MCGRATH RENTCORP

Form 4

Common

Common

Common

11/19/2013

Stock

Stock

Stock

November 19, 2013

FORM	ПД					OIVID AI	PPROVAL		
	UNITED	STATES SE		RITIES AND EXCHANGE Cashington, D.C. 20549	COMMISSION	OMB Number:	3235-0287		
Check the if no lon	ger			Expires:	January 31, 2005				
subject to Section 1 Form 4 of	51A1E 16.	MENT OF C	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES			Estimated average burden hours per response 0.			
Form 5 obligation may con See Instruction 1(b).	ons tinue. Section 17	(a) of the Pub	olic U	16(a) of the Securities Exchang Jtility Holding Company Act of nvestment Company Act of 194	f 1935 or Section	1			
(Print or Type	Responses)								
1. Name and Address of Reporting Person * Whitney David M			. Issue mbol	er Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
		M	CGR	RATH RENTCORP [MGRC]	(Check	k all applicable	<i>i)</i>		
(Last)	(First)	(Middle) 3.]	Date o	of Earliest Transaction	(Cilcei	an application	~)		
5700 LAS POSITAS ROAD				(Day/Year) 2013	Director 10% Owner Officer (give title Other (specify below) VP, Controller, PAO				
	(Street)	4.]	If Am	nendment, Date Original	6. Individual or Joint/Group Filing(Check				
LIVERMO	RE, CA 94551	Fil	ed(Mo	onth/Day/Year)	Applicable Line) _X_ Form filed by O Form filed by M Person				
(City)	(State)	(Zip)	Tab	ble I - Non-Derivative Securities Acq		, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)		te, if	3. 4. Securities Acquired (A Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

Code V Amount (D)

6,975

(1)(2)

D

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

S

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 control

(Instr. 3 and 4)

I

I

D

2,794

12,252

5,914

Price

37.2911

By KSOP

Spouses

KSOP

Edgar Filing: MCGRATH RENTCORP - Form 4

number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacroisdoic	Dute		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
Whitney David M			VP,			
5700 LAS POSITAS ROAD			Controller,			
LIVERMORE CA 94551			PAO			

Signatures

Randle Rose, POA for David
Whitney

11/19/2013

**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).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.19 to \$37.35, inclusive. The reporting person undertakes to provide to McGrath RentCorp, any security holder of McGrath RentCorp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
- (2) Sale of net settled shares reported on prior filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2