### Edgar Filing: Gartland Thomas M - Form 4

Gartland The	omas M										
Form 4	2										
May 01, 201									OMB AF	PROVAL	
	UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check thi if no long	er								Expires:	January 31, 2005	
subject to Section 1 Form 4 or	6. <b>SIAIEN</b>	IENT OI	F CHAN	GES IN SECUR		CIA	L OWN	ERSHIP OF	Estimated a burden hour response	verage	
Form 5 obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(	a) of the l	Public U		ling Com	pany	Act of	Act of 1934, 1935 or Section )			
(Print or Type F	Responses)										
Gartland Thomas M S			Symbol	r Name and			0	5. Relationship of Reporting Person(s) to Issuer			
			AVIS B [CAR]	BUDGET	GROUP,	INC	•	(Check	all applicable	)	
(Last) 6 SYLVAN		Middle)	3. Date of (Month/E 04/28/2	•	ansaction			Director X Officer (give below)	title Othe below)	Owner er (specify	
001101110									t, North Ameri		
	(Street)			endment, Da nth/Day/Year	-			6. Individual or Joi Applicable Line) _X_ Form filed by O	ne Reporting Per	rson	
PARSIPPA	NY, NJ 07054							Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative S	Securi	ties Acqu	iired, Disposed of,	or Beneficiall	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transactio Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
~				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	04/28/2012			M <u>(1)</u>	6,550	А	\$ 0 <u>(1)</u>	39,397	D		
Common Stock	04/28/2012			F <u>(2)</u>	3,036	D	\$ 13.14	36,361	D		
Common Stock	04/28/2012			M <u>(1)</u>	11,228	A	\$ 0 <u>(1)</u>	47,589	D		
Common Stock	04/28/2012			F <u>(3)</u>	5,205	D	\$ 13.14	42,384	D		

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

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# 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. Transactic 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
Restricted Stock Units	\$ 0 <u>(1)</u>	04/28/2012		M <u>(1)</u>	6,550	(4)	(6)	Common Stock	6,550
2008 Performance Based Restricted Stock Units	\$ 0 <u>(1)</u>	04/28/2012		M <u>(1)</u>	11,228	(5)	<u>(6)</u>	Common Stock	11,228

## **Reporting Owners**

er Officer Other
President, North America
16

## Signatures

Jean M. Sera, by Power of Attorney for Thomas M. Gartland

\*\*Signature of Reporting Person

## **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 restricted stock units which automatically converted to Common Stock upon the vesting of such units on a one-to-one basis.

05/01/2012

Date

- (2) Represents tax withholdings in connection with the vesting of 6,550 shares of restricted stock units.
- (3) Represents tax withholdings in connection with the vesting of 11,228 shares of performance based restricted stock units.
- (4) Original grant vested in four equal installments on April 28, 2009, 2010, 2011 and 2012.

#### **Reporting Owners**

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- (5) Units vested on April 28, 2012 based on the Company's attainment of pre-established financial performance goals.
- (6) Expiration date not applicable.

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.