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UNITED RENTALS INC /DE

Form 4 March 10, 2003

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol						
APOLLO INVESTMENT FUND 1	IV, UNII	FED RENTAL, I	NC. (URI)					
(Last) (First) (Mido		.S. or Identi			Statemer Month/Da			[]
TWO MANHATTANVILLE ROAD		n, if an enti	ty (Volun	_	03/06/20			_
(Street)					If Amend		te of Orig	
PURCHASE NY 1057	17							[
(City) (State) (2	ip)							
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		TARLE	T - NON-D		TVE SECHE	 PTTTES AC	ות תשמדווטי	
1. Title of Security (Instr. 3)	2. Trans- action	2A. 3. Deemed Execution	Transact Code (Instr.	ion 4	. Securit (A) or (Instr.	ies Acqu Disposed	ired 5. l of (D) d 5)	Amount Securi Benefi
1. Title of Security	2. Trans- action Date (Month/	2A. 3. Deemed Execution Date, if any (Month/	Transact Code (Instr.	8)	. Securit (A) or (Instr.	Disposed 3, 4 an (A)	ired 5. l of (D) d 5)	Amount Securi Benefi Owned Follow Report Transa
1. Title of Security (Instr. 3) COMMON STOCK, PAR VALUE \$0.01 PER SHARE COMMON STOCK	2. Trans-action Date (Month/Day/Year)	2A. 3. Deemed Execution Date, if any (Month/ Day/ Year)	Transact Code (Instr Code	8) V	. Securit (A) or (Instr.	cies Acqu Disposed 3, 4 an (A) or (D)	ired 5. l of (D) d 5) Price \$8.89	. Amount Securi Benefi Owned Follow Report Transa (Instr
1. Title of Security (Instr. 3) COMMON STOCK, PAR VALUE \$0.01 PER SHARE COMMON STOCK COMMON STOCK	2. Trans- action Date (Month/ Day/ Year) 03/06/03	2A. 3. Deemed Execution Date, if any (Month/ Day/ Year)	Transact Code (Instr. Code	v 4,	Amount	ies Acqu Disposed 3, 4 an (A) or (D)	Price \$8.89	. Amount Securi Benefi Owned Follow Report Transa (Instr
1. Title of Security (Instr. 3) COMMON STOCK, PAR VALUE \$0.01 PER SHARE COMMON STOCK (COMMON STOCK	2. Trans-action Date (Month/Day/Year) 03/06/03 03/06/03	2A. 3. Deemed Execution Date, if any (Month/ Day/ Year)	Transact Code (Instr. Code P P	v 4,	Amount 949 081	ies Acqu Disposed 3, 4 an (A) or (D) (A)	Price \$8.89 \$8.90 \$8.95	. Amount Securi Benefi Owned Follow Report Transa (Instr

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1 Apollo Advisors IV, L.P. ("Advisors IV") is the general partner of the Reporting Person. Apollo ("Capital Management") is the general partner of Advisors IV. Apollo Management IV, L.P. ("Management Reporting Person. AIF IV Management, Inc. ("AIF IV Management") is the general partner of Management Hannan are the directors and principal executive officers of Management IV and AIF IV Management. Capital Management, Management IV, AIF IV Management and Messrs. Black and Hannan and their respective beneficial ownership of all shares of the Issuer in excess of their respective pecuniary interest not be deemed an admission that any such person or entity is the beneficial owner of, or has any securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for

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

* If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).

Potential persons w information contai to respond unless OMB control number

FORM 4 (CONTINUED)

TABLE II-- DERIVATIVE SECURITIES ACQUIRED, DISF (E.G., PUTS, CALLS, WARRANTS, OPTIONS,

1. Title of Derivative	2. Conversion or	3. Trans-action				6. Date Exercisable	7. Title and Amount of	8. Price
Security	Exercise	Date		Code		and Expira-		Security
	Price of	(Month/	tion	(Instr.	Acquired	tion Date	Securities	
(Instr.	Deriva-	Day/	Date,	8)	(A) or	(Month/Day/		(Instr.
3)	tive Security	Year)	if any (Month/ Day/		Disposed of (D)	Year)	(Instr. 3 and 4)	
			Year)		(Instr. 3, 4, and 5)			

				Date	Expira-	Title	Amo	unt	
				Exer-	tion		or	Number	
Code	V	(A)	(D)	cisable	Date		of	Shares	

Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

/s/

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SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Si Per

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, SEE Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are form displays a currently valid OMB Number.