

HERTZ GLOBAL HOLDINGS INC
Form 4/A
January 16, 2014

FORM 4

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

OMB APPROVAL

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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 *
Boyd Lois Irene

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)
225 BRAE BOULEVARD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/19/2013

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Exec. V.P. and Pres., HERC

PARK RIDGE, NJ 07656

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
11/21/2013

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

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)
Common Stock	11/19/2013		M	34,272 A	\$ 9.7 73,703 ⁽¹⁾	D	
Common Stock	11/19/2013		S	23,619 D	\$ 23.1594 50,084 ⁽¹⁾ ⁽²⁾	D	
Common Stock	11/20/2013		M	2,235 A	\$ 17.14 52,319 ⁽¹⁾	D	
Common Stock	11/20/2013		S	2,235 D	\$ 24.0013 50,084 ⁽¹⁾ ⁽³⁾	D	

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- (1) Includes 10,906 shares acquired through Employee Stock Purchase Plan and 5,491 unvested Restricted Stock Units.

This transaction was executed in multiple trades at prices ranging from \$23.14 to \$23.21. 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.

- (2) This transaction was executed in multiple trades at prices ranging from \$24 to \$24.01. 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 76,485 shares were issued to the Reporting Person on March 4, 2010. The options vest in four equal annual installments on the first through fourth anniversaries of the grant date.

- (4) Options to purchase 80,000 shares were issued to the Reporting Person on November 19, 2007. The options vested in four equal annual installments on the first through fourth 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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