

MCGRATH RENTCORP
Form 4
May 16, 2007

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 *
STRADFORD DENNIS P

(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)
05/14/2007

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)

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)	(A) or (D)	5. Amount or Price	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)
Common Stock	05/14/2007		M	10,000	A	\$ 11.26	10,000	D	
Common Stock	05/14/2007		S	100	D	\$ 31.29	9,900	D	
Common Stock	05/14/2007		S	100	D	\$ 31.23	9,800	D	
Common Stock	05/14/2007		S	100	D	\$ 31.2	9,700	D	
Common Stock	05/14/2007		S	200	D	\$ 31.19	9,500	D	
	05/14/2007		S	650	D		8,850	D	

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Common Stock					\$ 31.17		
Common Stock	05/14/2007	S	600	D	\$ 31.16	8,250	D
Common Stock	05/14/2007	S	1,100	D	\$ 31.15	7,150	D
Common Stock	05/14/2007	S	480	D	\$ 31.14	6,670	D
Common Stock	05/14/2007	S	1,670	D	\$ 31.13	5,000	D
Common Stock	05/14/2007	S	200	D	\$ 31.12	4,800	D
Common Stock	05/14/2007	S	960	D	\$ 31.11	3,840	D
Common Stock	05/14/2007	S	1,100	D	\$ 31.1	2,740	D
Common Stock	05/14/2007	S	240	D	\$ 31.09	2,500	D
Common Stock	05/14/2007	S	500	D	\$ 31.07	2,000	D
Common Stock	05/14/2007	S	300	D	\$ 31.06	1,700	D
Common Stock	05/14/2007	S	800	D	\$ 31.05	900	D
Common Stock	05/14/2007	S	400	D	\$ 31.04	500	D
Common Stock	05/14/2007	S	100	D	\$ 31.03	400	D
Common Stock	05/14/2007	S	300	D	\$ 31	100	D
Common Stock	05/14/2007	S	100	D	\$ 30.99	0	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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 or Number of Shares
Officer Right to Buy	\$ 11.26	05/14/2007		M		10,000	11/22/2003 11/21/2012	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STRADFORD DENNIS P 5700 LAS POSITAS ROAD LIVERMORE, CA 94551				

Signatures

Randle Rose, POA for Dennis Stradford
 05/16/2007
 **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).
- 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.