

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 31, 2022 (March 29, 2022)

WILLSCOT = MOBILE MINI
HOLDINGS CORP



WILLSCOT MOBILE MINI HOLDINGS CORP.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-37552

(Commission File Number)

82-3430194
(IRS Employer
Identification No.)

4646 E. Van Buren St., Suite 400
Phoenix, Arizona
(Address of principal executive offices)

85008
(Zip Code)

(480) 894-6311
(Registrant's telephone number, including area code)

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value (\$0.0001 per share)	<u>WSC</u>	The Nasdaq Capital Market
Warrants to purchase common stock(1)	WSCTW	OTC Markets Group Inc.

(1) Issued in connection with the registrant's acquisition of Modular Space Holdings, Inc. in August 2018, which are exercisable for one share of the registrant's common stock at an exercise price of \$15.50 per share

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

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 29, 2022, the Board of Directors (the “Board”) of WillScot Mobile Mini Holdings Corp. acted to increase the size of the Board from 10 to 11 and appointed Erika Davis to serve as a Class II member of the Board to fill the vacancy created by that increase. Ms. Davis currently serves as Senior Vice President & Chief Human Resources Officer of Performance Food Group Company. Ms. Davis was also appointed as a member of the Compensation Committee of the Board, which is the only committee of the Board to which she has been appointed to date. A copy of the Company’s press release announcing the appointment is filed herewith as Exhibit 99.1

The Company’s annual compensation package for non-employee directors is applicable to Ms. Davis as a non-employee director.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit No.</u>	<u>Exhibit Description</u>
<u>99.1</u>	<u>Press Release, dated March 30, 2022, announcing the appointment of Erika Davis to the Company’s Board of Directors</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

WILLSCOT MOBILE MINI HOLDINGS CORP.

Date: March 31, 2022

By: /s/ Christopher J. Miner

Christopher J. Miner

Executive Vice President & Chief Legal Officer

WillScot Mobile Mini Holdings Announces Appointment of Erika Davis to Board of Directors

Board Announces New Member in Commitment to Enhancing and Diversifying Board

Your publication date and time will appear here. | Source: [WillScot Mobile Mini Holdings Corp.](#)

PHOENIX, March 30, 2022 (GLOBE NEWSWIRE) -- WillScot Mobile Mini Holdings Corp. (“WillScot Mobile Mini” or the “Company”) (Nasdaq: WSC), the North American leader in innovative flexible workspace and portable storage solutions, today announced the appointment of Erika Davis to the WillScot Mobile Mini Board of Directors, effective April 1, 2022.

“We are truly pleased to welcome Erika Davis to the WillScot Mobile Mini Board,” said Erik Olsson, Chairman of WillScot Mobile Mini. “Ms. Davis’ appointment supports the Company’s commitment to enhance and diversify the skills, knowledge and expertise of its Board. She is a dynamic leader with vast experience driving customer-centric operational improvements. She brings an important perspective to the Board given her domestic and international operations leadership.”

“Erika is a forward-thinking leader with an innovative approach to assessing and elevating internal operations,” added Brad Sultz, Chief Executive Officer. “Erika’s deep experience in logistics, systems and human capital management will undoubtedly strengthen the Company through its next phase of growth as we continue to deliver superior results and create value for all of our stakeholders.”

Ms. Davis will serve as a member of the Compensation Committee.

About Erika Davis

Erika Davis, age 58, has served as Senior Vice President and Chief Human Resources Officer at Performance Food Group Company (NYSE: PFGC) since 2019. Previously, Ms. Davis spent 20 years in several leadership roles at Owens & Minor, most recently as Senior Vice President & Chief Administrative Officer, and Senior Vice President & Chief of Staff to the CEO. Ms. Davis has extensive experience on non-profit boards of directors, including the Virginia Commonwealth University Massey Cancer Center, the University of Richmond, and the Boys and Girls Club of Metro Richmond. She is also a current member of The Executive Leadership Council. Ms. Davis received an MPA from the University of North Carolina and a BA from the University of Richmond.

Cautionary Statement Regarding Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 and Section 21E of the Securities Exchange Act of 1934, as amended. The words "estimates," "expects," "anticipates," "believes," "forecasts," "plans," "intends," "may," "will," "should," "shall," "outlook" and variations of these words and similar expressions identify forward-looking statements, which are generally not historical in nature. Certain of these forward-looking statements include statements relating value creation, the Company's share price, and the Company's future performance. Forward-looking statements are subject to a number of risks, uncertainties, assumptions and other important factors, many of which are outside our control, which could cause actual results or outcomes to differ materially from those discussed in the forward-looking statements. These risks include, without limitation, the risks and uncertainties described in the periodic reports we file with the SEC from time to time (including our Form 10-K/A for the year ended December 31, 2020), which are available through the SEC's EDGAR system at www.sec.gov and on our website. Any forward-looking statement speaks only at the date which it is made, and WillScot Mobile Mini disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

About WillScot Mobile Mini Holdings Corp.

WillScot Mobile Mini Holdings trades on the Nasdaq stock exchange under the ticker symbol "WSC." Headquartered in Phoenix, Arizona, the Company is a leading business services provider specializing in innovative flexible workspace and portable storage solutions. WillScot Mobile Mini services diverse end markets across all sectors of the economy from a network of over 275 branch locations and additional drop lots throughout the United States, Canada, Mexico, and the United Kingdom.

Contact Information

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