

HERTZ GLOBAL HOLDINGS INC
Form 4
January 09, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

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 *
Taride Michel

2. Issuer Name and Ticker or Trading Symbol
HERTZ GLOBAL HOLDINGS INC
[HTZ]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
HERTZ HOUSE, 11 VINE STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/08/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group President RAC Internatio

UXBRIDGE,
MIDDLESEX, X0 UB8 1QE

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction 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 of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 01/08/2014 | | M ⁽¹⁾ | | 100,000 A \$ 4.56 | 221,067 | D |
| Common Stock | 01/08/2014 | | S ⁽¹⁾ | | 100,000 D \$ 27.7114 | 121,067 | D |
| Common Stock | 01/08/2014 | | M ⁽¹⁾ | | 100,000 A \$ 4.56 | 221,067 | D |
| Common Stock | 01/08/2014 | | S ⁽¹⁾ | | 100,000 D \$ 27.7114 | 121,067 | D |

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| | | | | | | | | |
|--------------|------------|--|-------------------------|---------|---|---------------|---------|---|
| Common Stock | 01/08/2014 | | <u>M</u> ⁽¹⁾ | 200,000 | A | \$ 9.56 | 321,067 | D |
| Common Stock | 01/08/2014 | | <u>S</u> ⁽¹⁾ | 200,000 | D | \$ 27.7114 | 121,067 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 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) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 4.56 | 01/08/2014 | | <u>M</u> ⁽¹⁾ | 100,000 | <u>(3)</u> | 05/05/2016 | Common Stock | 100,000 |
| Employee Stock Option (Right to Buy) | \$ 4.56 | 01/08/2014 | | <u>M</u> ⁽¹⁾ | 100,000 | <u>(4)</u> | 05/18/2016 | Common Stock | 100,000 |
| Employee Stock Option (Right to Buy) | \$ 9.56 | 01/08/2014 | | <u>M</u> ⁽¹⁾ | 200,000 | <u>(5)</u> | 05/18/2016 | Common Stock | 200,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Taride Michel HERTZ HOUSE | | | Group President RAC Internatio | |

11 VINE STREET
UXBRIDGE, MIDDLESEX, X0 UB8 1QE

Signatures

William H. Langston, by Power of Attorney on behalf of Michel
Taride

01/09/2014

__Signature of Reporting Person

Date

Explanation of Responses:

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

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

(1) Transaction pursuant to trading plan meeting the requirements of SEC Rule 10b5-1.

This transaction was executed in multiple trades at prices ranging from \$27.57 to \$27.93. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) Options to purchase 100,000 shares were issued to the Reporting Person on May 5, 2006. The options vested in five equal annual installments on the first through fifth anniversaries of the grant date.

(4) Options to purchase 300,000 shares were issued to the Reporting Person on May 18, 2006. The options vested in five equal annual installments on the first through fifth anniversaries of the grant date.

(5) Options to purchase 200,000 shares were issued to the Reporting Person on May 18, 2006. The options vested in five equal annual installments on the first through fifth anniversaries of the grant date.

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

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