

ROSE RANDLE F  
Form 4  
December 09, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN 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 \*  
ROSE RANDLE F

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
5700 LAS POSITAS ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
12/07/2010

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
SVP and CAO

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LIVERMORE, CA 94551

(City) (State) (Zip)

**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 (D) Price			
Common Stock					5,072	I	ESOP
Common Stock	12/07/2010		M	15,985 A \$ 20.71	18,985	D	
Common Stock	12/07/2010		M	1,400 A \$ 15.62	20,385	D	
Common Stock	12/07/2010		S	17,385 (1) D \$ 28.1519	3,000	D	
Common Stock	12/08/2010		M	8,523 A \$ 22.175	11,523	D	

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Common Stock	12/08/2010	M	3,815	A	\$ 20.71	15,338	D
Common Stock	12/08/2010	S	<u>12,338</u> (2)	D	\$ 28.1314	3,000	D
Common Stock	12/09/2010	M	1,100	A	\$ 22.175	4,100	D
Common Stock	12/09/2010	S	<u>1,100</u> (3)	D	\$ 28.0345	3,000	D

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

**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 number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 20.71	12/07/2010		M	15,985	02/25/2009	02/25/2015	Common Stock	15,985
Stock Option	\$ 15.62	12/07/2010		M	1,400	02/27/2010	02/27/2016	Common Stock	1,400
Officer Right to Buy	\$ 22.175	12/08/2010		M	8,523	01/14/2006	01/14/2015	Common Stock	8,523
Stock Option	\$ 20.71	12/08/2010		M	3,815	02/25/2009	02/25/2015	Common Stock	3,815
Officer Right to Buy	\$ 22.175	12/09/2010		M	1,100	01/14/2006	01/14/2015	Common Stock	1,100

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

