FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OIVID APPROVAL      |           |  |  |  |  |  |  |  |  |  |
|---------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:         | 3235-0287 |  |  |  |  |  |  |  |  |  |
| Estimated average b | urden     |  |  |  |  |  |  |  |  |  |
| hours per response: | 0.5       |  |  |  |  |  |  |  |  |  |
|                     |           |  |  |  |  |  |  |  |  |  |

OMB ADDDOMA

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

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

| Name and Address of Reporting Person*     Shanks Sally J   |   |  |  |         | W           | 2. Issuer Name and Ticker or Trading Symbol WillScot Mobile Mini Holdings Corp. [ WSC ] |   |        |                  |   |   |  |                | (Ch                   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (speci  |  |                                   |  |  |
|--|---|--|--|---------|-------------|---|---|--------|------------------|---|---|--|----------------|-----------------------|--|--|-----------------------------------|--|--|
| (Last) (First) (Middle)<br>4646 E. VAN BUREN STREET, SUITE 400   |   |  |  |         |             | 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2022                             |   |        |                  |   |   |  |                |                       | below) below)  Chief Accounting Officer  |  |                                   |  |  |
| (Street) PHOENI (City)   |   |  | 85008<br>(Zip)                                 |         | 4. If       | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                |   |        |                  |   |   |  |                |                       | dividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person |  |                                   |  |  |
|  |   | Tabl                                       | le I - Noi                                     | n-Deriv | ative       | Sec   | uriti   | es Ac  | quired           | , Dis   | posed o   | of, or E   | Bene           | ficial                | ly Owned   | k  |                                   |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)  |   |  |  |         | ay/Year) if |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |        | Transaction   I  |   | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 5) |  |                | Benefici              | es<br>ally<br>Following  | Form<br>(D) or   | : Direct<br>r Indirect<br>str. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                      |  |
|  |   |  |  |         |             |   |   |        | Code             | v   | Amount  | (A)<br>(D)   | or I           | Price                 | Transac<br>(Instr. 3   | tion(s)  |                                   |  | (Instr. 4)   |
| Common stock, par value \$0.0001 per share 07/02/2   |   |  |  |         |             | 22  |   | М      |                  | 1,906   | 5   | <b>A</b>   | (1)            | 27                    | 27,389   |  | D                                 |  |  |
| Common stock, par value \$0.0001 per share 07/02/2   |   |  |  |         | 2/2022      | 2022  |   | F      |                  | 574   |   | )  | <b>\$32.9</b>  | 1 26                  | 26,815   |  | D                                 |  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |  |         |             |   |   |        |                  |   |   |  |                |                       |  |  |                                   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Day | Date,   |             | Transaction<br>Code (Instr.   |   | n of l |                  | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea |   | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Sect<br>(Instr. 3 and 4) |                |                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | y Di<br>or<br>(I)                 | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |  |         | Code        | v   | (A)   |        | Date<br>Exercisa |   | xpiration<br>ate  | Title  | or<br>Nu<br>of | nount<br>mber<br>ares |  |  |                                   |  |  |
| Restricted<br>Stock<br>Units   | (1)   | 07/02/2022                                 |  |         | M           |   |   | 1,906  | (2)              |   | (2)   | Commo  | n 1            | ,906                  | \$0  | 12,870   |                                   | 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. On July 2, 2020, the Reporting Person was granted 7,622 RSUs which vest annually in four equal installments on July 2 of each year beginning in 2021 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.

/s/ Hezron Lopez as Attorneyin-Fact

07/06/2022

\*\* 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).

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.