

Skenesky John P
 Form 3
 December 07, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Skenesky John P
 (Last) (First) (Middle)

5700 LAS POSITAS ROAD

(Street)

LIVERMORE,Â CAÂ 94551

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 11/28/2011

3. Issuer Name and Ticker or Trading Symbol
 MCGRATH RENTCORP [MGRC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 ___ Officer ___ Other
 (give title below) (specify below)
 VP and Division Manager

5. If Amendment, Date 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 Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Stock option	01/20/2007	01/20/2016	Common Stock	15,000	\$ 29.56	D	Â
Stock Option	02/26/2008	02/26/2014	Common Stock	16,000	\$ 31.14	D	Â
Stock Option	02/25/2009	02/25/2015	Common Stock	9,600	\$ 20.71	D	Â
Stock Option	02/27/2010	02/27/2016	Common Stock	12,500	\$ 15.62	D	Â
Stock Appreciation Right	02/26/2011	02/26/2017	Common Stock	7,000	\$ 23.92	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(2)</u>		02/25/2018	Common Stock	3,600	\$ 0	D	Â
Restricted Stock Units <u>(1)</u> Â <u>(2)</u>		02/26/2017	Common Stock	2,000	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Skenesky John P 5700 LAS POSITAS ROAD LIVERMORE, CA 94551	Â	Â	Â VP and Division Manager	Â

Signatures

Randle F. Rose, POA for John P.
Skenesky

12/07/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) The RSUs are subject to a performance based vesting component at the end of a three-year performance period.

(2) The RSUs vest 60% at the end of the three-year performance period if the performance goal is satisfied; then 20% vests each anniversary thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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