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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

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hours per response:

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

Common stock, par value \$0.0001 per share

Common stock, par value \$0.0001 per share

Common stock, par value \$0.0001 per share

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

		010		westmen			540						
	ess of Reporting Person [*]		2. Issuer Name and Ticker or Trading Symbol WillScot Mobile Mini Holdings Corp. [WSC						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Lopez Hezro	<u>11 1.</u>]				F		Director Officer (give title	10% O Other (wner (specify			
(Last)	(First) (Middle)		ate of Earliest Transa	ction (Mo	onth/E	Day/Year)		below)	below)				
4646 E. VAN B	UREN STREET, SUITE 400	07/0)2/2023					EVP, CL & CO & ESG					
		4. lf /	Amendment, Date of	Original	Filed	(Month/Day/Ye	6. Indi Line)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) PHOENIX	AZ 85008							X	Form filed by One	e Reporting Pers	son		
	AL 05000								Form filed by Mor Person	e than One Rep	orting		
(City)	(State) (Zip)	Ru	Rule 10b5-1(c) Transaction Indication										
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										
	Table I - No	on-Derivative	Securities Acq	uired,	Disp	oosed of, o	or Ben	eficially	Owned				
1. Title of Security (Instr. 3) Date (Month/E			2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common stock,	par value \$0.0001 per share	07/02/2023		М		1,620	A	(1)	22,268	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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Μ

F

	(e.g., puis, cans, 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. Transac Code (Ir 8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	07/02/2023		М			1,620	(3)	(3)	Common Stock	1,620	\$ <mark>0</mark>	20,895	D	
Performance Stock Units	(2)	07/02/2023		М			14,577	(4)	(4)	Common Stock	14,577	\$ <mark>0</mark>	83,048	D	

Explanation of Responses:

1. Each time-based restricted stock unit ("RSU") represents a contingent right to receive upon vesting one share of common stock of the Issuer, par value \$0.0001 per share, or its cash equivalent.

2. Each performance-based restricted stock unit ("PSU") represents a contingent right to receive upon vesting one share of common stock of the Issuer, par value \$0.0001 per share, or its cash equivalent.
3. On July 2, 2020, the Reporting Person was granted 6,479 RSUs which vest annually in four equal installments on each of the first four anniversaries of the grant date subject to the terms and conditions of the previously disclosed WillScot Mobile Mini Holdings Corp. 2020 Incentive Award Plan and the Restricted Stock Unit Award Agreement entered into between the Issuer and the Reporting Person.
4. On July 2, 2020, the Reporting Person was granted a target number of 9,718 PSUs which vest based on the achievement of the relative total stockholder return ("TSR") of the Issuer's common stock as compared to the TSR of the constituents of the grant date over the performance of three years subject to the terms and conditions of the Plan and the Performance-Based Restricted Stock Unit Agreement entered into between the Issuer and the Reporting Person.

Remarks:



D

A

D

670

14,577

6,028

\$47.79

(2)

\$47.79

21,598

36,175

30,147

D

D

D

07/05/2023 Date

** Signature of Reporting Person

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

* 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).

07/02/2023

07/02/2023

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.