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APOLLO ADVISORS IV LP
Form 4
March 06, 2003

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

FORM 4

[] 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 | | 6 |
| APOLLO ADVISORS IV, L.P. | | | UNITED RENTAL, INC. (URI) | | |
| (Last) | (First) | (Middle) | 3. I.R.S. or Identification Number of Reporting Person, if an entity (Voluntary) | 4. Statement for Month/Day/Year | [] |
| TWO MANHATTANVILLE ROAD | | | | 03/04/2003 | [] |
| (Street) | | | | | |
| PURCHASE NY 10577 | | | | 5. If Amendment, Date of Original (Month/Day/Year) | 7 |
| (City) | (State) | (Zip) | | | [] |

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED

| 1. Title of Security (Instr. 3) | 2. Trans- action 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 Securi Benefi Owned Follow Report Transa (Instr |
|--|--|--|--------------------------------|---|---|
| | | | Code V | Amount (D) Price | |
| COMMON STOCK, PAR VALUE \$0.01 PER SHARE | 03/04/03 | | P | (A) 4,400 \$8.57 | |
| COMMON STOCK | 03/04/03 | | P | (A) 6,900 \$8.58 | |
| COMMON STOCK | 03/04/03 | | P | (A) 2,200 \$8.59 | |
| COMMON STOCK | 03/04/03 | | P | (A) 80,800 \$8.60 | |
| COMMON STOCK | 03/05/03 | | P | (A) 200 \$8.74 | |

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|--------------|----------|---|--------|-----|--------|
| COMMON STOCK | 03/05/03 | P | 800 | (A) | \$8.73 |
| COMMON STOCK | 03/05/03 | P | 300 | (A) | \$8.72 |
| COMMON STOCK | 03/05/03 | P | 2,800 | (A) | \$8.71 |
| COMMON STOCK | 03/05/03 | P | 15,900 | (A) | \$8.70 |
| COMMON STOCK | | | | | 1,34 |

1 Amount reported includes 1,274,258 shares of Common Stock owned by Apollo Investment Fund IV, L.P. ("Investment Fund IV"), Common Stock owned by Apollo Overseas Partners IV, L.P. ("Overseas IV"). The Reporting Person is the general managing general partner of Overseas IV. Apollo Capital Management IV, Inc. ("Capital Management IV") is the general partner of Overseas IV. Apollo Management IV, L.P. ("Management IV") is the Manager of AIF IV and Overseas IV. ("AIF IV Management") is the general partner of Management IV. Leon D. Black and John J. Hannan are executive officers of Capital Management and AIF IV Management. The Reporting Person, Capital Management and Messrs. Black and Hannan and their respective affiliates disclaim beneficial ownership in excess of their respective pecuniary interests, if any, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of, or has any pecuniary interest in, any such securities for purposes of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Potential persons with information contained herein may wish to respond unless OMB control number is provided.

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

FORM 4 (CONTINUED)

TABLE II-- DERIVATIVE SECURITIES ACQUIRED, DISPOSED, EXERCISED, OR EXPIRED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, SWAPS)

| 1. Title of Derivative Security | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Amount of Derivative Security (Instr. 3, 4, and 5) |
|---------------------------------|--|--------------------------------------|--|--------------------------------|--|--|---|--|
| | | | | | | | | |

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Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/

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Note: File three copies of this Form, one of which must be manually signed. If space provided is
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.