STOCK OWNERSHIP GUIDELINES FOR EXECUTIVE OFFICERS AND EXECUTIVE CHAIRMAN

PURPOSE

To encourage the acquisition and retention of common stock of WillScot Holdings Corporation (the "Company") by the Company's Chief Executive Officer ("CEO"), Executive Chairman and other officers who are "executive officers" for purposes of Item 401(b) of Regulation S-K (collectively, the "Executives") , the Compensation Committee of the Board of Directors has established these guidelines ("Guidelines").

TARGET OWNERSHIP LEVELS

The table below sets forth the target ownership levels:

Executive Level	Target Ownership Level as Multiple of Base Salary
President & Chief Executive Officer	6x
Executive Chairman	5x
Other Named Executive Officers	3x
Other Executive Officers	2x

TIMELINE AND COMPLIANCE

Except as set forth below, Executives are expected to meet their target ownership level by the fifth anniversary of their initial appointment as an Executive. Executives who have not achieved their target ownership level by the deadline will be expected to retain 100% of the number of shares awarded to him or her under any equity incentive plan of the Company until the target ownership level is met.

Once an Executive has met the target ownership level that then applies to the Executive, the Executive will be deemed thereafter to have satisfied that target ownership level until such time as the Executive disposes of any shares, after which compliance will be remeasured. An Executive who achieves his or her target ownership level before the five-year deadline may not later dispose of shares in a manner that causes ownership to fall below his or her target ownership level, even if prior to the five-year deadline.

If an Executive's target ownership level increases as a result of a change in this policy, change in position or increase has base salary, then the Executive may be granted additional time, as recommended by the Compensation Committee, from the date of such change to achieve compliance with the increase in the Executive's target ownership level, unless the officer had already met the new, higher target ownership level at the time of the change, in which case no new timeline shall apply.

Shares transferred by an Executive pursuant to a domestic relations order do not violate the share retention requirements. If an Executive falls below the applicable Guideline by reason of a transfer of shares made pursuant to a domestic relations order, the Compensation Committee may, in its discretion, allow the Executive additional time to come back into compliance with these Guidelines.

The ownership levels for the Executives will be reviewed each year by the Compensation Committee.

CALCULATING OWNERSHIP LEVELS

In calculating whether the target ownership level has been met:

- The number of shares required to be held as of a given date will be calculated by dividing (1) the product of (a) the Executive's then-current annual base salary rate and (b) the applicable multiple in the table above by (2) the average closing price per share of the Company's common stock over the previous calendar year.

- Each Executive shall be credited with shares of common stock of the Company beneficially owned by him or her (or his or her immediate family members), including any shares held indirectly through the Company's benefit plans, unvested time-based restricted stock units and shares held in trust for the benefit of the Executive or his or her immediate family members.

- Shares subject to unearned performance share awards and shares subject to unexercised stock options shall not be credited toward the target ownership level.

Executives may be required to provide documentation acceptable to the Company to support their share ownership.

MODIFICATION OF GUIDELINES

The Compensation Committee has authority to review and modify these Guidelines from time to time as it deems appropriate.

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