

HERTZ GLOBAL HOLDINGS INC

Form 3

November 15, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Burgess Claude B III

(Last) (First) (Middle)

225 BRAE BOULEVARD

(Street)

PARK RIDGE,Â NJÂ 07656

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/15/2006

3. Issuer Name and Ticker or Trading Symbol

HERTZ GLOBAL HOLDINGS INC [HTZ]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Senior VP, Tech & e-Business

5. 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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common stock

20,000

D Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

				Shares		(I) (Instr. 5)	
Employee stock option(right to buy)	Â (1)	05/05/2016	common stock	40,000	\$ 5.68 (3)	D	Â
Employee stock option (right to buy)	Â (2)	05/18/2016	common stock	200,000	\$ 5.68 (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burgess Claude B III 225 BRAE BOULEVARD PARK RIDGE,Â NJÂ 07656	Â	Â	Â Senior VP, Tech & e-Business	Â

Signatures

Stuart M. Geschwind, By Power of Attorney on behalf Claude B. Burgess III

11/15/2006

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option will vest in five equal installments on the first through fifth anniversaries of the grant date. The first installment will become exercisable on May 5, 2007.
- (2) The option will vest in five equal installments on the first through fifth anniversaries of the grant date. The first installment will become exercisable on May 18, 2007.
- (3) The exercise price does not reflect an anticipated adjustment in the amount of a special dividend expected to occur on or about November 21, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.