#### UNITED RENTALS INC /DE

Form 4

January 28, 2016

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

0.5

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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)

PLUMMER WILLIAM B Syml			Symbol	· •				5. Relationship of Reporting Person(s) to Issuer			
			UNITED RENTALS INC /DE [URI]				[URI]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction				• •		
`			`	(Month/Day/Year)				Director _X_ Officer (give		Owner er (specify	
C/O UNITED RENTALS, INC., 100 0 FIRST STAMFORD PLACE - STE			01/26/20	01/26/2016				below) below)			
700	WIT ORD I LA	JL - GIL						Exec	. V.P. and C.F.C	)	
	(Street)		4. If Ame	ndment, Da	te Origina	l		6. Individual or J	oint/Group Filin	g(Check	
	Filed(Mont			Ionth/Day/Year)				Applicable Line)			
STAMFORD, CT 06902								_X_ Form filed by One Reporting Person Form filed by More than One Reporting			
51AWI OKD, C1 00702								Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction D		med	3.	4. Securi	ties A	cauired	5. Amount of	6. Ownership	7 Nature of	
							-				
(Incte 2)	(Wolldin Bay) Tee		n Date, if	Transactio		spose	d of (D)	Securities Panaficially	Form: Direct	Indirect	
(Instr. 3)	(Month Buy) 1 cc	any	on Date, if Day/Year)	Transaction Code (Instr. 8)	on(A) or Di (Instr. 3,	spose	d of (D)	Securities Beneficially Owned			
(Instr. 3)	(Mondin Day) Tee	any		Code		spose	d of (D)	Beneficially Owned Following	Form: Direct (D) or	Indirect Beneficial	
(Instr. 3)	(Monda Day) Tee	any		Code		spose	d of (D)	Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
(Instr. 3)	(Monda Day) Tee	any		Code (Instr. 8)	(Instr. 3,	spose 4 and (A) or	d of (D) 5)	Beneficially Owned Following	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
Common Stock	01/26/2016	any		Code		spose 4 and (A)	d of (D)	Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

F

(2)

D

56.89

01/26/2016

Stock

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

72,300

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

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	T:41-	or Namelana		
						Exercisable	Date	Title	Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
PLUMMER WILLIAM B C/O UNITED RENTALS, INC. 100 FIRST STAMFORD PLACE - STE 700 STAMFORD, CT 06902			Exec. V.P. and C.F.O			

## **Signatures**

/s/ William B. 01/28/2016 Plummer

\*\*Signature of Reporting 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).
- These shares comprise an award of restricted stock units granted to the reporting person. The units are fully vested upon the grant date
  (1) and are settled with shares of common stock on a one-for-one basis. The restricted stock units were granted under the Annual Incentive Compensation Plan with respect to 2015 performance.
- (2) Securities disposed of represent shares surrendered for tax purposes in connection with the vesting and settlement of restricted stock units. 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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