

PRATT KEITH E  
Form 4  
March 04, 2019

**FORM 4**

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

OMB APPROVAL

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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 \*  
PRATT KEITH E

(Last) (First) (Middle)

5700 LAS POSITAS ROAD

(Street)

LIVERMORE, CA 94551

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive VP and CFO

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 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	(A) or (D)	Price
Common Stock	02/28/2019		M		960	A	\$ 32.64
Common Stock	02/28/2019		M		1,300	A	\$ 31.99
Common Stock	02/28/2019		M		3,920	A	\$ 24.6
Common Stock	02/28/2019		M		6,200	A	\$ 34.57
Common Stock	02/28/2019		F		2,965	D	\$ 60.29

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Common Stock	02/28/2019	D	6,366	D	\$ 60.29	28,431	D
Common Stock	03/01/2019	M	880 <sup>(3)</sup>	A	\$ 0	29,311	D
Common Stock	03/01/2019	F	368	D	\$ 59.65	28,943	D
Common Stock	03/04/2019	S	3,049 <sup>(4)</sup>	D	\$ 60.0349	25,894	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.**

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(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 Underlying Security (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
Restricted Stock Units	\$ 0	02/28/2019		A	3,680	02/28/2020 <sup>(1)</sup> 02/28/2026	Common Stock
Restricted Stock Units	\$ 0	02/28/2019		A	3,680	<sup>(2)</sup> 02/28/2026	Common Stock
Stock Appreciation Right	\$ 32.64	02/28/2019		M	960	03/03/2015 03/03/2021	Common Stock
Stock Appreciation Right	\$ 31.99	02/28/2019		M	1,300	03/02/2016 03/02/2022	Common Stock
Stock Appreciation Right	\$ 24.6	02/28/2019		M	3,920	03/01/2017 03/01/2023	Common Stock
Stock Appreciation Right	\$ 34.57	02/28/2019		M	6,200	03/02/2018 03/02/2024	Common Stock
	\$ 0	03/01/2019		M	880	03/01/2019 03/01/2025	

