Taride Michel Form 4 November 16, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

**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

may continue. See Instruction

obligations

30(h) of the Investment Company Act of 1940

1(b).

(City)

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \* Taride Michel

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

HERTZ GLOBAL HOLDINGS INC

[HTZ]

(Check all applicable)

(Last) (First) (Middle)

HERTZ HOUSE. 11 VINE STREET

(Street)

3. Date of Earliest Transaction

Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify below)

(Month/Day/Year)

11/13/2010

E.V.P. & Pres. of Hertz Europe

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

UXBRIDGE, MIDDLESEX, X0 X0 UB8 1QE

(State)

(City)	(State)	Tabl	le I - Non-D	erivative (	Securi	ties Acqu	iired, Disposed of	, or Beneficiall	y Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Di	sposed	of (D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and 5	5)	Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership
							Following	Indirect (I)	(Instr. 4)
					(A)		Reported	(Instr. 4)	
					or		Transaction(s)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	11/13/2010		M	12,500	A (1)	<u>(1)</u>	105,663	D	
Common	11/13/2010		F	6,375	D (2)	\$	99,288	D	

(2)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

12.02

### Edgar Filing: Taride Michel - Form 4

# 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 onDerivative 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 or Number of Shares
Performance Stock Units	<u>(3)</u>	11/13/2010		M	12,500	(3)	(3)	Common Stock	12,500

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Taride Michel			E.V.P. &			
HERTZ HOUSE			Pres. of			
11 VINE STREET			Hertz			
UXBRIDGE, MIDDLESEX, X0 X0 UB8 1QE			Europe			

## **Signatures**

Stuart M. Geschwind, By Power of Attorney on behalf of Michel Taride

11/16/2010

\*\*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) Represents shares issued to the reporting person in respect of the vesting of the second tranche of Performance Stock Units issued on November 13, 2008.
- (2) Shares withheld to pay tax liabilities incident to the vesting of performance stock units.
  - Each Performance Stock Unit represents a contingent right to receive one share of HTZ common stock. The performance stock units vested in two tranches on the first and second anniversaries of the date of grant. Vesting of the first tranche was contingent upon (a) the
- (3) Recipient's continued employment and (b) satisfaction of the consolidated leverage ratio covenants in the credit agreements governing The Hertz Corporation's senior credit facilities during the period commencing on the date of grant and ending on the first anniversary thereof. Vesting of the second tranche was contingent only upon the Recipient's continued employment.

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.

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