

U-HAUL HOLDING CO /NV/

Reported by SHOEN EDWARD J

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/09/22 for the Period Ending 12/07/22

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 Person *				2. Issuer Nar	ne and Ti	cker	or Trad	ing Sy	mbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
SHOEN EDWAF	RD J			AMERC() /NV/ [UF	IAL,U	HAL	∠ B]				
(Last) (First) (Middle)				3. Date of Ea	ırliest Traı	ısact	ion (MM	I/DD/YY	YYY)	X DirectorX 10% OwnerX Officer (give title below) Other (specify below)			
207 E CLARENI	OON AVE	C			1	2/7/	2022			President			
	(Street)			4. If Amendr	nent, Date	Ori	ginal Fi	led (MM	M/DD/YYYY	6. Individual or Joint/Group Filin	g (Check A	pplicable Line)	
PHOENIX, AZ 8	5012									_X _ Form filed by One Reporting Person Form filed by More than One Reportin	g Person		
(City)	(State)	(Zip)								Tom med by wore than one reporting	g 1 C13011		
	· · · · ·		le I - Non-I	Derivative So	ecurities /	Acan	iired. D	isnose	d of, or B	eneficially Owned			
1.Title of Security (Instr. 3)		r	e 2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		,			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
					Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock			12/7/2022		P		35,013	A	\$63.815 (1)	1,110,713	I (2)	Clarendon Strategies, LLC	
Common Stock			12/7/2022		P		96,087	A	\$64.542 <u>(1)</u>	1,206,800	I (2).	Clarendon Strategies, LLC	
Common Stock			12/7/2022		P		2,200	A	\$65	1,209,000	I (2)	Clarendon Strategies, LLC	
Common Stock			12/8/2022		P		27,029	A	\$64.865 (3)	1,236,029	I (2).	Clarendon Strategies, LLC	
Common Stock			12/8/2022		P		42,302	A	\$65.66 ⁽³⁾	1,278,331	I (2).	Clarendon Strategies, LLC	
Common Stock			12/8/2022		P		45,669	A	\$66.181 (<u>3</u>)	1,324,000	I (2)	Clarendon Strategies, LLC	
Common Stock										7,562,884	I (2)	Willow Grove Holdings LP	
Common Stock										25,106	I (4)	EJS-028 Trust	
Common Stock										880,127	I (2).	Blackwater Investments, Inc.	
Common Stock										15.125	I (5)	ESOP Trust Fund	
Common Stock										32	D	******	
Series N Common Stock										68,065,956	I (2)	Willow Grove Holdings LP	
Series N Common Stock										225,954	I (4)	EJS-028 Trust	
Series N Common Stock										7,921,143	I (2)	Blackwater Investments, Inc.	
Series N Common Stock										136.125	I (5)	ESOP Trust Fund	
Series N Common Stock										288	D		

	Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivate Security (Instr. 3)	rate 2. Conversion or Exercise Price of 2. 3. Trans. Date Execution Date, if any Date Date Date Date Date Date Date Date		Derivative Acquired (A Disposed o	<u> </u>			Secur Deriv	ities Underlying	Derivative Security (Instr. 5)	Securities Beneficially Owned Fo	Ownership Form of Derivative Security: (I Direct (D)	Beneficial			
				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 \$63.815: \$63.135 to \$63.995, inclusive and (b) with respect to the weighted average price of \$64.542: \$64.000 to \$64.995, 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 (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 \$64.866: \$64.645 to \$64.99, inclusive, (b) with respect to the weighted average price of \$65.660: \$65.00 to \$65.99, inclusive and (c) with respect to the weighted average price of \$66.181: \$66.00 to \$66.34, 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) Includes shares held by the EJS-028 Trust for which the Reporting Person is the beneficiary.
- (5) Includes shares held by the ESOP Trust Fund for which the Reporting Person is the beneficiary.

Reporting Owners

Paparting Owner Name / Address		ships		
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 12/9/2022

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.