SEC Form 4

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

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 [*] AISQUITH ANTHONY M			2. Issuer Name and Ticker or Trading Symbol OneWater Marine Inc. [ONEW]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 6275 LANIEF	(First) R ISLANDS PAI	(Middle) RKWAY	3. Date of Earliest Transaction (Month/Day/Year) 09/22/2020	X Officer (give title Other (specify below) below) President and COO				
(Street) BUFORD	GA	30518	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)		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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Class B common stock, par value \$0.01	09/22/2020		C ⁽²⁾		150,000	D	(1)(2)	693,423	D	
Class A common stock, par value \$0.01	09/22/2020		C ⁽²⁾		150,000	A	(1)(2)	169,333	D	
Class A common stock, par value \$0.01	09/22/2020		S		150,000	D	\$19	19,333	D	

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

			10		•	•		<u> </u>			,				
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	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		Transaction(s) (Instr. 4)		
One Water Marine Holdings, LLC common unit	(1)	09/22/2020		C ⁽²⁾			150,000	(1)	(1)	Class A common stock, par value \$0.01	150,000	\$0	693,423	D	

Explanation of Responses:

 At the request of the holder, each Common Unit of One Water Marine Holdings, LLC ("OneWater LLC") may be coupled with a share of Class B common stock and redeemed for, at the Issuer's election and subject to certain restrictions in the Fourth Amended and Restated Limited Liability Company Agreement of OneWater LLC (the "OneWater LLC Agreement"), newly-issued shares of Class A common stock of OneWater Marine Inc. on a one-for-one basis or for a cash payment to be determined pursuant to the OneWater LLC Agreement for each Common Unit redeemed. The Common Units do not expire.
 Pursuant to the OneWater LLC Agreement, the shares of the Issuer's Class B common stock were cancelled for no consideration on a one-for-one basis upon the redemption by the Reporting Person of OneWater

2. Pursuant to the OneWater LLC Agreement, the shares of the Issuer's Class B common stock were cancelled for no consideration on a one-for-one basis upon the redemption by the Reporting Person of OneWater LLC common units, together with a corresponding number of shares of Class B common stock, for shares of the Issuer's Class A common stock.

<u>/s/ Jack Ezzell as Attorney-in-</u> Fact	09/23/2020
** 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.