

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Sapphire Holding S.a r.l.</u> <hr/> (Last) (First) (Middle) C/O TDR CAPITAL LLP 20 BENTINCK STREET <hr/> (Street) LONDON X0 W1U 2EU <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WillScot Mobile Mini Holdings Corp. [ WSC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/04/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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)
			Code	V	Amount	(A) or (D)	Price			
Common stock, par value \$0.0001 per share	03/04/2021		S <sup>(1)</sup>		14,662,500 <sup>(1)</sup>	D	\$26.785	45,063,058	I <sup>(3)(4)</sup>	See footnotes <sup>(3)(4)</sup>
Common stock, par value \$0.0001 per share	03/04/2021		S <sup>(2)</sup>		2,750,000 <sup>(2)</sup>	D	\$26.785	42,313,058	I <sup>(3)(4)</sup>	See footnotes <sup>(3)(4)</sup>

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 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)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Sapphire Holding S.a r.l.  


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 (Last) (First) (Middle)  
 C/O TDR CAPITAL LLP  
 20 BENTINCK STREET  


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 (Street)  
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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
TDR Capital II Holdings L.P.  


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1. Name and Address of Reporting Person\*  
TDR Capital LLP  


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1. Name and Address of Reporting Person\*

DALE MANJIT

(Last) (First) (Middle)

C/O TDR CAPITAL LLP  
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(City) (State) (Zip)

**Explanation of Responses:**

1. On March 4, 2021, Sapphire Holding S.a r.l. ("Sapphire") sold an aggregate of 12,750,000 shares of common stock, par value \$0.0001 per share (the "Common Stock"), of WillScot Mobile Mini Holdings Corp. (the "Issuer") in a registered underwritten public offering (the "Offering") pursuant to that certain Underwriting Agreement, dated as of March 1, 2021 (the "Underwriting Agreement"), among the Issuer, Sapphire and Morgan Stanley & Co. LLC (the "Underwriter"). Pursuant to the Underwriting Agreement, Sapphire also granted the Underwriter the option, exercisable within 30 days, to purchase an additional 1,912,500 shares of Common Stock, which the Underwriter exercised in full on March 4, 2021. The price to the public in the Offering was \$27.20 per share. The per share sale price reported in this Form 4 reflects underwriting discounts.

2. On March 4, 2021, in connection with the closing of the Offering, Sapphire sold an aggregate of 2,750,000 shares of Common Stock to the Issuer pursuant to that certain Share Repurchase Agreement, dated February 28, 2021, by and between Sapphire and the Issuer, at a price of \$26.785 per share.

3. As sole shareholder of Sapphire, TDR Capital II Holdings L.P. may be deemed the beneficial owner of such shares of Common Stock held by Sapphire. As manager of TDR Capital II Holdings L.P., TDR Capital LLP may be deemed the beneficial owners of such shares of Common Stock held by Sapphire. As founding partners of TDR Capital LLP, Stephen Robertson and Manjit Dale may be deemed the beneficial owners of such shares of Common Stock held by Sapphire. Each of TDR Capital II Holdings L.P., TDR Capital LLP, Stephen Robertson and Manjit Dale (the "Reporting Persons") may be deemed to be the beneficial owner of all or a portion of the securities reported herein.

4. Each of the Reporting Persons disclaims beneficial ownership of the securities of the Issuer, except to the extent of his pecuniary interest therein. The filing of this report shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended or otherwise, the Reporting Persons are the beneficial owners of any of the securities reported herein.

**Remarks:**

Stephen Robertson, as a director of the Issuer, is filing a separate Form 4 disclosing his beneficial ownership interest in the Common Stock, which was submitted on the Securities and Exchange Commission's EDGAR system on or about the date hereof.

/s/ Evelina Ezerinskaite on  
behalf of Sapphire Holding 03/08/2021  
S.a r.l.

/s/ TDR Capital LLP on behalf  
of TDR Capital II Holdings 03/08/2021  
LLP

/s/ TDR Capital LLP 03/08/2021

/s/ Manjit Dale 03/08/2021

\*\* Signature of Reporting Person Date

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.

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