

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**ANNUAL 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

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

1. Name and Address of Reporting Person * <u>Soultz Bradley Lee</u>			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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Executive Officer,</b>		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <b>12/31/2022</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
4646 E. VAN BUREN STREET, SUITE 400			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
<b>PHOENIX</b>	<b>AZ</b>	<b>85008</b>						
(City)	(State)	(Zip)						

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001 per share	08/24/2022		G	210,879 <sup>(1)</sup>	D	\$0	5,000	D	
Common Stock, par value \$0.0001 per share	10/17/2022		G	122,680 <sup>(1)</sup>	D	\$0	5,000	D	
Common Stock, par value \$0.0001 per share							333,559 <sup>(1)</sup>	I	By Bradley L Soultz Irrevocable Trust
Common Stock, par value \$0.0001 per share	01/21/2022		G	209,092 <sup>(2)</sup>	D	\$0	5,000	D	
Common Stock, par value \$0.0001 per share	01/27/2022		G	5,292 <sup>(2)</sup>	D	\$0	5,000	D	
Common Stock, par value \$0.0001 per share	08/26/2022		G	122,680	A	\$0	5,000	D	
Common Stock, par value \$0.0001 per share	10/17/2022		G	1,420 <sup>(2)</sup>	D	\$0	5,000	D	
Common Stock, par value \$0.0001 per share							93,124 <sup>(2)</sup>	I	By Ellen M Soultz Irrevocable Trust

**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	Title	Amount or Number of Shares				
Stock Options (right to buy)	\$13.6	06/08/2022		G		408,497 <sup>(3)</sup>	(4)	03/20/2028	Common Stock	408,497	\$0	0	D	
Stock Options (right to buy)	\$13.6						(4)	03/20/2028	Common Stock	408,497		408,497 <sup>(3)</sup>	I	By Ellen M Soultz Irrevocable Trust

**Explanation of Responses:**

- The Reporting Person made a transfer to an irrevocable trust, of which the Reporting Person is the sole trustee.
- The Reporting Person made a transfer to an irrevocable trust, of which immediate family members of the Reporting Person are the sole trustees.
- The Reporting Person made a transfer to an irrevocable trust, of which immediate family members of the Reporting Person are the sole trustees.
- The stock options (the "Options") reported on this Form 4 represent the right upon vesting to buy shares of the Issuer's Common Stock pursuant to the terms and conditions of the WillScot Mobile Mini Holdings Corp. 2020 Incentive Award Plan and the Nonqualified Stock Option Award Agreement entered into between the Issuer and the Reporting Person as of March 20, 2018 (the "Award Agreement"). The Options vest in equal installments on each of the first four anniversaries of the grant date subject to the terms and conditions of the Plan and Award Agreement.

/s/ Hezron T. Lopez as Attorney in Fact 02/09/2023

\*\* 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.

**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.**