

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Singleton Philip Austin Jr.</u>  (Last) (First) (Middle) <u>6275 LANIER ISLANDS PARKWAY</u>  (Street) <u>BUFORD</u> <u>GA</u> <u>30518</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OneWater Marine Inc. [ ONEW ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>12/13/2021</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>CEO - See Remarks / See Remarks</u>  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
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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)
			Code	V	Amount	(A) or (D)	Price			
Class A common stock, par value \$0.01	12/13/2021		A <sup>(1)</sup>		57,394	A	\$0	193,749	D	
Class A common stock, par value \$0.01	12/13/2021		A <sup>(1)</sup>		30,454	A	\$0	224,203	D	
Class A common stock, par value \$0.01								591,371	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
Class A common stock, par value \$0.01								476,261	I	By Austin Singleton Irrevocable Trust, Dated December 30, 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. 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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
						(A) (D)			Title Amount or Number of Shares				

1. Name and Address of Reporting Person* <u>Singleton Philip Austin Jr.</u>  (Last) (First) (Middle) <u>6275 LANIER ISLANDS PARKWAY</u>  (Street) <u>BUFORD</u> <u>GA</u> <u>30518</u>  (City) (State) (Zip)	1. Name and Address of Reporting Person*
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<a href="#">Auburn OWMH, LLLP</a>		
(Last)	(First)	(Middle)
<a href="#">6275 LANIER ISLANDS PARKWAY</a>		
(Street)		
<a href="#">BUFORD</a>	<a href="#">GA</a>	<a href="#">30518</a>
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Singleton Asset Management, LLC</a>		
(Last)	(First)	(Middle)
<a href="#">6275 LANIER ISLANDS PARKWAY</a>		
(Street)		
<a href="#">BUFORD</a>	<a href="#">GA</a>	<a href="#">30518</a>
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Singleton Michelle</a>		
(Last)	(First)	(Middle)
<a href="#">6275 LANIER ISLANDS PARKWAY</a>		
(Street)		
<a href="#">BUFORD</a>	<a href="#">GA</a>	<a href="#">30518</a>
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Philip Singleton Irrevocable Trust, dated December 24, 2015</a>		
(Last)	(First)	(Middle)
<a href="#">6275 LANIER ISLANDS PARKWAY</a>		
(Street)		
<a href="#">BUFORD</a>	<a href="#">GA</a>	<a href="#">30518</a>
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Austin Singleton Irrevocable Trust, dated December 30, 2015</a>		
(Last)	(First)	(Middle)
<a href="#">6275 LANIER ISLANDS PARKWAY</a>		
(Street)		
<a href="#">BUFORD</a>	<a href="#">GA</a>	<a href="#">30518</a>
(City) (State) (Zip)		

Explanation of Responses:

1. Award of restricted stock units pursuant to the OneWater Marine Inc. 2020 Omnibus Incentive Plan that were previously subject to performance-based criteria. The award vests in three equal installments on October 1, 2022, October 1, 2023 and October 1, 2024, subject to continued employment through the applicable vesting date.

Remarks:

Member of 10% ownership group

[/s/ Jack Ezzell, Authorized Signatory for Phillip Austin Singleton, Jr.](#) [12/15/2021](#)  
[/s/ Jack Ezzell, as Attorney-in-Fact for Michelle Singleton, as Manager of Singleton Asset Management, LLC, in its capacity as general partner of Auburn OWMH, LLLP](#) [12/15/2021](#)  
[/s/ Jack Ezzell, as Attorney-in-](#) [12/15/2021](#)

<a href="#"><u>Fact for Michelle Singleton, as Manager of Singleton Asset Management, LLC</u></a>	
<a href="#"><u>/s/ Jack Ezzell, as Attorney-in- Fact for Michelle Singleton</u></a>	<a href="#"><u>12/15/2021</u></a>
<a href="#"><u>/s/ Jack Ezzell, Attorney-in- Fact for Scott Beville, as Co- Trustee of Philip Singleton</u></a>	<a href="#"><u>12/15/2021</u></a>
<a href="#"><u>Irrevocable Trust, dated December 24, 2015</u></a>	
<a href="#"><u>/s/ Jack Ezzell, Attorney-in- Fact for Scott Beville, as Co- Trustee of Austin Singleton</u></a>	<a href="#"><u>12/15/2021</u></a>
<a href="#"><u>Irrevocable Trust, dated December 30, 2015</u></a>	
** 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.**