

UNITED RENTALS NORTH AMERICA INC  
Form 8-K  
September 09, 2008

**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): **September 8, 2008**

**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  
06-1493538**  
(IRS Employer  
Identification No.)

**Five Greenwich Office Park  
Greenwich, CT**  
(Address of Principal Executive Offices)

**06831**  
(Zip Code)

Registrant's Telephone Number, Including Area Code: **(203) 622-3131**

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 (*see* General Instruction A.2. below):

- 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))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On September 8, 2008, United Rentals, Inc. (the Company ) announced that it had reached a final settlement (the Settlement ) with the Securities and Exchange Commission (the SEC ) of the SEC s previously announced inquiry.

Under the terms of the Settlement, which has been submitted for court approval, the Company consented, without admitting or denying the allegations in the SEC s complaint, to the entry of a judgment requiring it to pay a civil penalty of \$14 million and disgorgement of one dollar and enjoining the Company from violations of certain provisions of the federal securities laws in the future.

The foregoing summary description of the terms of the Settlement is qualified in its entirety by reference to the settlement documents with the SEC, copies of which are attached as Exhibit 10.1 and incorporated herein by reference.

**Item 8.01. Other Events.**

A copy of the Company s press release announcing the Settlement is furnished as Exhibit 99.1. As reported earlier, the Company previously recognized a charge of \$14 million relating to the settlement of the SEC inquiry in the second quarter of 2008, and accordingly the Settlement will have no effect on the Company s third quarter operating results.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 10.1	Consent of United Rentals, Inc. (with form of Final Judgment attached)
Exhibit 99.1	Press Release of United Rentals, Inc., dated September 8, 2008

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**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: September 9, 2008

UNITED RENTALS, INC.

By: /s/ Roger E. Schwed

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Name: Roger E. Schwed

Title: General Counsel

UNITED RENTALS (NORTH AMERICA), INC.

By: /s/ Roger E. Schwed

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Name: Roger E. Schwed

Title: General Counsel

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**EXHIBIT INDEX**

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