

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): October 22, 2024



**WILLSCOT HOLDINGS CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**                                      **001-37552**                                      **82-3430194**  
(State or other jurisdiction of              (Commission File Number)              (I.R.S. Employer Identification No.)  
incorporation)

**4646 E Van Buren St., Suite 400**  
**Phoenix, Arizona 85008**

(Address, including zip code, of principal executive offices)

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

(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	WSC	The Nasdaq Capital Market

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 October 22, 2024, the Board of Directors (the “Board”) of WillScot Holdings Corporation acted to increase the size of the Board from 9 to 10 members and appointed Worthing Jackman to serve as a member of the Board to fill the vacancy created by that increase, effective immediately. Mr. Jackman most recently served as Chief Executive Officer and a Director of Waste Connections, Inc. (NYSE/TSX: WCN) from July 2019 to April 2023, and since May 2005, he has served on the board of directors of Quanta Services, Inc. (NYSE: PWR), where he currently serves as Chairman of the Audit Committee and a member of the Investment Committee. Mr. Jackman has been appointed to the Audit Committee of the Board and no other committee.

Mr. Jackman will receive compensation from the Company as a non-employee director. For his initial partial year of service, he will receive a restricted stock award with a value of \$150,000 and a \$60,000 cash award.

**Item 9.01 Financial Statements and Exhibits**

*(d) Exhibits*

**Exhibit  
No.**

**Exhibit Description**

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104	Cover Page Interactive Data File (embedded within the Inline XBRL document)
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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**WillScot Holdings Corporation**

Dated: October 22, 2024

By: /s/ Hezron Timothy Lopez

Name: Hezron Timothy Lopez

Title: Executive Vice President, Chief Legal & Compliance  
Officer & ESG