

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**
SEC Accession No. **0000891554-99-001782**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

INTERPOOL INC

CIK: **898777** | IRS No.: **133467669** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **333-27865** | Film No.: **99709009**
SIC: **7359** Equipment rental & leasing, nec

Mailing Address
211 COLLEGE ROAD EAST
PRINCETON NJ 08540

Business Address
211 COLLEGE RD E
PRINCETON NJ 08540
6094528900

REPORTING OWNER

SERENBETZ WARREN L

CIK: **1037539**
Type: **4**

Mailing Address
695 WEST ST
NARRISON NY 10528

Business Address
695 WEST ST
NARRISON NY 10528
6094528900

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock	08/23/99	P	1,429	A	9.9375	2,404,130	I	(1) (2)	
						891,308	D		

</TABLE>

- (1) Stock acquired by The Ivy Group, a New Jersey partnership in which the reporting person holds a 28.57% interest.
- (2) Aggregate indirect beneficial interest in 2,404,130 shares includes 1,134,584 shares owned by family members, 1,119,560 shares owned by Hickory Enterprises, L.P. a limited partnership in which the reporting person holds a 22% non voting interest, and 149,986 shares held by The Ivy Group, a New Jersey partnership in which reporting person holds a 28.57% interest.

(Over)

(Form 4-07/98)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<TABLE>
<CAPTION>

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares Title	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>

</TABLE>

Explanation of Responses:

/s/ Warren L. Serenbetz

09/07/99

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.

Page 2