Mourouzis Theodore M. Form 4 September 17, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Last)

(City)

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person * Mourouzis Theodore M.

2. Issuer Name and Ticker or Trading Symbol

General Finance CORP [GFN]

5. Relationship of Reporting Person(s) to Issuer

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

Director

10% Owner Other (specify

2995 SOUTH HARDING STREET

(Month/Day/Year) 09/15/2010

X_ Officer (give title

below)

President of Pac-Van, Inc.

(Check all applicable)

(Street)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

INDIANAPOLIS, IN 46225

1. Title of 2. Transaction Date 2A. Deemed

(State)

(Month/Day/Year)

3. 4. Securities Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (T) (Instr. 4)

Ownership (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

(Month/Day/Year)

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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

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Stock Option (Right to Buy)	\$ 6.4	10/01/2008		A		0 (1)		10/01/2009	10/01/2018	Common Stock	125,000
Stock Option (Right to Buy)	\$ 1.28	01/26/2010		A		0 (2)		06/30/2011	01/26/2018	Common Stock	30,000
Warrants	\$ 4	06/25/2010		A		89,245 (3)		06/25/2010	06/25/2013	Common Stock	44,622
Stock Option (Right to Buy)	\$ 1.06	09/15/2010		A		27,000 (4)		06/30/2014	09/15/2020	Common Stock	27,000

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				

Mourouzis Theodore M. 2995 SOUTH HARDING STREET INDIANAPOLIS, IN 46225

President of Pac-Van, Inc.

Signatures

Christopher A. Wilson, attorney-in-fact for Theodore M.
Mourouzis

09/17/2010

**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).
 - Of the total 125,000 stock options (a) 50,000 stock options will vest in five equal installments beginning on October 1, 2009, provided that the employee is employed as of each such anniversary and (b) 15,000 stock options will be eligible for vesting upon the attainment of
- (1) performance criteria on the first anniversary of the date audited financial statements are approved by the audit committee for fiscal year 2009, with 15,000 stock options eligible for vesting on each of the four succeeding fiscal years on the first anniversary of the date audited financial statements are approved by the audit committee for applicable fiscal year.
- (2) Stock option vests on the following date if (a)General Finance Corporation, without consolidation of Pac-Van and Royal Wolf, incurs no more than \$2.288 million of expenses for the fiscal year ended June 30, 2012, and (b) if General Finance Corporation and its subsidiaries remain throughout fiscal year 2010 in compliance with the covenants governing all of their indebtedness: the first anniversary of the date that the Audit Committee approves the consolidated financial statements of General Finance Corporation for the fiscal year ended June

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30, 2010.

- (3) 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.
- (4) See attached document "rider.txt" for explanation of Footnote 4.

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.