

AMERCO /NV/
Form 424B5
January 17, 2014

Filed Pursuant to Rule 424(b)(5)

Registration Statement No. 333-193427

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price Per Security	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee (1)(2)
Fixed Rate Secured Notes Series UIC-01B	\$1,199,800	100%	\$1,199,800	\$0
Fixed Rate Secured Notes Series UIC-02B	\$234,100	100%	\$234,100	\$0
Total	\$1,433,900		\$1,433,900	\$0

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933, as amended (the "Securities Act").

(2) Pursuant to Rule 415(a)(6) under the Securities Act, the registrant carried forward \$248,068,500 of unsold securities that had been previously registered on its registration statement on Form S-3 (file no. 333-169832), and \$17,687 in associated filing fees previously paid by the registrant in connection therewith, to its registration statement on Form S-3 (file no. 333-193427), and used \$12,852,900 of such unsold securities and \$1,655 of such previously paid filing fees in connection with an offering of Fixed Rate Secured Notes Series UIC-08B, 09B, 10B and 11B pursuant to a prospectus supplement dated the date hereof. Therefore, pursuant to Rule 415(a)(6), no additional fee is paid hereby with respect to the securities offered hereunder. After giving effect to this offering, \$233,781,700 of unsold securities and \$15,847 of associated filing fees previously paid by the registrant remain available under the registration statement on Form S-3 (file no. 333-193427) before any filing fee is required to be paid.

Prospectus Supplement to Prospectus dated January 17, 2014

Up to \$1,433,900

Fixed Rate Secured Notes Series UIC-01B and 02B

AMERCO is offering up to \$1,433,900 aggregate principal amount of its Fixed Rate Secured Notes Series UIC-01B and 02B (the “notes”). The notes will be issued over a period of time and from time to time, in up to two separate series, with each series having one or more separate sub-series, bearing a unique interest rate and term as provided herein. As notes are offered, prospective investors shall have the opportunity to select the series and sub-series of notes for which such prospective investor is subscribing. The notes are fully amortizing. Principal and interest on the notes will be credited to each holder’s U-Haul Investors Club® account in arrears every three months, as provided herein.

Notes issued under Series UIC-01B shall be for a term of three years, shall bear interest at 3.75% per annum, and shall be limited in aggregate principal amount to \$1,199,800. Notes issued under Series UIC-02B shall be for a term of two years, shall bear interest at 3.0% per annum, and shall be limited in aggregate principal amount to \$234,100.

In all cases subject to collateral substitutions as provided herein, the notes issued under Series UIC-01B are secured by a first-priority lien on a pool of U-Haul appliance dollies (the “Appliance Dollies”) and the notes issued under Series UIC-02B are secured by a first priority lien on a pool of U-Haul utility dollies (the “Utility Dollies” and together with the Appliance Dollies, the “Initial Collateral”)

For each \$100 invested with us in the notes under Series UIC-01B, we will pledge to the trustee, for the benefit of the noteholders, one Appliance Dolly. For each \$45 invested with us in the notes under Series UIC-02B, we will pledge to the trustee, for the benefit of the noteholders, one Utility Dolly.

No underwriter or other third-party has been engaged to facilitate the sale of the notes in this offering.

The notes are not savings accounts, deposit accounts or money market funds. The notes are not guaranteed or insured by the Federal Deposit Insurance Corporation, the Federal Reserve or any other governmental agency.

See “Risk Factors” beginning on page S-7 of this prospectus supplement to read about important facts you should consider before buying the notes.

Neither the Securities and Exchange Commission nor any other regulatory body has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus supplement or the accompanying prospectus. Any representation to the contrary is a criminal offense.

	Per Note Total	
Offering Price	100%	\$1,433,900
Proceeds to AMERCO (before expenses)	100%	\$1,433,900

The notes are being issued in uncertificated book-entry form only, and will not be listed on any securities exchange.

Prospectus Supplement dated January 17, 2014.

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ABOUT THIS PROSPECTUS SUPPLEMENT

This document is in two parts. The first part is the prospectus supplement, which contains the terms of this offering of notes. The second part, the accompanying prospectus dated January 17, 2014, gives more general information, some of which may not apply to this offering.

We have not authorized anyone to provide any information or to make any representations other than those contained or incorporated by reference in this prospectus supplement, the accompanying prospectus or in any free writing prospectuses that AMERCO may prepare. We take no responsibility for, and can provide no assurance as to the reliability of, any other information that others may give you. This prospectus supplement and the accompanying prospectus is an offer to invite subscriptions to purchase notes, but only under circumstances and in jurisdictions where it is lawful to do so. The information contained in this prospectus supplement and the accompanying prospectus is current only as of the respective dates of such documents.

If there is any inconsistency between the information in this prospectus supplement and the accompanying prospectus, you should rely on the information in this prospectus supplement.

WHERE YOU CAN FIND MORE INFORMATION

AMERCO is subject to the informational requirements of the Securities and Exchange Act of 1934, as amended (the “Exchange Act”), and in accordance therewith files reports, proxy statements and other information with the Securities and Exchange Commission (the “SEC”). AMERCO’s filings are available to the public over the Internet at the SEC’s website at <http://www.sec.gov>, as well as at AMERCO’s website, <http://www.amerco.com>. You may also read and copy, at prescribed rates, any document AMERCO files with the SEC at the Public Reference Room of the Securities and Exchange Commission located at 100 F Street, N.E., Washington, D.C. 20549. Please call the SEC at 1-800-732-0330 for further information on the SEC’s Public Reference Room.

In this prospectus supplement, as permitted by law, we “incorporate by reference” information from other documents that AMERCO files with the SEC. This means that we can disclose important information to you by referring you to those documents. The information incorporated by reference is considered to be a part of this prospectus supplement and should be read with the same care. When AMERCO updates the information contained in documents that have been incorporated by reference by making future filings with the SEC, the information incorporated by reference in this prospectus supplement is considered to be automatically updated and superseded. In other words, in case of a conflict or inconsistency between information contained in this prospectus supplement and information incorporated by reference into this prospectus supplement, you should rely on the information contained in the document that was filed later.

We incorporate by reference in this prospectus supplement the documents listed below:

- our Annual Report on Form 10-K for the fiscal year ended March 31, 2013;
- our Quarterly Reports on Form 10-Q for the fiscal quarters ended June 30, 2013 and September 30, 2013;
- those portions of our definitive proxy statement on Schedule 14A dated July 17, 2013, incorporated by reference in our Annual Report on Form 10-K for the year ended March 31, 2013;
- our current reports on Form 8-K filed on May 30, 2013, September 3, 2013, September 5, 2013, October 4, 2013, November 26, 2013 and December 6, 2013; and
- all documents filed by us under Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act until this offering is completed.

Unless expressly incorporated by reference, nothing in this prospectus shall be deemed to incorporate by reference information furnished, but not filed, with the SEC.

Other than any documents expressly incorporated by reference, the information on our website and any other website that is referred to in this prospectus supplement is not part of this prospectus supplement.

You may obtain any of the documents incorporated by reference in this prospectus supplement from the SEC through the SEC's website at the address provided above. You also may request a copy of any document incorporated by reference in this prospectus supplement (excluding any exhibits to those documents, unless the exhibit is specifically incorporated by reference in this document), at no cost. Requests should be directed to AMERCO, Corporate Secretary, c/o U-Haul International, Inc., 2727 N. Central Avenue, Phoenix, AZ 85004, telephone (602) 263-6788.

We own the registered trademarks or service marks "U-Haul®", "AMERCO®", "In-Town®", "eMove®", "C.A.R.D.®", "Safemove®", "WebSelfStorage®", "webselfstorage.com(SM)", "uhaul.com®", "Lowest Decks(SM)", "Gentle Ride Suspension(SM)", "Mom's Attic®", "U-Box®", "Moving Help®", "Safestor®", "U-Haul Investors Club™", "uhaulinvestorsclub.com(SM)", "U-Note™", among others, for use in connection with the moving and storage business. This prospectus supplement also includes product name and other trade names and service marks owned by AMERCO or its affiliates.

NOTE REGARDING FORWARD-LOOKING STATEMENTS

This prospectus supplement contains "forward-looking statements" regarding future events and our future results of operations. AMERCO may make additional written or oral forward-looking statements from time to time in filings with the SEC or otherwise. We believe such forward-looking statements are within the meaning of the safe-harbor provisions of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Exchange Act. Such statements may include, but are not limited to, projections of revenues, earnings or loss, estimates of capital expenditures, plans for future operations, products or services, financing needs and plans; our perceptions of our legal positions and anticipated outcomes of government investigations and pending litigation against us, liquidity, goals and strategies, plans for new business, storage occupancy, growth rate assumptions, pricing, costs, and access to capital and leasing markets as well as assumptions relating to the foregoing. The words "believe," "expect," "anticipate," "estimate," "project" and similar expressions identify forward-looking statements, which speak only as of the date the statement was made.

Forward-looking statements are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified. Factors that could significantly affect results include, without limitation: the risks enumerated in the “Risk Factors” section beginning on page S-7 of this prospectus supplement, as well as the following: our ability to operate pursuant to the terms of our credit facilities; our ability to maintain contracts that are critical to our operations; the costs and availability of financing; our ability to execute our business plan; our ability to attract, motivate and retain key employees; general economic conditions; fluctuations in our costs to maintain and update our fleet and facilities; our ability to refinance our debt; changes in government regulations, particularly environmental regulations; our credit ratings; the availability of credit; changes in demand for our products; changes in the general domestic economy; the degree and nature of our competition; the resolution of pending litigation against us; changes in accounting standards and other factors described in our most recent Annual Report on Form 10-K or the other documents we file with the SEC. The above factors, as well as other statements in this prospectus supplement or in the incorporated documents, could contribute to or cause such risks or uncertainties, or could cause our performance to fluctuate dramatically. Consequently, forward-looking statements should not be regarded as representations or warranties by us that such matters will be realized and readers are cautioned not to place undue reliance on them. We assume no obligation to update or revise any forward-looking statements, whether in response to new information, unforeseen events, changed circumstances or otherwise.

You should carefully consider the trends, risks and uncertainties described in the “Risk Factors” section beginning on page S-7 of this prospectus supplement and other information in this prospectus supplement and reports filed with the SEC before making any investment decision with respect to the notes. If any of these trends, risks or uncertainties actually occurs or continues, our business, financial condition or operating results could be materially adversely affected. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by this cautionary statement.

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PROSPECTUS SUPPLEMENT SUMMARY

This summary highlights selected information contained elsewhere or incorporated by reference in this prospectus supplement and may not contain all the information that you need to consider in making your investment decision with respect to the notes. You should carefully read this entire prospectus supplement, and the accompanying prospectus, as well as the information incorporated by reference herein, before deciding whether to invest. You should pay special attention to the “Risk Factors” section beginning on page S-7 of this prospectus supplement to determine whether an investment in the notes is appropriate for you.

About AMERCO and U-Haul

AMERCO, a Nevada corporation (“AMERCO”), is the holding company for U-Haul International, Inc. (“U-Haul”), Amerco Real Estate Company (“Real Estate”), Repwest Insurance Company (“Repwest”) and Oxford Life Insurance Company (“Oxford”). Unless otherwise indicated or unless the context requires otherwise, all references in this prospectus supplement to “we”, “us”, “our” or the “Company” mean AMERCO and its subsidiaries; and all references in this prospectus supplement to “AMERCO” mean AMERCO only, excluding its subsidiaries.

Through U-Haul, we believe that we are North America’s largest and most comprehensive “do-it-yourself” moving and storage operator. Our primary focus is to provide our customers with a wide selection of moving rental equipment, convenient self-storage rental facilities and related moving and self-storage products and services. We are able to expand our distribution and improve customer service by increasing the amount of moving equipment and storage rooms and portable storage boxes available for rent, expanding the number of independent dealers in our network and expanding and taking advantage of our growing eMove® capabilities, an online marketplace that connects consumers to independent Moving Help™ service providers and independent self-storage facilities.

As of March 31, 2013, the U-Haul system included approximately 1,490 owned and managed retail moving centers and approximately 16,400 independent dealer locations. U-Haul is a leader in supplying products and services to help people move and store their household and commercial goods.

Each of the owned and managed retail moving centers and the independent dealer locations rent distinctive orange and white U-Haul trucks and trailers. The owned and managed retail moving centers typically also offer self-storage rooms to customers, and U-Haul has thousands of independent storage affiliates. Many of the locations also sell U-Haul brand boxes, tape and other moving and self-storage products and services to moving and storage customers, and U-Haul sells similar products and services to such customers through its website, <http://www.uhaul.com>.

In addition, customers are offered moving and storage protection packages such as SafeMove™ and SafeTow™, providing moving and towing customers with a collision damage waiver, cargo protection and medical and life coverage. For customers who desire additional coverage over and above the standard SafeMove™ protection, U-Haul also offers its SafeMove Plus™ product. This package provides the rental customer with a layer of primary liability protection. The current provider of SafeMove™ and SafeMove Plus™ coverage is Repwest.

We believe that U-Haul is the most convenient supplier of products and services addressing the needs of the United States and Canadian “do-it-yourself” moving and storage market. The U-Haul system’s broad geographic coverage throughout the United States and Canada and the extensive selection of U-Haul brand moving equipment rentals, self-storage rooms and portable storage boxes and related moving and storage products and services provide U-Haul customers with convenient “one-stop” shopping. As of March 31, 2013, the U-Haul rental fleet consisted of approximately 112,000 trucks and vans, 90,000 trailers and 34,000 tow devices.

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Prior and subsequent to this offering of notes, AMERCO is issuing additional series of collateralized notes through the U-Haul Investors Club. Additionally, AMERCO intends to offer further series of notes, in the future, through the U-Haul Investors Club.

AMERCO is a publicly traded Nevada corporation. AMERCO's common stock is listed on the NASDAQ Global Select Market under the symbol "UHAL". AMERCO's principal executive offices are located at 1325 Airmotive Way, Suite 100, Reno, Nevada 89502-3239. Its website address is <http://www.amerco.com>.

You can get more information regarding our business by reading our Annual Report on Form 10-K for the fiscal year ended March 31, 2013 and the other reports and information that AMERCO files with the SEC. See "Where You Can Find More Information" on page S-i of this prospectus supplement.

The Offering

The following summary describes the principal terms of the notes and the U-Haul Investors Club. Certain of the terms and conditions below are subject to important limitations and exceptions. For a more detailed description of the terms and conditions of the notes and the U-Haul Investors Club, see "Description of the Notes" beginning on page S-17 of this prospectus supplement and "U-Haul Investors Club" beginning on page S-28 of this prospectus supplement.

Issuer AMERCO.

Notes Offered; Notes Issued in Sub-Series Up to \$1,433,900 aggregate principal amount of Fixed Rate Secured Notes Series UIC-01B and 02B (the "notes"). The notes will be issued from time to time in up to two separate series, with each series having one or more separate sub-series, bearing a unique interest rate and term as provided herein. As notes are offered, prospective investors shall have the opportunity to select the series and sub-series of notes for which such prospective investor is subscribing.

Notes issued under Series UIC-01B shall be limited in aggregate principal amount to \$1,199,800. Notes issued under Series UIC-02B shall be limited in aggregate principal amount to \$234,100.

Issue Date Notes will be issued within five business days following our receipt and acceptance of investor subscriptions with respect to any sub-series of the notes in the aggregate principal amount of up to \$1,000 for such sub-series, or at such other time as AMERCO determines in its sole discretion. Interest on issued notes shall commence to accrue on the issue date.

Interest Rate and term The interest rate and term for the notes are as follows:

- Series UIC-01B, 3.75%, 3-year term
- Series UIC-02B, 3.0%, 2-year term

Minimum Investment \$100.

Principal and Interest Payment Date; Credited to Holders' U-Haul Investors Club Account

The notes are fully amortizing. Principal and interest on the notes will be credited to each holder's U-Haul Investors Club account in arrears on each payment date, which is every three months, through the maturity date. With respect to notes issued under Series UIC-1B and UIC-2B, principal and interest payments shall be credited to each holder thereof commencing three months from the issue date of the applicable subseries. Principal and interest will be credited to the U-Haul Investors Club accounts of the holders who own the notes as of each applicable record date.

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Record Date The record date is the first day of the month preceding the related due date for the crediting of principal and interest on the notes.

The notes issued under Series UIC-01B are secured by a first-priority lien on a pool of U-Haul appliance dollies (the “Appliance Dollies”). For each \$100 invested with us in the notes under Series UIC-01B, we will pledge to the trustee, for the benefit of the noteholders, one Appliance Dolly.

Initial Collateral The notes issued under Series UIC-02B are secured by a first priority lien on a pool of U-Haul utility dollies (the “Utility Dollies”). For each \$45 invested with us in the notes under Series UIC-02B, we will pledge to the trustee, for the benefit of the noteholders, one Utility Dolly.

The Appliance Dollies and Utility Dollies are legally owned by U-Haul Leasing & Sales co., a Nevada corporation and indirect subsidiary of AMERCO. The Initial Collateral is utilized in the operations of the U-Haul system, in which U-Haul rental equipment and self-storage units are rented to customers in the ordinary course of business. No appraisal of the Initial Collateral has been or will be prepared by us or on our behalf in connection with this offering.

Substitution of Collateral AMERCO has the right, in its sole discretion, to substitute or to cause any third party or affiliate to substitute any assets (the “Replacement Collateral”) for all or part of the Collateral that from time to time secures the notes or any sub-series thereof, including the Initial Collateral and any Replacement Collateral (the “Collateral”), provided that the value of the Replacement Collateral is at least 100% of the value of the Collateral that is released at the time of substitution (the “Released Collateral”). In connection with any substitution of Collateral, the value of the Replacement Collateral and the Released Collateral is determinable by AMERCO in its sole discretion, and no appraisal will be prepared by us or on our behalf in this regard. AMERCO is permitted to make an unlimited number Collateral substitutions.

The value of the Collateral at any time will depend on market and other economic conditions, including the availability of suitable buyers for the Collateral.

Ranking The notes are secured in the Collateral and will rank equally among themselves.

No Subsidiary Guarantees The notes are not guaranteed by any subsidiary of AMERCO, and therefore will be effectively structurally subordinated to all of the existing and future claims of creditors of each of AMERCO’s subsidiaries, including U-Haul.

Covenants The notes are being issued under a base indenture (“base indenture”) between AMERCO and U.S. Bank National Association, as trustee (the “trustee”), an indenture supplement (“indenture supplement”) between AMERCO and the trustee, and a pledge and security agreement (“security agreement”, and together with the base indenture, the indenture supplement, and any other instruments and documents executed and delivered pursuant to the foregoing documents, as the same may be amended, supplemented or otherwise modified from time to time, the “financing documents”) among AMERCO, the trustee and Owner. The financing documents contain certain covenants for the benefit of the holders. These covenants consist

of:

- maintenance of a first-priority lien on the Collateral; and
- prohibition of additional liens on the Collateral.

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Optional Redemption	Under the terms of the financing documents, the notes or any sub-series thereof may be redeemed by AMERCO in its sole discretion at any time, in whole or in part on a pro rata basis, without penalty, premium or fee, at a price equal to 100% of the principal amount then outstanding, plus accrued and unpaid interest, if any, through the date of redemption.
Use of Proceeds	AMERCO intends to use the net proceeds from this offering to reimburse its subsidiaries and affiliates for the cost of production and operation of the Collateral and for other general corporate purposes.
Listing	The notes will not be listed on any national securities exchange.
Rating	The notes will not be rated by any statistical rating organization.
U-Haul Investors Club	Through this offering, AM