

MCKINNEY JOHN S
Form 4
October 11, 2006

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCKINNEY JOHN S

2. Issuer Name **and** Ticker or Trading
Symbol
UNITED RENTALS INC /DE [URI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
FIVE GREENWICH OFFICE PARK
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/06/2006

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

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

GREENWICH, CT 06831

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/06/2006		G	V 4,000	D \$ 0	14,076	D
Common Stock	10/06/2006		M ⁽¹⁾	100,000	A \$ 20.7792	114,076	D
Common Stock	10/06/2006		S ⁽¹⁾	99,100	D \$ 24	14,976	D
Common Stock	10/06/2006		S ⁽¹⁾	600	D \$ 24.01	14,376	D
Common Stock	10/06/2006		S ⁽¹⁾	100	D \$ 24.03	14,276	D
	10/06/2006		S ⁽¹⁾	200	D \$ 24.07	14,076	D

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Common Stock							
Common Stock	10/09/2006	<u>M</u> (1)	100,000	A	\$ 20.7792	114,076	D
Common Stock	10/09/2006	<u>S</u> (1)	400	D	\$ 24.06	113,676	D
Common Stock	10/09/2006	<u>S</u> (1)	300	D	\$ 24.11	113,376	D
Common Stock	10/09/2006	<u>S</u> (1)	100	D	\$ 24.13	113,276	D
Common Stock	10/09/2006	<u>S</u> (1)	30,400	D	\$ 24.15	82,876	D
Common Stock	10/09/2006	<u>S</u> (1)	4,500	D	\$ 24.16	78,376	D
Common Stock	10/09/2006	<u>S</u> (1)	200	D	\$ 24.17	78,176	D
Common Stock	10/09/2006	<u>S</u> (1)	1,800	D	\$ 24.18	76,376	D
Common Stock	10/09/2006	<u>S</u> (1)	2,500	D	\$ 24.19	73,876	D
Common Stock	10/09/2006	<u>S</u> (1)	42,700	D	\$ 24.2	37,176	D
Common Stock	10/09/2006	<u>S</u> (1)	7,400	D	\$ 24.21	23,776	D
Common Stock	10/09/2006	<u>S</u> (1)	1,200	D	\$ 24.22	22,576	D
Common Stock	10/09/2006	<u>S</u> (1)	200	D	\$ 24.23	22,376	D
Common Stock	10/09/2006	<u>S</u> (1)	400	D	\$ 24.24	21,976	D
Common Stock	10/09/2006	<u>S</u> (1)	1,700	D	\$ 24.27	20,276	D
Common Stock	10/09/2006	<u>S</u> (1)	1,300	D	\$ 24.28	18,976	D
Common Stock	10/09/2006	<u>S</u> (1)	100	D	\$ 24.29	18,876	D
Common Stock	10/09/2006	<u>S</u> (1)	1,800	D	\$ 24.3	17,076	D
Common Stock	10/09/2006	<u>S</u> (1)	3,000	D	\$ 24.37	14,076	D

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

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SEC 1474
(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of 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 Number Shares
Stock Options	\$ 20.7792	10/06/2006		M ⁽¹⁾	100,000	09/29/1998 02/19/2007	Common Stock 100,000
Stock Options	\$ 20.7792	10/09/2006		M ⁽¹⁾	100,000	09/29/1998 02/19/2007	Common Stock 100,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MCKINNEY JOHN S FIVE GREENWICH OFFICE PARK GREENWICH, CT 06831	X

Signatures

/s/ John S.
McKinney 10/11/2006

__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).
- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 15, 2006.

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