

WRIGHT RICHARD A
Form 4
April 10, 2018

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)
04/03/2018

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 Beneficial Ownership (Instr. 4) |
|-----------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Series C Preferred Stock ⁽¹⁾ | | | | (A) or (D) | Amount Price | | |
| | | | | | 1,500,000 ⁽²⁾ | D | |
| Series D Preferred Stock ⁽³⁾ | | | | | 1,500,000 | D | |
| Common Stock | | | | | 700,000 | D | |
| Common Stock | | | | | 169,572 | I | Lifewater Industries, LLC ⁽⁴⁾ |

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| | | | | | | | | |
|--------------|------------|------------------|---------|---|---|---------|---|------------------------------------------|
| Common Stock | 04/03/2018 | J ⁽⁵⁾ | 169,572 | D | 5 | 0 | I | Lifewater Industries, LLC ⁽⁴⁾ |
| Common Stock | | | | | | 169,300 | I | WiN Investments LLC ⁽⁶⁾ |
| Common Stock | 04/03/2018 | J ⁽⁷⁾ | 169,300 | D | 7 | 0 | I | WiN Investments, LLC ⁽⁶⁾ |

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

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.

SEC 1474 (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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

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 | |
| WIN INVESTMENTS, LLC 14301 NORTH 87 STREET SUITE 109 SCOTTSDALE, AZ 85260 | | X | | |
| LIFEWATER INDUSTRIES, LLC 14301 NORTH 87 STREET, SUITE 109 SCOTTSDALE, AZ 85260 | | X | | |

Signatures

/s/ Richard A.
Wright 04/10/2018

 **Signature of
Reporting Person Date

/s/ Richard A.
Wright 04/10/2018

 **Signature of
Reporting Person Date

/s/ Richard A.
Wright 04/10/2018

 **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).

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 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.

(2) 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 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.

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

(5) These shares of common stock were transferred pursuant to a settlement agreement (the "Settlement Agreement") involving multiple claims and allegations for breaches of various oral promises.

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

(7) 50,000 of these shares of common stock were transferred pursuant to the Settlement Agreement and 119,300 of these shares of common stock were transferred to David Guarino in order to partially settle a loan in the amount of \$150,000 made by Mr. Guarino to WiN Investments, LLC.

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.