

Valenta Ronald  
Form 4  
February 23, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
Valenta Ronald

(Last) (First) (Middle)

39 EAST UNION STREET

(Street)

PASADENA, CA 91103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
General Finance CORP [GFN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/23/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Director & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/23/2012		P		200	A	\$ 2.64	4,391,417	I	Purchase for Minor Child C's Account
Common Stock	02/23/2012		P		150	A	\$ 2.64	4,391,567	I	Purchase for Minor Child C's Account
Common Stock	02/23/2012		P		100	A	\$ 2.75	4,391,667	I	Purchase for Minor Child C's Account

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Common Stock	02/23/2012	P	1,000	A	\$ 2.75	4,392,667	I	Purchase for Minor Child B's Account
Common Stock	02/23/2012	P	2,200	A	\$ 2.71	4,394,867	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	300	A	\$ 2.69	4,395,167	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	2,315	A	\$ 2.7	4,397,482	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	185	A	\$ 2.64	4,397,667	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	100	A	\$ 2.63	4,397,767	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	2,500	A	\$ 2.7	4,400,267	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	1,900	A	\$ 2.64	4,402,167	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	2,500	A	\$ 2.75	4,404,667	I	Purchase for Minor Child A's Account
Common Stock	02/23/2012	P	3,000	A	\$ 2.75	4,407,667	I	Purchase for Minor Child A's Account

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. 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 Number Shares
Warrants	\$ 4	06/25/2010		A	740,000 (1)	06/25/2010 05/26/2013	Common Stock 370,000
Stock Option (Right to Buy)	\$ 1.06	09/15/2010		A	80,000 (2)	06/30/2014 09/15/2020	Common Stock 80,000
Stock Option (Right to Buy)	\$ 3.11	08/25/2011		A	80,000 (3)	09/30/2014 08/25/2021	Common Stock 80,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Valenta Ronald 39 EAST UNION STREET PASADENA, CA 91103	X	X	Director & CEO	

## Signatures

Christopher A. Wilson, attorney-in-fact for Ronald F. Valenta 02/23/2012

\_\_\_\_Signature of Reporting Person

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) These warrants were issued as a component of Units that were issued as of June 25, 2010 pursuant to the rights offering of General Finance Corporation.

(2) See attached document "rider.txt" for explanation of Footnote 2.

(3) See attached document "rider2.txt" for explanation of Footnote 3.

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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