

BRUCKMANN BRUCE
Form 4
August 10, 2011

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 *
BRUCKMANN BRUCE

2. Issuer Name and Ticker or Trading Symbol
H&E Equipment Services, Inc.
[HEES]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2011

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

C/O H&E EQUIPMENT SERVICES, INC., 11100 MEAD ROAD, SUITE 200

(Street)

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

BATON ROUGE, LA 70816

(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. 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	(D)	Price		
Common Stock, par value \$0.01	08/08/2011		P		6,000	A	\$ 9.91	924,209	D
Common Stock, par value \$0.01	08/08/2011		P		6,000	A	\$ 9.81	930,209	D
Common Stock, par	08/09/2011		P		200	A	\$ 8.78	930,409	D

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value \$0.01								
Common Stock, par value \$0.01	08/09/2011	P	900	A	\$ 8.7725	931,309	D	
Common Stock, par value \$0.01	08/09/2011	P	100	A	\$ 8.78	931,409	D	
Common Stock, par value \$0.01	08/09/2011	P	100	A	\$ 8.765	931,509	D	
Common Stock, par value \$0.01	08/09/2011	P	100	A	\$ 8.78	931,609	D	
Common Stock, par value \$0.01	08/09/2011	P	100	A	\$ 8.78	931,709	D	
Common Stock, par value \$0.01	08/09/2011	P	1,400	A	\$ 8.7777	933,109	D	
Common Stock, par value \$0.01	08/09/2011	P	100	A	\$ 8.765	933,209	D	
Common Stock, par value \$0.01						190,882	I	By Bruce C. Bruckmann Family Trust ⁽¹⁾
Common Stock, par value \$0.01						73,344	I	By Bruce C. Bruckmann 1999 Gift Trust ⁽²⁾
Common Stock, par value \$0.01						5,961	I	By BCB Family Partners, L.P. ⁽³⁾
Common Stock, par value						34,148	I	By Nancy A. Zweng ⁽⁴⁾

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- The Reporting Person may be deemed to share beneficial ownership of shares held by BCB Family Partners, L.P. by virtue of his holding
- (3) power of attorney for BCB Family Partners, L.P. The Reporting Person expressly disclaims beneficial ownership of any shares held by BCB Family Partners, L.P.
 - (4) Mr. Bruckmann may be deemed to share beneficial ownership of shares held by Nancy A. Zweng by virtue of his holding power of attorney for Nancy A. Zweng. Mr. Bruckmann expressly disclaims beneficial ownership of any shares held by Nancy A. Zweng.

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.