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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 11, 2021

**UNITED RENTALS, INC.
UNITED RENTALS (NORTH AMERICA), INC.**
(Exact name of registrant as specified in its charter)

Delaware
Delaware
(State or other Jurisdiction
of Incorporation)

001-14387
001-13663
(Commission
File Number)

06-1522496
86-0933835
(IRS Employer
Identification No.)

100 First Stamford Place, Suite 700
Stamford, Connecticut
(Address of Principal Executive Offices)

06902
(Zip Code)

Registrant's telephone number, including area code: (203) 622-3131

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$0.01 par value	URI	NYSE

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

Effective August 11, 2021, the Board of Directors (the “Board”) of United Rentals, Inc. (the “Company”) approved increasing the size of the Board from eleven (11) directors to twelve (12) directors and appointing Larry Dean DeShon as an independent director of the Company to fill the vacancy.

As compensation for his service on the Board, Mr. De Shon will receive (i) annual retainer fees of \$120,000 for serving as director; and (ii) an annual equity grant of \$150,000 (which will be pro-rated for 2021, his initial year of appointment) in fully vested restricted stock units, generally to be paid after three years (subject to acceleration in certain circumstances). Mr. De Shon also will be eligible to participate in a medical benefits program (comparable to that offered to our employees), at his own cost, and in the Company’s Deferred Compensation Plan for Directors, under which our non-employee directors may elect to defer receipt of the fees that would otherwise be payable to them. In accordance with the Company’s customary practice, the Company entered into an indemnification agreement with Mr. De Shon substantially in the form filed as Exhibit 10(a) to the Company’s Form 10-Q filed on October 15, 2014.

Board committee appointments will be decided at a future date.

There are no arrangements or understandings between Mr. De Shon and any other persons pursuant to which he was selected as a director, and there are no transactions involving Mr. De Shon that are required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 7.01 Regulation FD Disclosure.

A copy of the press release issued by the Company on August 11, 2021, which announces the appointment of Mr. De Shon, is attached hereto as Exhibit 99.1. The copy of the Company’s press release is being furnished as Exhibit 99.1 to this Current Report on Form 8-K. Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act.

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits**

99.1 [Press Release of United Rentals, Inc.](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 11, 2021

UNITED RENTALS, INC.

By: /s/ Joli L. Gross

Name: Joli L. Gross

Title: Senior Vice President, General Counsel and
Corporate Secretary

UNITED RENTALS (NORTH AMERICA), INC.

By: /s/ Joli L. Gross

Name: Joli L. Gross

Title: Senior Vice President, General Counsel and
Corporate Secretary



United Rentals, Inc.
100 First Stamford Place
Suite 700
Stamford, CT 06902
Telephone: 203 622 3131
Fax: 203 622 6080

United Rentals Names Larry De Shon to Board of Directors

STAMFORD, Conn. – August 11, 2021 — United Rentals, Inc. (NYSE: URI) today announced that Larry De Shon has joined the company’s board of directors, effective immediately. His appointment expands the composition of the board to 12 members, of which 10 are independent directors.

Michael Kneeland, chairman of United Rentals, said, “Larry De Shon is a strong addition to our board. He’s an innovative thinker whose credentials are directly relevant to United Rentals’ strategy and business model — critical, service-intensive solutions delivered at scale, with diverse customer markets. I’m delighted to welcome Larry as an independent director.”

Mr. De Shon’s career spans more than 40 years in transportation services, most recently as president and chief executive officer of Avis Budget Group, Inc. until his retirement in 2019. Earlier, he served as president of Avis Budget Group International, among other positions, with oversight of the Avis, Budget, Zipcar, Payless, Maggiore and Apex brands in Europe, the Middle East, Africa, Asia, Australia and New Zealand. Prior to Avis, he served in various executive roles during 28 years with UAL Corporation (now United Continental Holdings, Inc.), where he led United Airlines’ global airport operations, including safety, customer service, logistics, product development and internal communications. In addition to United Rentals, Mr. De Shon serves as a director on the boards of The Hartford Financial Services Group, Inc. and Air New Zealand Limited. He holds degrees in communications and sociology from the University of Missouri.

About United Rentals

United Rentals, Inc. is the largest equipment rental company in the world. The company has an integrated network of 1,275 rental locations in North America, 11 in Europe, 28 in Australia and 18 in New Zealand. In North America, the company operates in 49 states and every Canadian province. The company’s approximately 19,900 employees serve construction and industrial customers, utilities, municipalities, homeowners and others. The company offers approximately 4,200 classes of equipment for rent with a total original cost of \$15.06 billion. United Rentals is a member of the Standard & Poor’s 500 Index, the Barron’s 400 Index and the Russell 3000 Index® and is headquartered in Stamford, Conn. Additional information about United Rentals is available at unitedrentals.com.

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Contact:

Ted Grace
(203) 618-7122
Cell: (203) 399-8951
tgrace@ur.com