Edgar Filing: MCGRATH RENTCORP - Form 4

MCGRATH RE Form 4	ENTCORP										
March 06, 2017	,										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL		
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						N OMB Number:	3235-0287			
Check this be if no longer subject to Section 16. Form 4 or Form 5	STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 average urs per . 0.5		
obligations may continue <i>See</i> Instruction 1(b).	e. Section 17(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 Resp	oonses)										
1. Name and Address of Reporting Person <u>*</u> DAWSON WILLIAM J			2. Issuer Name and Ticker or Trading Symbol MCGRATH RENTCORP [MGRC]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)					(Che	eck all applicabl	e)		
5700 LAS POS	3. Date of Earliest Transaction (Month/Day/Year) 03/02/2017				Director 10% Owner Officer (give title Other (specify below)						
(Street)			4. 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 					
LIVERMORE,	CA 94551						Person	More than One R	leporting		
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficia	ally Owned		
	Fransaction Date onth/Day/Year)	nsaction Date 2A. Deem h/Day/Year) Execution any (Month/D		Date, if TransactionA Code D		(A) or of (D) and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)				
Reminder: Report	on a separate line	e for each cla	ass of sec	urities bene	ficially own	ned directly of	or indirectly.				
					inform requir	nation cont ed to respo ys a currei	pond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount c
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

	Derivative Security			(D)	Disposed of D) Instr. 3, 4,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Restricted Stock Units	\$ 0	03/02/2017	А		3,200		04/01/2018 <u>(1)</u>	03/02/2024	Common Stock	3,200

Reporting Owners

Signatures

Randle Rose, POA for William Dawson

**Signature of Reporting Person

03/06/2017 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).
- (1) The restricted stock units vest 100% on April 1, 2018.

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.