SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL					
MR Number:	2225 02				

		Was	hington,	D.C.	20549				OMB APP	ROVAL	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		T OF CHANG	δ(a) of th	ne Seo	curities Excha	ange Act	of 1934	SHIP	OMB Number: Estimated average hours per response		
1. Name and Address of Reporting Person [*] Singleton Philip Austin Jr.		2. Issuer Name and Ticker or Trading Symbol 5. Relationship OneWater Marine Inc. ONEW					neck all applicabl	tor 10% Owner er (give title v Other (specify			
(Last) (First) (Mide 6275 LANIER ISLANDS PARKWAY						below)					
(Street) BUFORD GA 305 (City) (State) (Zip)	18	— Line)					Form filed by One Reporting Person				
Table I -	Non-Derivat	ive Securities A	cquir	ed, [Disposed	of, or	Beneficia	ally Owned			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date,	3. Transa Code (8)	action	4. Securities	s Acquire		5. Amount of		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(1130.4)	
Class A common stock, par value \$0.01	10/01/2022		G ⁽¹⁾	v	29,718	D	\$0	126,915	D		
Class A common stock, par value \$0.01	10/01/2022		G ⁽¹⁾	v	29,718	A	\$0	563,205	I	By Austin Singleton Irrevocable Trust, Dated December 30, 2015	
Class A common stock, par value \$0.01	11/17/2022		Р		4,400	A	\$31.29(2)	529,324	I	By Auburn OWMH, LLLP	
Class A common stock, par value \$0.01	11/17/2022		Р		1,600	A	\$31.89 ⁽³⁾	530,924	I	By Auburn OWMH, LLLP	
Class A common stock, par value \$0.01								345,678	I	By Philip Singleton Irrevocable Trust, Dated December 24, 2015	

 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. Transa Code (8)		of Deriv	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5) r.	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: 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				
		Reporting Person [*] Austin Jr.													
(Last) 6275 LA		(First) NDS PARKWA	(Middle) Y												
(Street) BUFOR	D	GA	30518		-										

DUI UKD	UA	50518
(City)	(State)	(Zip)

1. Name and Address <u>Auburn OWM</u>						
(Last) 6275 LANIER IS	(First) LANDS PARKWAY	(Middle)				
(Street) BUFORD	GA	30518				
(City)	(State)	(Zip)				
1. Name and Address Singleton Asse	of Reporting Person [*] et <u>Management, I</u>	<u>.LC</u>				
(Last) 6275 LANIER IS	(First) LANDS PARKWAY	(Middle)				
(Street) BUFORD	GA	30518				
(City)	(State)	(Zip)				
1. Name and Address Singleton Micl						
. ,	(First) LANDS PARKWAY	(Middle)				
(Street) BUFORD	GA	30518				
(City)	(State)	(Zip)				
1. Name and Address <u>Philip Singletc</u> <u>December 24</u> ,	n Irrevocable Tru	<u>ıst, dated</u>				
(Last) 6275 LANIER IS	(First) LANDS PARKWAY	(Middle)				
(Street) BUFORD	GA	30518				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person [*] Austin Singleton Irrevocable Trust, dated December 30, 2015						
(Last) 6275 LANIER IS	(First) LANDS PARKWAY	(Middle)				
(Street) BUFORD	GA	30518				
(City)	(State)	(Zip)				

Explanation of Responses:

1. On October 1, 2022, the Reporting Person gifted 29,718 shares of Class A common stock of OneWater Marine Inc. to the Austin Singleton Irrevocable Trust, Dated December 30, 2015, a family trust. 2. The price reported in column 4 is a weighted average price, rounded to the nearest cent. These shares were purchased in multiple transactions at prices ranging from \$30.64 to \$31.60, inclusive. The Reporting Person undertakes to provide to OneWater Marine Inc., any security holder of OneWater Marine Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range.

3. The price reported in column 4 is a weighted average price, rounded to the nearest cent. These shares were purchased in multiple transactions at prices ranging from \$31.84 to \$31.90, inclusive. The Reporting Person undertakes to provide to OneWater Marine Inc., any security holder of OneWater Marine Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range.

Remarks:

Member of 10% ownership group.

 /s/ Jack Ezzell, Authorized

 Signatory for Phillip Austin

 Singleton, Jr.

 /s/ Jack Ezzell, as Attorney-in

 Tack for Michelle Singleton, as

<u>Manager of Singleton Asset</u> <u>Management, LLC, in its</u> <u>capacity as general partner of</u> <u>Auburn OWMH, LLLP</u>	
/s/ Jack Ezzell, as Attorney-in- Fact for Michelle Singleton, as Manager of Singleton Asset Management, LLC	11/21/2022
<u>/s/ Jack Ezzell, as Attorney-in- Fact for Michelle Singleton</u>	<u>11/21/2022</u>
/s/ Jack Ezzell, Attorney-in- Fact for Scott Beville, as Co- Trustee of Philip Singleton Irrevocable Trust, dated December 24, 2015	<u>11/21/2022</u>
/s/ Jack Ezzell, Attorney-in- Fact for Scott Beville, as Co- Trustee of Austin Singleton Irrevocable Trust, dated December 30, 2015	<u>11/21/2022</u>
** 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 Number.