11/13/2017

**Signature of Reporting Person

Date

/s/ Richard Wright 11/13/2017

**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) The Series A Preferred Stock has 10 votes per share and is not convertible into shares of common stock.

The Series C Preferred Stock is convertible, without the payment of any additional consideration by the holder and at the option of the holder, into one fully paid and non-assessable share of common stock at any time after (i) The Alkaline Water Company Inc. ("Alkaline

(2) Water") achieves the consolidated revenue of the company and all of its subsidiaries equal to or greater than \$15,000,000 in any 12 month period, ending on the last day of any quarterly period of its fiscal year; or (ii) a Negotiated Trigger Event, defined as an event upon which the Series C Preferred Stock will be convertible as may be agreed by Alkaline Water and the holder in writing from time to time.

(3) The Series C Preferred Shares were issued in consideration for services performed by Mr. Wright pursuant to an employment agreement dated effective March 1, 2016.

The Series D Preferred Stock is convertible, without the payment of any additional consideration by the holder and at the option of the holder, into one fully paid and non-assessable share of common stock at any time after (i) Alkaline Water achieves the consolidated

(4) revenue of the company and all of its subsidiaries equal to or greater than \$40,000,000 in any 12 month period, ending on the last day of any quarterly period of its fiscal year; or (ii) a Negotiated Trigger Event, defined as an event upon which the Series D Preferred Stock will be convertible as may be agreed by Alkaline Water and the holder in writing from time to time.

(5) Richard A. Wright has become the manager of Lifewater Industries, LLC and thus acquired voting and dispositive control over these shares.

Pursuant to an Exchange Agreement and Mutual Release of Claims dated November 8, 2017, between Alkaline Water and Richard A.

(6) Wright, Richard A. Wright acquired 700,000 shares of common stock of Alkaline Water and 300,000 shares of Series D Preferred Stock of Alkaline Water in exchange for Mr. Wright's 10,000,000 shares of Series A Preferred Stock of Alkaline Water.

Pursuant to the Stock Option Forfeiture & General Release dated November 8, 2017 executed by Richard A. Wright and Sharon Wright,

(7) Mr. Wright's spouse, Richard A. Wright acquired 200,000 shares of Series D Preferred Stock of Alkaline Water in exchange for forfeiting, terminating and cancelling Mr. Wright's stock options to purchase 1,500,000 shares of common stock of Alkaline Water at an exercise price of \$0.52 per share, effective as of November 8, 2017.

(8) Richard A. Wright has become the manager of Win Investments, LLC and thus acquired voting and dispositive control over these shares.

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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