

General Finance CORP
 Form 4
 June 13, 2013

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 *
GAGNON NEIL

(Last) (First) (Middle)

1370 AVENUE OF THE AMERICAS, 24TH FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 06/11/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X_ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

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	06/11/2013		X		291,322	A	\$ 4 3,801,333	I	By Managing Member of General Partner of Gagnon Investment Associates
Common Stock	06/11/2013		X		600	A	\$ 4 3,801,933	D	
Common Stock	06/11/2013		X		606	A	\$ 4 3,802,539	D	

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Common Stock	06/11/2013	X	45,000	A	\$ 4	3,847,539	D	
Common Stock	06/11/2013	X	5,156	A	\$ 4	3,852,695	D	
Common Stock	06/11/2013	X	38,990	A	\$ 4	3,891,685	D	
Common Stock	06/11/2013	X	48,756	A	\$ 4	3,940,441	I	By Limited Partner of the Family Partnership
Common Stock	06/11/2013	X	2,326	A	\$ 4	3,942,767	D	
Common Stock	06/11/2013	X	2,002	A	\$ 4	3,944,769	I	By Self as Trustee of Gagnon Securities LLC Profit Sharing Plan
Common Stock	06/11/2013	X	126	A	\$ 4	3,944,895	I	By Self as Trustee of Gagnon Securities LLC Profit Sharing Plan
Common Stock	06/11/2013	X	1,106	A	\$ 4	3,946,001	I	By Self as Trustee of Gagnon Securities LLC Profit Sharing Plan
Common Stock	06/11/2013	X	590	A	\$ 4	3,946,591	I	By Self as Trustee of Gagnon Securities LLC Profit Sharing Plan
Common Stock	06/11/2013	X	5,000	A	\$ 4	3,951,591	D	
Common Stock	06/11/2013	X	6,906	A	\$ 4	3,958,497	D	
Common Stock	06/11/2013	X	686	A	\$ 4	3,959,183	D	
Common Stock	06/11/2013	X	1,116	A	\$ 4	3,960,299	D	

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Common Stock 06/11/2013 X 2,186 A \$ 4 3,962,485 D

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
Common Stock Warrants (right to buy)	\$ 4	06/11/2013		X	582,644	06/11/2013	06/25/2013	Common Stock	291,32
Common Stock Warrants (right to buy)	\$ 4	06/11/2013		X	1,200	06/11/2013	06/25/2013	Common Stock	600
Common Stock Warrants (right to buy)	\$ 4	06/11/2013		X	1,214	06/11/2013	06/25/2013	Common Stock	606
Common Stock Warrants (right to buy)	\$ 4	06/11/2013		X	90,000	06/11/2013	06/25/2013	Common Stock	45,00
Common Stock Warrants (right to buy)	\$ 4	06/11/2013		X	10,314	06/11/2013	06/25/2013	Common Stock	5,156

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buy)									
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	77,980	06/11/2013	06/25/2013	Common Stock	38,99	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	97,512	06/11/2013	06/25/2013	Common Stock	48,75	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	4,654	06/11/2013	06/25/2013	Common Stock	2,326	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	4,004	06/11/2013	06/25/2013	Common Stock	2,002	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	252	06/11/2013	06/25/2013	Common Stock	126	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	2,212	06/11/2013	06/25/2013	Common Stock	1,106	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	1,180	06/11/2013	06/25/2013	Common Stock	590	
Common Stock Warrants	\$ 4	06/11/2013	X	10,000	06/11/2013	06/25/2013	Common Stock	5,000	

(right to buy)									
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	13,814	06/11/2013	06/25/2013	Common Stock	6,906	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	1,372	06/11/2013	06/25/2013	Common Stock	686	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	2,234	06/11/2013	06/25/2013	Common Stock	1,116	
Common Stock Warrants (right to buy)	\$ 4	06/11/2013	X	4,374	06/11/2013	06/25/2013	Common Stock	2,186	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GAGNON NEIL 1370 AVENUE OF THE AMERICAS 24TH FLOOR NEW YORK, NY 10019		X		

Signatures

/s/ Neil Gagnon 06/13/2013
 __Signature of Date
 Reporting Person

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.