

U-HAUL HOLDING CO /NV/

Reported by SHOEN EDWARD J

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/30/22 for the Period Ending 11/28/22

Address 5555 KIETZKE LANE STE 100

RENO, NV, 89511

Telephone 7756886300

CIK 0000004457

Symbol UHAL

SIC Code 7510 - Services-Auto Rental and Leasing (No Drivers)

Industry Ground Freight & Logistics

Sector Industrials

Fiscal Year 03/31



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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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	g Person *	2. Issuer Na	me and Tio	cker	or Trad	ing Syr	nbol	5. Relationship of Reporting Pers (Check all applicable)	on(s) to I	ssuer			
SHOEN EDWARD J	AMERC	0 /NV/ [UF	IAL,U	HAL	B]	(Chook all approach)						
(Last) (First)	(Middle)	3. Date of E	arliest Trar	isact	ion (MM	/DD/YY	YY)		10% Owner				
(, (,								X Officer (give title below) President	Other (speci	fy below)			
207 E CLARENDON AVE	2				/2022								
(Street)		4. If Amend	ment, Date	Ori	ginal Fil	led (MM	I/DD/YYYY	6. Individual or Joint/Group Filin	g (Check A	pplicable Line			
PHOENIX, AZ 85012								X _ Form filed by One Reporting Person Form filed by More than One Reportin	g Person				
(City) (State)	(Zip)												
								eneficially Owned	T.	T			
1.Title of Security (Instr. 3)	2. Trans. Da	te 2A. Deemed Execution Date, if any	3. Trans. 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:	Beneficial			
							1		Direct (D) or Indirect	Ownership (Instr. 4)			
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)				
										Clarendon			
Common Stock	11/28/2022	2	P		92,295	A	\$58.859 (1)	695,445	I (2)	Strategies, LLC			
Common Stock	11/28/2022	2	P		228,555	A	\$59.283 (1)	924,000	I (2)	Clarendon Strategies, LLC			
Common Stock	11/29/2022	2	P		200	A	\$59.99	924,200	I (2)	Clarendon Strategies, LLC			
Common Stock	11/29/2022	2	P		78,233	A	\$60.514 (3)	1,002,433	I (2)	Clarendon Strategies, LLC			
Common Stock	11/29/2022	2	P		51,567	A	\$61.311 ⁽³⁾	1,054,000	I (2)	Clarendon Strategies, LLC			
Common Stock	11/30/2022	2	P		20,800	A	\$61.878 (<u>4</u>)	1,074,800	I (2)	Clarendon Strategies, LLC			
Common Stock	11/30/2022	2	P		900	A	\$62	1,075,700	I (2)	Clarendon Strategies, LLC			
Common Stock								7,562,884	I (2)	Willow Grove Holdings LP			
Common Stock								25,106	I (5)	EJS-028 Trust			
Common Stock								880,127	I (2)	Blackwater Investments, Inc.			
Common Stock								15.125	I (6)	ESOP Trust			
Common Stock								32	D				
Series N Common Stock								68,065,956	I (2)	Willow Grove Holdings LP			
Series N Common Stock								225,954	I (<u>5)</u>	EJS-028 Trust			
Series N Common Stock								7,921,143	I (2)	Blackwater Investments, Inc.			
Series N Common Stock								136.125	I (6)	ESOP Trust Fund			
Series N Common Stock							1	288	D				

	Tabl	le II - Der	ivative Sec	urities E	Bene	ficially C	Owned (e	.g., puts,	calls, wa	rran	ts, options, conver	tible secu	ırities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. C (Instr. 8)		5. Number Derivative Acquired (ADisposed of (Instr. 3, 4)	Securities A) or f (D)	6. Date Exer and Expirati	on Date	Secur Deriv		Derivative Security (Instr. 5)	Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	Beneficial Ownership (Instr. 4)
				Code	V	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	

Explanation of Responses:

- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from (a) with respect to the weighted average price of \$58.859: \$58.54 to \$58.995, inclusive and (b) with respect to the weighted average price of \$59.283: \$59.000 to \$59.68, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1).
- (2) Willow Grove Holdings, LP ("Willow Grove") is owned and controlled by Foster Road LLC and various trusts associated with the reporting person and Mark V. Shoen. Foster Road LLC is the general partner of Willow Grove, is managed by Mark V. Shoen and Stuart Shoen, and may be deemed to share voting and dispositive power with respect to the shares held by Willow Grove. Clarendon Strategies, LLC ("Clarendon") and Blackwater Investments, Inc. ("Blackwater") are wholly-owned subsidiaries of Willow Grove. The Reporting Person disclaims beneficial ownership of shares held directly and indirectly by Willow Grove, Clarendon and Blackwater except to the extent of his pecuniary interest therein.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from (a) with respect to the weighted average price of \$60.514: \$60.000 to \$60.99, inclusive and (b) with respect to the weighted average price of \$61.311: \$61.000 to \$61.56, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3).
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.625 to \$61.995, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (4)
- (5) Includes shares held by the EJS-028 Trust for which the Reporting Person is the beneficiary.
- (6) Includes shares held by the ESOP Trust Fund for which the Reporting Person is the beneficiary.

Reporting Owners

reporting o ners									
Reporting Owner Name / Address	20	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
SHOEN EDWARD J									
207 E CLARENDON AVE	X	X	President						
PHOENIX, AZ 85012									

Signatures

/s/ Stuart M. Shoen, Attorney-in-Fact

**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 control number.