

RSC Holdings Inc.
Form 4
August 04, 2010

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 *
Atlas Copco finance S.a.r.l

2. Issuer Name and Ticker or Trading Symbol
RSC Holdings Inc. [RRR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
16 AVENUE PASTEUR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/03/2010

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

L-2310, N4 None
(City) (State) (Zip)

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

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) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/03/2010 | | S | | 600 | D | \$ 7.8 |
| Common Stock | 08/03/2010 | | S | | 800 | D | \$ 7.81 |
| Common Stock | 08/03/2010 | | S | | 2,178 | D | \$ 7.82 |
| Common Stock | 08/03/2010 | | S | | 1,400 | D | \$ 7.83 |
| Common Stock | 08/03/2010 | | S | | 3,800 | D | \$ 7.84 |
| | 08/03/2010 | | S | | 6,600 | D | \$ 7.85 |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|------------|---|
| Common Stock | | | | | | | |
| Common Stock | 08/03/2010 | S | 100 | D | \$ 7.855 | 10,701,097 | D |
| Common Stock | 08/03/2010 | S | 3,475 | D | \$ 7.86 | 10,697,622 | D |
| Common Stock | 08/03/2010 | S | 1,552 | D | \$ 7.87 | 10,696,070 | D |
| Common Stock | 08/03/2010 | S | 2,500 | D | \$ 7.88 | 10,693,570 | D |
| Common Stock | 08/03/2010 | S | 300 | D | \$ 7.89 | 10,693,270 | D |
| Common Stock | 08/03/2010 | S | 100 | D | \$ 7.9 | 10,693,170 | D |
| Common Stock | 08/03/2010 | S | 5,200 | D | \$ 7.91 | 10,687,970 | D |
| Common Stock | 08/03/2010 | S | 4,800 | D | \$ 7.92 | 10,683,170 | D |
| Common Stock | 08/03/2010 | S | 100 | D | \$ 7.921 | 10,683,070 | D |
| Common Stock | 08/03/2010 | S | 100 | D | \$ 7.925 | 10,682,970 | D |
| Common Stock | 08/03/2010 | S | 3,467 | D | \$ 7.93 | 10,679,503 | D |
| Common Stock | 08/03/2010 | S | 500 | D | \$ 7.935 | 10,679,003 | D |
| Common Stock | 08/03/2010 | S | 2,000 | D | \$ 7.94 | 10,677,003 | D |
| Common Stock | 08/03/2010 | S | 1,800 | D | \$ 7.96 | 10,675,203 | D |
| Common Stock | 08/03/2010 | S | 100 | D | \$ 7.965 | 10,675,103 | D |
| Common Stock | 08/03/2010 | S | 3,676 | D | \$ 7.97 | 10,671,427 | D |
| Common Stock | 08/03/2010 | S | 1 | D | \$ 7.975 | 10,671,426 | D |
| Common Stock | 08/03/2010 | S | 1,600 | D | \$ 7.98 | 10,669,826 | D |
| Common Stock | 08/03/2010 | S | 801 | D | \$ 7.985 | 10,669,025 | D |
| | 08/03/2010 | S | 200 | D | \$ 7.99 | 10,668,825 | D |

Common
Stock

Common 08/03/2010 S 2,250 D \$ 8 10,666,575 D
Stock

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

/s/ Mark Cohen, Manager, for Atlas Copco Finance S.a.r.l. 08/04/2010

__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:

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Transactions not necessarily reported in order of execution on 08/03/2010

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