

Edgar Filing: General Finance CORP - Form SC 13D

General Finance CORP  
Form SC 13D  
May 24, 2018

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

Schedule 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 11)

General Finance Corporation  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

369822101  
(CUSIP Number)

Karl I. Swaidan  
Hahn & Hahn LLP  
301 E. Colorado Boulevard, 9th Floor  
Pasadena, California 91101-1977  
(626) 796-9123  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

May 22, 2018  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 369822101

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Ronald L. Havner, Jr.  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)

(b)

3 SEC USE ONLY  
4 SOURCE OF FUNDS (See Instructions) PF  
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A.

7 SOLE VOTING POWER  
2,000(1)

8 SHARED VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 4,300,000(2)(3)  
SOLE DISPOSITIVE POWER  
2,000(1)

10 SHARED DISPOSITIVE POWER  
4,300,000(2)(3)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,802,000(1)(2)

CHECK BOX IF  
THE  
AGGREGATE  
12 AMOUNT IN  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY AMOUNT IN  
ROW (11) 10.5%(4)  
14 TYPE OF REPORTING PERSON  
IN

(1)  
Ronald L. Havner, Jr. ("Mr. Havner") holds 2,000 shares of General Finance Corporation (the "Issuer") common stock ("Shares") in his individual name.

(2)  
Mr. Havner and his wife, LeeAnn R. Havner ("Mrs. Havner"), are Co-Trustees of The Havner Family Trust (the "Trust"). The Trust owns 2,800,000 Shares. As a Co-Trustee of the Trust, Mr. Havner may be deemed to beneficially own all of the Shares held by the Trust.

(3)  
Mr. Havner and Mrs. Havner are the Managers of JCS Ventures II, LLC, a Delaware limited liability company ("JCS"). JCS owns 1,500,000 Shares. As a Manager of JCS, Mr. Havner has shared voting and investment power with respect to the Shares owned by JCS.

(4)  
Mr. Havner disclaims any beneficial ownership of the Shares owned by JCS.



CUSIP No. 369822101

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

LeeAnn R. Havner  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)

(b)

3 SEC USE ONLY  
4 SOURCE OF FUNDS (See Instructions) PF  
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A.

7 SOLE VOTING POWER  
9,500(1)

8 SHARED VOTING POWER  
4,300,000(2)(3)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 SOLE DISPOSITIVE POWER 9,500  
SHARED DISPOSITIVE POWER  
10 4,300,000(2)(3)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,809,500(1)(2)

12

CHECK BOX IF  
THE  
AGGREGATE  
AMOUNT IN  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY AMOUNT IN  
ROW (11) 10.5% (4)  
14 TYPE OF REPORTING PERSON  
IN

(1)  
LeeAnn R. Havner ("Mrs. Havner") holds 9,500 Shares in her individual name.

(2)  
Mrs. Havner and her husband Ronald L. Havner, Jr. ("Mr. Havner"), are Co-Trustees of The Havner Family Trust (the "Trust"). The Trust owns 2,800,000 Shares. As a Co-Trustee of the Trust, Mrs. Havner may be deemed to beneficially own all of the Shares held by the Trust.

(3)  
Mr. and Mrs. Havner are the Managers of JCS Ventures II, LLC, a Delaware limited liability company ("JCS"). JCS owns 1,500,000 Shares. As a Manager of JCS, Mrs. Havner has shared voting and investment power with respect to the Shares owned by JCS.

(4)  
Mrs. Havner disclaims any beneficial ownership of the Shares owned by JCS.





CUSIP No. 369822101

1 NAMES OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 The Havner Family Trust  
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions) PF  
 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

6 CITIZENSHIP OR PLACE OF ORGANIZATION California

7 SOLE VOTING POWER 0  
 SHARED VOTING POWER 2,800,000 (1)

8 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 SOLE DISPOSITIVE POWER 0  
 SHARED DISPOSITIVE POWER 2,800,000 (1)

10

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 2,800,000

12

CHECK BOX IF  
THE  
AGGREGATE  
AMOUNT IN  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS

13 REPRESENTED BY AMOUNT  
IN ROW (11) 10.5%

14 TYPE OF REPORTING PERSON  
OO

(1)  
The Trust owns 2,800,000 Shares. Ronald L. Havner, Jr. and his wife, LeeAnn R. Havner, are the Co-Trustees of the Trust.



CUSIP No. 369822101

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

JCS Ventures II, LLC  
FEIN – 46-1451980  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)

(b)

3 SEC USE ONLY  
4 SOURCE OF FUNDS (See Instructions) PF  
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

7 SOLE VOTING POWER 0 SHARED VOTING POWER 1,500,000(1)

8 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER 1,500,000(1)

10

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,500,000

CHECK BOX IF  
THE  
AGGREGATE  
12 AMOUNT IN  
ROW (11)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
13 REPRESENTED BY AMOUNT  
IN ROW (11) 5.6%  
14 TYPE OF REPORTING PERSON  
OO

(1)  
JCS Ventures II, LLC ("JCS") owns 1,500,000 Shares. Ronald L. Havner, Jr. and his wife, LeeAnn R. Havner ("Mr. and Mrs. Havner"), are the Managers of JCS and, as such, have shared voting and investment power with respect to the Shares owned by JCS. The Havner Family Trust contributed the 1,500,000 shares to JCS and then assigned its membership interests in JCS to the Trustees of three Delaware trusts. Each of Mr. and Mrs. Havner's three children is a beneficiary of one of the Delaware trusts. Mr. and Mrs. Havner disclaim any beneficial interest in the Shares owned by JCS.



CUSIP No. 369822101

## SCHEDULE 13D

### Item 1. Security and Issuer

This Amendment No. 11 ("Amendment") amends and supplements the Statement on Schedule 13D originally filed on February 9, 2007, as amended by that certain Schedule 13D/A dated June 2, 2008, that certain Schedule 13D/A dated October 1, 2008, that certain Schedule 13D/A dated June 25, 2010, that certain Schedule 13D/A dated December 20, 2012, that certain Schedule 13D/A dated December 14, 2016, that certain Schedule 13D/A dated January 10, 2017, that certain Schedule 13D/A filed on August 22, 2017, that certain Schedule 13D/A filed on November 22, 2017 and that certain Schedule 13D/A filed on April 5, 2018 (collectively, the "Schedule 13D") of JCS, Mr. Havner, Mrs. Havner and the Trust. The securities to which this Amendment relates are shares of Common Stock, par value of \$.0001 per share (the "Shares") of General Finance Corporation, a Delaware corporation (the "Issuer"). The principal executive offices of the Issuer are located at 39 East Union Street, Pasadena, California 91103. Except as set forth herein this Amendment does not modify any of the information previously reported in the Schedule 13D. Unless otherwise indicated, all capitalized terms have the meanings ascribed to them in the Schedule 13D.

### Item 2. Identity and Background

This statement is being filed jointly by Ronald L. Havner, Jr. ("Mr. Havner"), LeeAnn R. Havner ("Mrs. Havner"), The Havner Family Trust (the "Trust"), and JCS Ventures II, LLC ("JCS") (collectively, the "Reporting Persons"). Neither the present filing nor anything contained herein shall be construed as an admission that JCS, the Trust or Mr. and Mrs. Havner constitute a "person" for any purpose other than Section 13(d) of the Securities Exchange Act of 1934, or that JCS, the Trust and Mr. and Mrs. Havner constitute a "group" for any purpose.

Mr. and Mrs. Havner are husband and wife and the Co-Trustees of the Trust and the Managers of JCS. Each of the Reporting Persons has a business address c/o Public Storage, Inc., 701 Western Avenue, Glendale, California 91201.

Mr. Havner is the Chairman and Chief Executive Officer of Public Storage, Inc., a fully integrated, self-administered and self-managed real estate investment trust that acquires, develops, owns and operates self-storage facilities which offer self-storage spaces for lease for personal and business use. The principal business address of Public Storage, Inc. is 701 Western Avenue, Glendale, California 91201. Mr. Havner is a citizen of the United States of America.

Mrs. Havner is a philanthropist and engaged in a variety of charitable activities. Mrs. Havner is a citizen of the United States of America.

The Trust is a trust formed under the laws of the State of California.

JCS is a Delaware limited liability company.

During the last five years, none of the Reporting Persons has been (i) convicted in a criminal proceeding (excluding traffic violations and similar misdemeanors), or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, as a result of which such Filing Person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

### Item 3. Source and Amount of Funds

Item 3 is hereby supplemented and updated as follows:

The Reporting Persons have used Mr. and Mrs. Havner's personal funds to acquire additional Shares, including as described in Item 5 below, in the amount of approximately \$3,079,782.

6





CUSIP No. 369822101

Item 4. Purpose of Transaction

Item 4 is hereby supplemented and updated as follows:

The Reporting Persons expect from time to time to acquire or dispose of additional Shares via open market transactions, in privately-negotiated transactions, directly from the Issuer, or upon the exercise or conversion of securities convertible into or exercisable or exchangeable for Shares. However, there is no timetable or pre-arranged plan related to purchase or sale of additional Shares. Such decisions will be made based on trading activity and the relative value of the Shares, as defined by market conditions, as each Reporting Person expects to continuously review such person's investment in the Issuer.

Each Reporting Person also may, at any time, subject to compliance with applicable securities laws and regulatory requirements, dispose or distribute some or all of its or his or her Shares or such other securities as it or he or she owns or may subsequently acquire depending on various factors, including but not limited to, the price of the Shares, the terms and conditions of the transaction and prevailing market conditions, as well as liquidity and diversification objectives.

Except as indicated herein, no Reporting Person, as a stockholder of the Issuer, has any plan or proposal that relates or would result in any of the transactions or other matters specified in Clauses (a) through (j) of Item 4 of Schedule 13D. Each Reporting Person may, at any time and from time to time, review or reconsider its, his or her position and/or change its, his or her purpose and/or formulate plans or proposals with respect thereto.

Item 5. Interest in Securities of the Issuer

Item 5 is hereby supplemented and updated as follows:

During the last 60 days, the Trust has acquired additional Shares on the open market as set forth in Exhibit A hereto.

The percentages of beneficial ownership set forth in this Amendment for each of the Reporting Persons have been determined based on the 26,757,054 Shares outstanding as of May 4, 2018, as reported in the Issuer's Form 10-Q filed on May 9, 2018.

Mr. Havner.

(i) Mr. Havner may be deemed to beneficially own 4,302,000 Shares representing approximately 16.1% of the outstanding common stock of the Issuer. Mr. Havner is a Co-Trustee of the Trust and a Manager of JCS. The Trust holds 2,800,000 Shares (the "Trust's Shares"). JCS holds 1,500,000 Shares (the "JCS Shares"). Mr. Havner holds 2,000 Shares in his individual name.

(ii) Mr. Havner has the sole power to vote or direct the vote, and to dispose or to direct the disposition, with respect to 2,000 Shares held in his individual name.

(iii) As Co-Trustees of the Trust, Mr. and Mrs. Havner share the power to vote or direct the vote, and to dispose or to direct the disposition, with respect to the Trust's Shares.

(iv) As Managers of JCS, Mr. and Mrs. Havner share the power to vote or direct the vote, and to dispose or to direct the disposition, with respect to the JCS Shares. Mr. Havner disclaims any beneficial ownership of the JCS Shares.





CUSIP No. 369822101

Mrs. Havner.

(i) Mrs. Havner may be deemed to beneficially own 4,309,500 Shares representing approximately 16.1% of the outstanding common stock of the Issuer. Mrs. Havner is a Co-Trustee of the Trust and a Manager of JCS. Mrs. Havner holds 9,500 Shares in her individual name.

(ii) Mrs. Havner has the sole power to vote or direct the vote, and to dispose or to direct the disposition, with respect to 9,500 Shares held in her individual name.

(iii) As Co-Trustees of the Trust, Mr. and Mrs. Havner share the power to vote or direct the vote, and to dispose or to direct the disposition, with respect to the Trust's Shares.

(iv) As Managers of JCS, Mr. and Mrs. Havner share the power to vote or direct the vote, and to dispose or to direct the disposition, with respect to the JCS Shares. Mrs. Havner disclaims any beneficial ownership of the JCS Shares.

The Trust.

(i) The Trust may be deemed to beneficially own 2,800,000 Shares representing approximately 10.5% of the outstanding common stock of the Issuer.

(ii) Mr. and Mrs. Havner, as Co-Trustees of the Trust, share the power to vote or direct the vote, and to dispose or to direct the disposition, with respect to the Trust's Shares.

JCS.

(i) JCS may be deemed to beneficially own 1,500,000 Shares representing approximately 5.6% of the outstanding common stock of the Issuer.

(ii) Mr. and Mrs. Havner, as Managers of JCS, share the power to vote or direct the vote, and to dispose or to direct the disposition, with respect to the JCS Shares. Mr. and Mrs. Havner disclaim any beneficial ownership of the JCS Shares.

Item 7. Material to be Filed as Exhibits

Exhibit	Description of Exhibits
99.1	Agreement Required for Joint Filing Under Rule 13d-1(k)(1)



CUSIP No. 369822101

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: May 22, 2018

Signature: /s/ Ronald L. Havner, Jr.

Name/Title: Ronald L. Havner, Jr.

Signature: /s/ LeeAnn R. Havner

Name/Title: LeeAnn R. Havner

THE HAVNER FAMILY TRUST

Signature: /s/ LeeAnn R. Havner

Name: LeeAnn R. Havner

Title: Trustee

Signature: /s/ Ronald L. Havner, Jr.

Name: Ronald L. Havner, Jr.

Title: Trustee

JCS VENTURES II, LLC,  
a Delaware limited liability company

Signature: /s/ LeeAnn R. Havner

Name: LeeAnn R. Havner

Title: Manager

Signature: /s/ Ronald L. Havner, Jr.

Name: Ronald L. Havner, Jr.

Title: Manager





CUSIP No. 369822101

## EXHIBIT A

## GENERAL FINANCE CORP

Date	Number of Shares	Average Price Per Share	Total Purchase Price
04/09/2018	20,000	\$7.60	\$152,000
04/10/2018	20,000	\$7.72	\$154,429
04/11/2018	20,000	\$7.98	\$159,562
05/09/2018	25,000	\$9.90	\$247,512
05/10/2018	5,000	\$10.05	\$50,250
05/11/2018	5,000	\$10.33	\$51,664
05/14/2018	5,000	\$10.50	\$52,500
05/15/2018	5,000	\$10.60	\$53,000
05/17/2018	10,000	\$10.73	\$107,283
05/18/2018	4,800	\$10.85	\$52,078
05/20/2018	82,524	\$10.98	\$905,804
05/22/2018	97,676	\$11.20	\$1,093,697