

WILLIAMS KELLY M

Form 4

February 08, 2019

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WILLIAMS KELLY M

(Last) (First) (Middle)

4646 E VAN BUREN
STREET, SUITE 400

(Street)

PHOENIX, AZ 85008

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MOBILE MINI INC [MINI]

3. Date of Earliest Transaction
(Month/Day/Year)
02/04/2019

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Executive V.P. & C.O.O.

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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)
Common Stock \$0.01 Par Value	02/04/2019		A	2,543 (1)	A \$ 36.41	77,745	D
Common Stock \$0.01 Par Value	02/04/2019		F	1,353 (2)	A \$ 36.41	76,392	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 26.23	02/04/2019		A		20,275 (3)		02/04/2019	02/04/2029	Common Stock \$0.01 Par Value	20,275
Employee Stock Option	\$ 32.55	02/04/2019		A		11,013 (4)		02/04/2019	02/04/2029	Common Stock \$0.01 Par Value	11,013

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WILLIAMS KELLY M 4646 E VAN BUREN STREET SUITE 400 PHOENIX, AZ 85008	Executive V.P. & C.O.O.

Signatures

/s/ Christopher J. Miner as Attorney-In-Fact 02/08/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Additional stock shares vested as a result of company exceeding target based achievements for stock awarded on 2/01/2018.
- (2) Shares withheld to satisfy tax withholding for vesting of additional performance based stock.
- (3) Additional stock options vested as a result of company exceeding target based achievements for stock options awarded on 2/01/2016.

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(4) Additional stock options vested as a result of company exceeding target based achievements for stock options awarded on 2/01/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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