

U-HAUL HOLDING CO /NV/

Reported by
SHOEN MARK V

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/03/16 for the Period Ending 02/01/16

| | |
|-------------|--|
| 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

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

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

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 Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| SHOEN MARK V | | | AMERCO /NV/ [UHAL] | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | |
| 5555 KIETZKE LANE, SUITE 100 | | | 2/1/2016 | | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | |
| RENO, NV 89511 | | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| (City) | | | (State) | | | (Zip) | | |

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 | | | |
| Common Stock | 2/1/2016 | 2/1/2016 | S | (1) | 714700.0000 | D | \$431.8300 | 0.0000 | I | Blackwater Investments, Inc. |
| Common Stock | 2/1/2016 | 2/1/2016 | S | (2) | 3042065.0000 | D | \$431.8300 | 0.0000 | I | MVS-028 Trust |
| Common Stock | 2/1/2016 | 2/1/2016 | S | | 30000.0000 | D | \$431.8300 | 0.0000 | I | SAC Holding Corporation |
| Common Stock | | | | | | | | 22416.0000 | D | |
| Common Stock | | | | | | | | 4592.0000 | I | ESOP Trust Fund |

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:

- On February 1, 2016, the reporting person contributed Blackwater Investments, Inc. to Willow Grove Holdings LP and received a limited partnership interest in Willow Grove Holdings LP in return for such contribution. Blackwater Investments, Inc. is the direct and indirect owner of 714,700 and 30,000 shares, respectively, of AMERCO Common Stock.
- On February 1, 2016, the reporting person contributed 3,042,065 shares indirectly owned by the reporting person to Willow Grove Holdings LP and the contributing trust received a limited partnership interest in Willow Grove Holdings LP in return for such contribution. The general partner of Willow Grove Holdings LP is Foster Road LLC. Foster Road LLC controls the voting and disposition decisions with respect to the AMERCO Common Stock owned by Willow Grove Holdings LP. Foster Road LLC is owned and managed equally by the reporting person and Edward J. Shoen. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SHOEN MARK V 5555 KIETZKE LANE SUITE 100 RENO, NV 89511 | | X | | |

Signatures

/s/ Mark V. Shoen

2/3/2016

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.