RSC Holdings Inc. Form 4 August 05, 2010

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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 * Atlas Copco finance S.a.r.1

> (First) (Middle)

16 AVENUE PASTEUR

(Street)

2. Issuer Name and Ticker or Trading Symbol

RSC Holdings Inc. [RRR]

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

08/04/2010

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director _X__ 10% Owner Other (specify Officer (give title 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

L-2310, N4 None

(Last)

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/04/2010		S	24,723	D	\$ 7.8	10,641,852	D	
Common Stock	08/04/2010		S	3,551	D	\$ 7.81	10,638,301	D	
Common Stock	08/04/2010		S	100	D	\$ 7.815	10,638,201	D	
Common Stock	08/04/2010		S	1,626	D	\$ 7.82	10,636,575	D	
Common Stock	08/04/2010		S	99	D	\$ 7.825	10,636,476	D	
	08/04/2010		S	1,601	D	\$ 7.83	10,634,875	D	

Common Stock							
Common Stock	08/04/2010	S	1,100	D	\$ 7.84 10,	633,775	D
Common Stock	08/04/2010	S	1,700	D	\$ 7.85 10,	632,075	D
Common Stock	08/04/2010	S	200	D	\$ 7.86 10,	631,875	D
Common Stock	08/04/2010	S	2,000	D	\$ 7.87 10,	629,875	D
Common Stock	08/04/2010	S	300	D	\$ 7.88 10,	629,575	D
Common Stock	08/04/2010	S	400	D	\$ 7.89 10,	629,175	D
Common Stock	08/04/2010	S	200	D	\$ 7.9 10,	628,975	D
Common Stock	08/04/2010	S	300	D	\$ 7.91 10,	628,675	D
Common Stock	08/04/2010	S	800	D	\$ 7.92 10,	627,875	D
Common Stock	08/04/2010	S	1,000	D	\$ 7.93 10,	626,875	D
Common Stock	08/04/2010	S	200	D	\$ 7.94 10,	626,675	D
Common Stock	08/04/2010	S	100	D	\$ 7.98 10,	626,575	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.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				

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4, and 5)

							Amount
				Date Exercisable	Expiration Date	Title	or Number of
Code	V	(A)	(D)				Shares

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Atlas Copco finance S.a.r.l							
16 AVENUE PASTEUR		X					
L-2310, N4 None							

Signatures

/s/ Mark Cohen, Manager, for Atlas Copco Finance S.a.r.l.

08/05/2010

**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).

Remarks:

Transactions not necessarily reported in order of execution on 08/04/2010

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.

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