UNITED RENTALS INC /DE

Form 4

March 17, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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

1(b).

(Print or Type Responses)

(Last)	ACALLISTER SINGLETON B UNIT (Last) (First) (Middle) 3. Date (Montl			Issuer Name and Ticker or Trading abol ITED RENTALS INC /DE [URI] Pate of Earliest Transaction onth/Day/Year) 17/2014					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner Officer (give title Other (specify below)			
STAMFOR	(Street) RD, CT 06902	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) CT 06902					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Da (Month/Day/Year) Executio any	ned	3. Transacti Code (Instr. 8)	ion	4. Securit	ties A	equired d of (D)	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 Indirect	
Common Stock	03/17/2014			M		3,000	A	\$ 16.18	23,468	D		
Common Stock	03/17/2014			S		3,000	D	\$ 91.786	20,468 (2)	D		

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)

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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. Transactio Code (Instr. 8)	5. Number tion 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Right to Buy	\$ 16.18	03/17/2014		M		3,000	<u>(3)</u>	05/20/2014	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MCALLISTER SINGLETON B C/O UNITED RENTALS, INC. 100 FIRST STAMFORD PLACE STAMFORD, CT 06902	X						

Signatures

/s/ Jonathan M. Gottsegen, attorney-in-fact

03/17/2014

**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).
- Represents weighted average sale price on this date. The range of prices for such transactions was from \$91.761 to \$91.826. The reporting (1) person hereby undertakes, upon request by the Commission staff, the issuer, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price within the range.
- (2) Following this transaction, Ms. McAllister retains a substantial ownership position in Company securities and her ownership currently satisfies the Company's stock ownership guidelines for non-management directors.
- (3) In connection with an option award granted to the reporting person on May 20, 2004 and previously reported on Form 4, 1,000 of the option shares became exercisable on each of May 20, 2005, May 20, 2006 and May 20, 2007.

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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