

United Rentals, Inc.

Corporate Governance Overview

United Rentals is committed to the highest standards of ethics, business integrity and corporate governance. We are always focused on increasing shareholder value and further understand our ethical obligations to our shareholders, employees, customers, suppliers and the communities in which we operate. To that end, our comprehensive corporate governance practices are designed to establish and preserve management accountability, provide a structure that allows the Board to set objectives and monitor performance, and assure the efficient use and accountability of resources.

We take sound corporate governance very seriously. In an effort to further strengthen the quality of the Board and the Company's corporate governance practices generally, the Company has implemented a number of significant practices and compliance procedures, including:

- 12 of the 13 directors are independent
- The roles of Chairman and CEO are separated and the Chairman is an independent director *
- No former CEO of the Company serves on the Board
- The Board elected not to renew or extend the stockholder rights plan
- The Board has adopted stock ownership guidelines for officers and directors
- The Board amended the Company's charter to eliminate Board classification
- The Compensation, Audit and Nominating & Corporate Governance Committees are each comprised solely of independent directors
- Three members of the Audit Committee are financial experts
- The Audit Committee has adopted a policy governing the hiring of current and former employees of the independent auditor
- The Board and each committee have express authority to retain outside advisors
- There are no interlocks among Compensation Committee members
- The Board and each committee perform an annual self-assessment
- All directors attended at least 75% of the meetings of the Board and committees of which they were a member during the past year

United Rentals remains dedicated to continuing the Company's leadership position in matters of corporate governance.

* Dr. Jenne K. Britell, Board Chair, was named the 2011 Director of the Year by the National Association of Corporate Directors. She was also named one of six outstanding directors for 2011 by the Outstanding Directors Exchange, a division of the *Financial Times*.