Edgar Filing: BERQUIST CARL T - Form 4

BERQUIST Form 4	Г CARL Т								
February 1	8, 2009								
FOR	M 4								PPROVAL
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287
Check t if no lo subject Section Form 4 Form 5	rsuant to S	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934,					Estimated a burden hou response	urs per	
obligati may co <i>See</i> Ins 1(b).				-	-	npany Act y Act of 1	of 1935 or Secti 940	on	
(Print or Type	e Responses)								
1. Name and Address of Reporting Person <u>*</u> BERQUIST CARL T		Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol HERTZ GLOBAL HOLDINGS INC [HTZ]			5. Relationship of Reporting Person(s) to IssuerC (Check all applicable)			
(Last) (First) (Middle) 10400 FERNWOOD ROAD		,	3. Date of Earliest Transaction (Month/Day/Year) 02/15/2009			_X_ Director 10% Owner Officer (give title Other (specify below) below)			
	(Street)			endment, Dannent, Dannen, Danne	-	I	6. Individual or Applicable Line) _X_ Form filed by Form filed by	-	erson
BETHESI	DA, MD 20817						Person	whole than one K	eporting
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)
Reminder: R	eport on a separate line	e for each cla	ass of sec				or indirectly		
Kenninger, K				andes bene	Person inform require	ns who res lation cont ed to respo	pond to the colle ained in this forn and unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	f				(Instr.
			Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	02/15/2009	А	3,438	(2)	(2)	Common Stock	3,438	\$

Reporting Owners

Reporting Owner Name / Address				
1 0	Director	10% Owner	Officer	Other
BERQUIST CARL T 10400 FERNWOOD ROAD BETHESDA, MD 20817	Х			

Signatures

Stuart M. Geschwind, by Power of Attorney on behalf of Carl T. Berquist

<u>**</u>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) Each share of Phantom Stock is the economic equivalent of one share of Hertz Global Holdings, Inc. Common Stock.

The value of any Phantom Stock credited to the Reporting Person's account shall be distributed in the greatest number of whole shares(2) (with any fractional interest payable in cash) immediately following the date the Reporting Person ceases to be a director (or, if earlier, upon a change of control).

02/18/2009

Date

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.