

U-HAUL HOLDING CO /NV/

Reported by
SHOEN EDWARD J

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/19/24 for the Period Ending 08/16/24

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

FORM 4

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

**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 * SHOEN EDWARD J <small>(Last) (First) (Middle)</small> 207 E. CLARENDON AVENUE <small>(Street)</small> PHOENIX, AZ 85012 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol U-Haul Holding Co /NV/ [UHALB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">8/16/2024</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	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: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series N Common Stock	8/16/2024		J ⁽¹⁾		680,000	D	(1)	67,253,456	I ⁽²⁾	Willow Grove Holdings LP
Series N Common Stock								609,032	D	
Series N Common Stock								158,308 ⁽⁵⁾	I ⁽⁴⁾	By ESOP Trust Fund
Series N Common Stock								7,921,143	I ⁽²⁾	By Blackwater Investments, Inc.
Series N Common Stock								225,954	I ⁽³⁾	By EJS-028 Trust
Common Stock								47,125	D	
Common Stock								880,127	I ⁽²⁾	By Blackwater Investments, Inc.
Common Stock								25,106	I ⁽³⁾	By EJS-028 Trust
Common Stock								7,562,884	I ⁽²⁾	By Willow Grove Holdings LP
Common Stock								1,324,000	I ⁽²⁾	By Clarendon Strategies, LLC
Common Stock								24,900	I ⁽²⁾	By SAC Holding Corporation

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) Represents an in-kind distribution, and not a purchase or sale of securities, by Willow Grove Holdings LP ("Willow Grove") to the MVS-029 Trust, one of its limited partners, without additional consideration.
- (2) 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 and is managed by Mark V. Shoen and Stuart Shoen. Blackwater Investments, Inc. ("Blackwater") is a wholly owned subsidiary of Willow Grove. Clarendon Strategies, LLC ("Clarendon") and SAC Holding Corporation ("SAC") are wholly owned subsidiaries of Blackwater. The Reporting Person disclaims beneficial ownership of shares held directly and indirectly by Willow Grove, Clarendon, Blackwater and SAC except to the extent of his pecuniary interest therein.
- (3) Includes shares held by the EJS-028 Trust for which the Reporting Person is one of the beneficiaries. The Reporting Person disclaims beneficial ownership of shares held by the EJS-028 Trust except to the extent of his pecuniary interest therein.
- (4) Includes shares held by the ESOP Trust Fund for which the Reporting Person is the beneficiary. The Reporting Person disclaims beneficial ownership of shares held by the ESOP Trust Fund except to the extent of his pecuniary interest therein.
- (5) This form reflects a 0.132 share increase in beneficial ownership resulting from an exempt acquisition by the ESOP Trust Fund pursuant to Rule 16b-3(c).

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHOEN EDWARD J 207 E. CLARENDON AVENUE PHOENIX, AZ 85012	X	X	President	

Signatures

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

8/19/2024

**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.