

LEADING BRANDS INC
Form 6-K
December 06, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16 OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of November 2002

LEADING BRANDS, INC.
(Registrant)

160 - 7400 River Road, Richmond, British Columbia V6X 1X6 Canada
(Address of Principal Executive Offices)

(Indicate by check mark whether the Registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F [X]

Form 40-F []

(Indicate by check mark whether the Registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes []

No [X]

(If Yes is marked, indicate below the file number assigned to the Registrant in connection with Rule 12g3-2(b).)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LEADING BRANDS, INC. _____

(Registrant)

Date December 6, 2002

By Marilyn Kerzner
(Signature)

Marilyn Kerzner

Director of Corporate Affairs

FOR IMMEDIATE RELEASE

CONTACTS:

Ralph D. McRae
Chairman and CEO
Leading Brands, Inc.
Tel: (604) 214-9722 ext. 238
Email: rmcrae@LBIX.com

Stan Altschuler/Richard Cooper
Investor Relations
Strategic Growth International, Inc.
Tel: (516) 829-7111
Email: info@sgi-ir.com

LEADING BRANDS, INC.

**Launches TREK™ NITRO™ Optimized Performance Beverage™
in the United States and Canada
The first ACCELERATOR™, to Deliver a Serious Blast of Energy
Will be Launched mid-December 2002**

VANCOUVER, CANADA, November 18, 2002, LEADING BRANDS, INC. (NASDAQ: LBIX, TSX: LBI), Canada's largest independent, premium beverage company, introduces TREK™ NITRO™, the latest in its line of Optimized Performance Beverages™.

FUEL, BURN and RECOVER, the first TREK™ products launched in July 2002 are HYDRATORS™, formulated to provide enhanced hydration and improve performance before, during and after activity. NITRO™ is TREK's™ first ACCELERATOR™, designed to deliver a serious blast of energy. US ingredients include caffeine, taurine and a variety of B vitamins. Initial flavors will be Grape and Blue Raspberry.

Leading Brands Chairman & CEO Ralph McRae said: Our R&D department has done it again! They've managed to give us a completely functional beverage that not only provides an incredible energy boost, but is also gulpable and tastes great. Non-carbonated and slightly sweeter, TREK™ NITRO™ is focused at a consumer that is in need of an immediate lift. We created TREK™ Accelerators™ to extend the reach and appeal of the Optimized Performance Beverage™ category. We are today notifying our distributors and customers that this product will be available for shipping in mid-December 2002.

Distinguished by a bright yellow and black label and new black carabiner and cap, **TREK™ NITRO™** will initially be available in the Company's unique and award winning 20.6oz (620ml) functional, reusable bottle.

TREK™ is coincidentally introducing its **'biner exchange program'**. Customers will now be able to exchange their TREK™ branded carabiners for TREK™ gear such as hats and t-shirts. Point of sale displays will advertise the program and an expanded version of the exchange will be available at www.trekenergy.com.

About Leading Brands, Inc.

Leading Brands, Inc. (NASDAQ:LBIX, TSX:LBI) is the largest independent, fully integrated premium beverage company in Canada. The Company's unique Integrated Distribution System (IDS) offers turnkey, one-stop shopping to food and beverage brand owners, including manufacturing, distribution, sales/marketing and licensing. In addition, Leading Brands produces their own line of beverages such as TREK™, Pez® 100% Juices™, Johnny's Roadside® Iced Tea and Lemonade, Country Harvest® Juices, Caesar's® Bloody Caesar Cocktail, and Cool Canadian® Water. Leading Brands recently undertook a major expansion into the United States, with its US headquarters located in Stamford, CT. Its subsidiary, Quick, Inc. is building a home replenishment and delivery system for the new economy.

Statements in this news release that are not historical are to be regarded as forward-looking statements which are subject to risks and uncertainties that could cause actual results to differ materially. Such risks and uncertainties with respect to the Company's business include general economic conditions, weather conditions, changing beverage consumption trends, pricing, and the availability of raw materials and economic uncertainties, including currency.

We Build Brands

©2002 Leading Brands, Inc.

This news release is available at www.LBIX.com

BC FORM 45-902F (Formerly Form 20)

Securities Act

Report of Exempt Distribution

1. Name, address and telephone number of the issuer of the security distributed:

Leading Brands, Inc. (the Company)
160 - 7400 River Road
Richmond BC V6X 1X6
Tel: 604-214-9722

2. The issuer is a reporting issuer in British Columbia and in Ontario.

Edgar Filing: LEADING BRANDS INC - Form 6-K

3. The issuer is listed on the Toronto Stock Exchange and on Nasdaq.

4. Description of the type of security and the aggregate number distributed:

142,500 stock options granted to 7 employees of the Company or its subsidiaries.

5.

Full name of purchaser and municipality and jurisdiction of residence	Number of securities purchased	Date of distribution ¹	Price per security ² / total purchase price (Canadian \$) ³	Exemption relied on	Length of any restricted or seasoning period
Joan Chung Richmond BC Canada	10,000	Aug.27, 2002	2.64	74(2)(9)	n/a
Joe Garza Chino Hills, CA USA	10,000	Aug.27, 2002	3.10	74(2)(9)	n/a
Art Greenwald Locust Valley, NY USA	50,000	Aug.27, 2002	2.90	74(2)(9)	n/a
Chad Jeffries Portland OR USA	10,000	Aug.27, 2002	2.76	74(2)(9)	n/a
Sandra McCall Surrey BC Canada	10,000	Aug.27, 2002	3.69	74(2)(9)	n/a

Leading Brands, Inc.

BC Form 45-902F

Page 2

Tanya Ruecker Stamford CT USA	2,500	Aug.27, 2002	2.62	74(2)(9)	n/a
Marty Jay Zirofsky Pawling NY USA	50,000	Aug.27, 2002	2.76	74(2)(9)	n/a

1.

Edgar Filing: LEADING BRANDS INC - Form 6-K

The grant of options was approved by the Board of Directors on August 27, 2002, but is still subject to shareholder approval and Toronto Stock Exchange approval.

2. The exercise price of the stock options is the closing market price on Nasdaq on the employees' start date.
3. August 27, 2002 exchange rate of 1.55

6. See attached schedule. This information is not available to the public.

7. Total dollar value (Canadian \$) of the securities distributed by the issuer to purchasers resident in British Columbia.

\$63,300

8. Compensation paid in connection with the distribution:

N/A

The undersigned hereby certifies that the statements made in this report and in any schedule to this report are true and correct.

DATED at Richmond BC this 27th day of November, 2002.

Leading Brands, Inc.

Name of issuer

/s/ Derek Henrey

Signature of authorized signatory

Derek Henrey

Name and office of authorized signatory

Leading Brands, Inc.

BC Form 45-902F

Page 3

IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A RECORD REQUIRED TO BE FILED OR PROVIDED UNDER THE SECURITIES ACT OR SECURITIES RULES THAT, AT THE TIME AND IN LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.

FOR IMMEDIATE RELEASE

CONTACTS:

Leading Brands, Inc.
Ralph D. McRae
Chairman and CEO
Tel: (604) 214-9722 ext. 238
Email: rmcrae@LBIX.com

Leading Brands, Inc.
Stan Altschuler/Richard Cooper
Investor Relations
Tel: (516) 829-7111
Email: info@sgi-ir.com

Trek Bicycle Corporation
Dick Moran
Marketing Director
Tel: (920) 478-2191
Email: dick_moran@trekbike.com

LEADING BRANDS, INC. and TREK BICYCLE CORPORATION

**Announce Worldwide Licensing and Joint Promotion and Marketing
Relationship Involving Leading Brands
TREK™ Optimized Performance Beverage™ line**

VANCOUVER, CANADA, December 2, 2002, LEADING BRANDS, INC. (NASDAQ: LBIX, TSX: LBI), the developer of the TREK™ Optimized Performance Beverage™ line and TREK BICYCLE CORPORATION of Waterloo, Wisconsin, the manufacturer of TREK Bikes, are pleased to announce a long-term licensing arrangement and joint marketing and promotion initiative.

From its start in a small barn in Waterloo, Wisconsin almost 30 years ago, Trek Bicycle Corporation (TBC) has grown to become the largest premium bicycle manufacturer in the United States, with a share of more than 36% of that market. With wholly owned subsidiaries in Austria, the Netherlands, Germany, Japan, Spain, Switzerland and the United Kingdom and distributors in 65 other countries worldwide TBC also has a large and growing international presence for its TREK® bikes.

In July 2002, Leading Brands, Canada's largest independent, premium beverage company, launched its TREK™ Optimized Performance Beverage™ line across Canada and in the United States. The natural beverage product is distinguished by its unique, award winning packaging, which includes a carabiner and functional, reusable bottle.

Leading Brands Chairman and CEO Ralph McRae stated: We are fortunate to be able to associate with a company of the stature and reputation of Trek Bicycle Corporation. Their strong tradition of quality, innovation and value are core principles of ours. We also share a mutual desire to build brands recognized around the World in the outdoor and adventure

markets. I am convinced that there will be countless opportunities to work together in the months and years to come, both in joint marketing and promotion initiatives and in developing exciting products to take both cycling and this brand to new levels.

Trek Bicycle's Marketing Director Dick Moran said: The new Trek Beverage is an exciting product and good fit for the Trek brand. We are very proud of the Trek Bicycle brand we have built and we look forward to a great business relationship with Leading Brands.

Statements in this news release that are not historical are to be regarded as forward-looking statements which are subject to risks and uncertainties that could cause actual results to differ materially. Such risks and uncertainties with respect to the Company's business include general economic conditions, weather conditions, changing beverage consumption trends, pricing, and the availability of raw materials and economic uncertainties, including currency.

This news release is available at www.LBIX.com

MATERIAL CHANGE REPORT

- Item 1. **Reporting Issuer:**
- Leading Brands, Inc. (the Company)
160 7400 River Road
Richmond BC V6X 1X6
- Item 2. **Date of Material Change:**
- December 3, 2002
- Item 3. **Press Release:**
- A press release announcing the material change was issued on December 2, 2002 for Canadian and U.S. distribution through Canadian Corporate News.
- Item 4. **Summary of Material Change:**
- Leading Brands entered into a licensing agreement with Trek Bicycle Corporation.
- Item 5. **Full Description of Material Change:**
- The Company has entered into a licensing agreement and joint promotion and marketing relationship with Trek Bicycle Corporation, involving the Company's TREK Optimized Performance Beverage line.
- The two companies share a mutual desire to build brands recognized around the world in the outdoor and adventure markets.
- Item 6. **Reliance on Section 85(2) of the Act:**
- Not applicable
- Item 7 **Omitted Information:**

Not applicable

Item 8 **Senior Officer:**

Ralph McRae, Chief Executive Officer
(604) 214-9722 (Ext. 238)

Item 9. **Statement of Senior Officer:**

The foregoing accurately discloses the material change referred to herein.

Dated at Richmond, British Columbia, this 3rd day of December, 2002

Per: /s/ Ralph McRae
Ralph McRae
Chief Executive Officer

FOR IMMEDIATE RELEASE

CONTACTS:

Ralph D. McRae
Chairman and CEO
Leading Brands, Inc.
Tel: (604) 214-9722 ext. 238
Email: rmcrae@LBIX.com

Derek Henrey
Chief Financial Officer
Leading Brands, Inc.
Tel: (604) 214-9722 Ext.313
Email: dhenrey@LBIX.com

Stan Altschuler/Len Panzer
Investor Relations
Strategic Growth International, Inc.
Tel: (516) 829-7111
Email: info@sgi-ir.com

**LEADING BRANDS, INC. ANNOUNCES
CONFERENCE CALL**

8:00 AM PST (11:00 AM EST), Tuesday December 10, 2002

VANCOUVER, CANADA December 6, 2002 -- LEADING BRANDS, INC. (NASDAQ: LBIX, TSX: LBI), Canada's largest independent, premium beverage company, today announced that it will hold a conference call at 8:00 am, Pacific Standard Time, (11:00 am Eastern Standard Time) on Tuesday, December 10th, 2002.

You are invited to listen to the conference call where Ralph D. McRae, Chairman and CEO of Leading Brands, Inc. will discuss recent positive events involving the Company.

TO PARTICIPATE IN THE CONFERENCE CALL PLEASE DIAL-IN:

1-416-641-6653

If you are unable to participate during the live conference call, the call will be archived for 7 days. To hear a replay of the call, please dial 1-416-626-4100 and reference the reservation code #21078448.

About Leading Brands, Inc.

Leading Brands, Inc. (NASDAQ:LBIX, TSX:LBI) is the largest independent, fully integrated premium beverage company in Canada. The Company's unique Integrated Distribution System (IDS) offers turnkey, one-stop shopping to food and beverage brand owners, including manufacturing, distribution, sales/marketing and licensing. In addition, Leading Brands produces their own line of beverages such as TREK™, Pez® 100% Juices™, Johnny's Roadside® Iced Tea and Lemonade, Country Harvest® Juices, Caesar's® Bloody Caesar Cocktail, and Cool Canadian® Water. Leading Brands recently undertook a major expansion into the United States, with its US headquarters located in Stamford, CT. Its subsidiary, Quick, Inc. is building a home replenishment and delivery system for the new economy.

Statements in this news release that are not historical are to be regarded as forward-looking statements which are subject to risks and uncertainties that could cause actual results to differ materially. Such risks and uncertainties with respect to the Company's business include general economic conditions, weather conditions, changing beverage consumption trends, pricing, and the availability of raw materials and economic uncertainties, including currency.

We Build Brands
©2002 Leading Brands, Inc.

This news release is available at www.LBIX.com
