
**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): May 8, 2026

**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))

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, of United Rentals, Inc.	URI	New York Stock Exchange

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.

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 8, 2026, the Company held its Annual Meeting at which the stockholders voted: (i) upon the election of Julie M. Heuer Brandt, Marc A. Bruno, Larry D. De Shon, Matthew J. Flannery, Kim Harris Jones, Terri L. Kelly, Michael J. Kneeland, Francisco J. Lopez-Balboa, Gracia C. Martore, Shiv Singh and Alexander R. Taussig to the Board for one-year terms; (ii) upon the ratification of the appointment of Ernst & Young LLP as the Company's public accounting firm for the fiscal year ending December 31, 2026; (iii) on an advisory (non-binding) basis to approve the compensation of the Company's named executive officers; and (iv) on a stockholder proposal on directors who fail to obtain a majority vote.

The stockholders (i) elected all eleven directors; (ii) approved the ratification of the appointment of Ernst & Young LLP for the fiscal year ending December 31, 2026; (iii) approved (on a non-binding basis) the compensation of the Company's named executive officers; and (iv) rejected a stockholder proposal on directors who fail to obtain a majority vote.

The final voting results for each of the matters submitted to a vote of stockholders at the Annual Meeting are set forth below:

Proposal 1. Election of Directors.

<u>Nominee</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
Julie M. Heuer Brandt	51,644,029	438,326	54,967	4,479,782
Marc A. Bruno	51,167,404	942,719	27,199	4,479,782
Larry D. De Shon	51,329,925	779,388	28,009	4,479,782
Matthew J. Flannery	51,893,947	216,323	27,052	4,479,782
Kim Harris Jones	50,868,018	1,243,524	25,780	4,479,782
Terri L. Kelly	51,956,715	156,157	24,450	4,479,782
Michael J. Kneeland	48,970,661	3,137,914	28,747	4,479,782
Francisco J. Lopez-Balboa	51,891,518	218,819	26,985	4,479,782
Gracia C. Martore	51,894,245	217,916	25,161	4,479,782
Shiv Singh	51,514,267	565,522	57,533	4,479,782
Alexander R. Taussig	51,971,593	138,247	27,482	4,479,782

Proposal 2. Ratification of Appointment of Public Accounting Firm.

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
52,466,522	4,121,197	29,385	not applicable

Proposal 3. Advisory Approval of Executive Compensation.

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
49,202,747	2,769,358	165,217	4,479,782

Proposal 4. Stockholder Proposal on Directors Who Fail to Obtain a Majority Vote.

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
7,697,013	44,238,324	201,985	4,479,782

Item 9.01 Financial Statements and Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL

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: May 8, 2026

UNITED RENTALS, INC.

By: /s/ Joli L. Gross

Name: Joli L. Gross

Title: Senior Vice President, Chief Legal and Sustainability Officer,
Corporate Secretary

UNITED RENTALS (NORTH AMERICA) , INC.

By: /s/ Joli L. Gross

Name: Joli L. Gross

Title: Senior Vice President, Chief Legal and Sustainability Officer,
Corporate Secretary
