

ALKALINE WATER Co INC
Form 8-K
March 11, 2019

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) **March 8, 2019**

THE ALKALINE WATER COMPANY INC.

Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

000-55096
(Commission
File Number)

EIN 99-0367049
(IRS Employer
Identification No.)

14646 N. Kierland Blvd., Suite 255
Scottsdale, Arizona 85254

(Address of principal executive offices and Zip Code)

Registrant's telephone number, including area code: **(480) 656-2423**

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a -12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d -2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e -4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b -2 of this chapter).

Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. []

Item 1.01. Entry into a Material Definitive Agreement.

On March 8, 2019, The Alkaline Water Company Inc. (the *Company*) entered into an underwriting agreement (the *Underwriting Agreement*) with Canaccord Genuity LLC, as representative (the *Representative*) of the several underwriters (collectively, the *Underwriters*) relating to the public offering (the *Offering*) of 4,000,000 shares (the *Shares*) of the *Company*'s common stock (the *Common Stock*) at an offering price of US\$2.50 per Share. Under the terms of the *Underwriting Agreement*, the *Company* granted the *Underwriters* a 30-day option to purchase up to an additional 600,000 shares of *Common Stock* on the same terms and conditions.

The offering is being made in the United States pursuant to the *Company*'s effective registration statement on Form S-3 (Registration Statement No. 333-229428) and an accompanying prospectus previously filed with the Securities and Exchange Commission and a preliminary and final prospectus supplement thereunder, and in Canada pursuant to the *Company*'s MJDS prospectus previously filed with the securities regulatory authorities in the British Columbia, Alberta, Manitoba, Ontario and Saskatchewan, pursuant to National Instrument 71-101 *The Multijurisdictional Disclosure System*, and a preliminary and final prospectus supplement thereunder.

A copy of the *Underwriting Agreement* is attached as Exhibit 1.1 hereto and is incorporated herein by reference. The *Underwriting Agreement* contains representations, warranties and covenants of the *Company* and the *Underwriters* that are customary for transactions of this type. The foregoing description of the *Underwriting Agreement* does not purport to be complete and is qualified in its entirety by reference to such exhibit.

A copy of the opinion of Clark Wilson LLP relating to the legality of the *Shares* in the *Offering* is filed as Exhibit 5.1 of this current report on Form 8-K.

Item 7.01. Regulation FD Disclosure.

A news release dated March 8, 2019 announcing the pricing of the *Offering*, attached to this current report on Form 8-K as Exhibit 99.1, is furnished herewith.

In accordance with General Instruction B.2 of Form 8-K, the information in Item 7.01 of this current report on Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the **Exchange Act**), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

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|-------------|---|
| <u>1.1</u> | <u>Underwriting Agreement, dated March 8, 2019, by and between the Company and Canaccord Genuity LLC, as representative of the underwriters named therein</u> |
| <u>5.1</u> | <u>Opinion of Clark Wilson LLP</u> |
| <u>23.1</u> | <u>Consent of Clark Wilson LLP (contained in Exhibit 5.1)</u> |
| <u>99.1</u> | <u>Press Release of The Alkaline Water Company Inc., dated March 8, 2019</u> |
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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 hereunto duly authorized.

THE ALKALINE WATER COMPANY INC.

/s/ Richard A. Wright

Richard A. Wright

President, Chief Executive Officer and Director

March 8, 2019
