Edgar Filing: MCGRATH RENTCORP - Form 4

MCGRATH	RENTCORP											
Form 4												
March 02, 2	016											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB Number:	3235-0287			
Check th	nis box		vv as	hington, D.C. 20549						January 31,		
if no long		/IENT O	F CHAN	GES IN BENEFICIAL OWNERSHIP				NERSHIP OF	Expires:	2005		
subject to Section 1	0			SECURITIES					Estimated average burden hours per			
Form 4 c									response 0.5			
Form 5	Filed put	suant to	Section 1	6(a) of the	Securiti	ies E	xchang	e Act of 1934,				
obligatio may con				•	•	- ·		f 1935 or Sectio	n			
See Instr		30(h)	of the In	vestment	Company	y Act	t of 194	40				
1(b).												
(Print or Type]	Responses)											
	•											
	Address of Reporting	Person [*]	2. Issuer	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to				
PRATT KEITH E Symbol							Issuer					
			MCGRA	ATH REN	TCORP	[MC	GRC]	(Chec	k all applicable	e)		
(Last)	(First) (Middle)	3. Date of	Earliest Tra	insaction			× ×		,		
5700 I A C I			(Month/D	-				Director Officer (give		6 Owner er (specify		
5700 LAS POSITAS ROAD			02/29/20	02/29/2016					below) below)			
								Sr	VP and CFO			
	(Street)			ndment, Dat	-			6. Individual or Jo	oint/Group Filin	ng(Check		
			Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by (One Reporting Pe	erson		
LIVERMO	RE, CA 94551								Iore than One Re			
(City)	(State)	(Zip)	Tahl	a I. Man D		2000-0	tion A or	uired, Disposed of	f or Donoficial	lly Owned		
1 Tide -f	2 Turner stire Det	- 24 D								-		
1.Title of Security	2. Transaction Date 2A. De (Month/Day/Year) Execut		emed 3. 4. Securities Acquired ton Date, if Transaction(A) or Disposed of						6. Ownership Form: Direct			
(Instr. 3)		any	Code (D)					Beneficially	(D) or	Beneficial		
		/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)				5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)			
								Reported	(111501. 4)	(1150.4)		
						(A) or		Transaction(s)				
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common	02/29/2016			М	2,368	А	\$0	33,730	D			
Stock					(2)		÷ 0					
Common Stock	02/29/2016			F	882	D	\$ 24.6	32,848	D			

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

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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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A Disposed of (Instr. 3, 4, 4)	A) or f (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and . Underlying S (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 24.6	02/29/2016		А	78,400		03/01/2017(1)	03/01/2023	Common Stock
Restricted Stock Units	\$ 0	02/29/2016		М		2,368	(3)	02/25/2018	Common Stock
Restricted Stock Units	\$ 0	02/29/2016		J <u>(4)</u>	(6,100	(5)	02/25/2020	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Plane / Planess	Director	10% Owner	Officer	Other				
PRATT KEITH E 5700 LAS POSITAS ROAD LIVERMORE, CA 94551			Sr VP and CFO					
Signatures								
Randle Rose, POA for Keith Pratt	()3/02/2016						

Date

**Signature of Reporting Person

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).
- (1) 20% vests on first anniversary of grant date; 5% vests each anniversary quarter thereafter.
- (2) Shares acquired upon vesting of performance based RSUs. Each vested RSU converts into 188% of one share of McGrath RentCorp common stock.

The RSUs vest 60% at the end of the three-year performance period if the performance goal is satisfied; then 20% vests each anniversary(3) thereafter. The conversion price of the RSUs was based on the closing price of McGrath RentCorp common stock on February 29, 2016 and therefore such date is determined to be the date exercisable.

- (4) Forfeiture of performance based RSUs awarded on 2/25/2013.
- (5) The RSUs are subject to a performance based vesting component at the end of a three-year performance period.

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.