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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

## OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

			or Section So(n) of the investment Company Act of 1940					
1. Name and Address of Reporting Person <sup>*</sup> Mukherjee Anindita		Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol HERTZ GLOBAL HOLDINGS, INC [ HTZ	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				X	Director	10% Owner		
	(Eirct)	(Middle)			Officer (give title below)	Other (specify below)		
(Last) (First) (Middle) HERTZ GLOBAL HOLDINGS, INC. 8501 WILLIAMS ROAD		( )	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2019			,		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable			
(Street)		22222		X	Form filed by One Re	eporting Person		
ESTERO	FL	33928			Form filed by More th Person	nan One Reporting		
(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)	Transaction Code (Instr.		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Common Stock	02/22/2019		A		876	Α	\$ <mark>0</mark>	9,988 <sup>(1)</sup>	D	

 

 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. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

### Explanation of Responses:

1. Includes 7,567 Restricted Stock Units ("RSUs"), each of which represents a contingent right to receive one share of HTZ Common Stock, that will vest on the earliest to occur of (1) the business day immediately preceding the Issuer's 2019 annual meeting, (2) the date that the Reporting Person ceases to be a director or (3) a Change in Control (as defined in Exhibit 99.1 of the Issuer's Registration Statement on Form S-8 filed as of June 24, 2016). Notwithstanding the foregoing, RSUs will be forfeited in the event the Reporting Person is terminated for Cause (as defined in Exhibit 99.1 of the Issuer's Registration Statement on Form S-8 filed as of June 24, 2016).

#### **Remarks:**

<u>William H. Langston, by</u> <u>Power of Attorney on behalf of</u> 02/26/2019 <u>Anindita Mukherjee</u>

\*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.