

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Skenesky John P</u>  (Last) (First) (Middle) 5700 LAS POSITAS ROAD  (Street) LIVERMORE CA 94551  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/28/2011	3. Issuer Name and Ticker or Trading Symbol <u>MCGRATH RENTCORP [ MGRC ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) VP and Division Manager	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock option	01/20/2007	01/20/2016	Common Stock	15,000	29.56	D	
Stock Option	02/26/2008	02/26/2014	Common Stock	16,000	31.14	D	
Stock Option	02/25/2009	02/25/2015	Common Stock	9,600	20.71	D	
Stock Option	02/27/2010	02/27/2016	Common Stock	12,500	15.62	D	
Stock Appreciation Right	02/26/2011	02/26/2017	Common Stock	7,000	23.92	D	
Restricted Stock Units <sup>(1)</sup>	(2)	02/25/2018	Common Stock	3,600	0	D	
Restricted Stock Units <sup>(1)</sup>	(2)	02/26/2017	Common Stock	2,000	0	D	

**Explanation of Responses:**

- The RSUs are subject to a performance based vesting component at the end of a three-year performance period.
- The RSUs vest 60% at the end of the three-year performance period if the performance goal is satisfied; then 20% vests each anniversary thereafter.

Randle F. Rose, POA for John P. Skenesky 12/07/2011

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

