

HERTZ GLOBAL HOLDINGS INC
 Form 4
 February 10, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 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 *
 BANK OF AMERICA CORP /DE/

2. Issuer Name and Ticker or Trading Symbol
 HERTZ GLOBAL HOLDINGS INC
 [HTZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/31/2008

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

BANK OF AMERICA
 CORPORATE CENTER, 100 N
 TRYON ST

(Street)

4. 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

CHARLOTTE, NC 28255

(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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------------------|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 12/31/2008 | | S | 478 (3) | D | \$ 4.66 | 39,155,920 (4) (5) (6) (7) (8) I | By Subsidiary (1) (2) |
| Common Stock | 01/02/2009 | | P | 478 (3) | A | \$ 5.36 | 39,156,398 (4) (5) (6) (7) (9) I | By Subsidiary (1) (2) |
| Common Stock | 01/05/2009 | | P | 13 (3) | A | \$ 5.3967 | 39,156,411 (4) (5) (6) (7) (10) I | By Subsidiary (1) (2) |

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| | | | | | | | | |
|--------------|------------|---|---------------------|---|-----------|---|---|------------------------------------|
| Common Stock | 01/06/2009 | S | 13 <u>(3)</u> | D | \$ 5.95 | 39,156,398 <u>(4) (5) (6) (7) (9)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/08/2009 | S | 700 <u>(3)</u> | D | \$ 5.84 | 39,155,698 <u>(4) (5) (6) (7) (11)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/08/2009 | S | 800 <u>(3)</u> | D | \$ 5.85 | 39,154,898 <u>(4) (5) (6) (7) (12)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/08/2009 | P | 100 <u>(3)</u> | A | \$ 5.96 | 39,154,998 <u>(4) (5) (6) (7) (13)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/08/2009 | P | 1,400 <u>(3)</u> | A | \$ 5.9591 | 39,156,398 <u>(4) (5) (6) (7) (9)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/12/2009 | S | 100 <u>(3)</u> | D | \$ 5.95 | 39,156,298 <u>(4) (5) (6) (7) (14)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/12/2009 | P | 2,500 <u>(3)</u> | A | \$ 5.93 | 39,158,798 <u>(4) (5) (6) (7) (15)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/12/2009 | P | 200 <u>(3)</u> | A | \$ 5.94 | 39,158,998 <u>(4) (5) (6) (7) (16)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/12/2009 | P | 400 <u>(3)</u> | A | \$ 5.92 | 39,159,398 <u>(4) (5) (6) (7) (17)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/12/2009 | P | 186 <u>(3)</u> | A | \$ 5.75 | 39,259,584 <u>(4) (5) (6) (7) (18)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/15/2009 | S | 5,600 <u>(3)</u> | D | \$ 5.16 | 39,153,984 <u>(4) (5) (6) (7) (19)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 01/29/2009 | S | 186 <u>(3)</u> | D | \$ 5.898 | 39,153,798 <u>(4) (5) (6) (7) (20)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 02/03/2009 | P | 54 <u>(3)</u> | A | \$ 5.09 | 39,153,852 <u>(4) (5) (6) (7) (21)</u> | I | By Subsidiary <u>(1) (2)</u> |
| Common Stock | 02/04/2009 | S | 54 <u>(3)</u> | D | \$ 5.029 | 39,153,798 <u>(4) (5) (6) (7) (20)</u> | I | By Subsidiary <u>(1) (2)</u> |

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

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Partners, L.P., the general partner of which is Merrill Lynch GP, Inc., which is a wholly-owned subsidiary of Merrill Lynch Group, Inc., which is a wholly-owned subsidiary of ML&Co.

- (3) Transaction executed by the error correction section of Merrill, Lynch, Pierce, Fenner & Smith Incorporated ("MLPFS"), a broker-dealer and subsidiary of ML&Co., to correct errors made in connection with trades made on behalf of clients of MLPFS.
- (4) In connection with all of the transactions reported on this Form, the Reporting Person has agreed to voluntarily remit appropriate profits, if any, to Hertz Global Holdings, Inc. The Reporting Person disclaims that the transactions reported on this Form 4 are subject to reporting under Section 16(a) or disgorgement under Section 16(b), and this report shall not be deemed an admission that those sections apply to these transactions.
- (5) 32,160,660 shares are owned directly by MLGPE.
- (6) 3,872,549 shares are owned directly by Merrill Lynch Ventures L.P. 2001, a limited partnership whose general partner is Merrill Lynch Ventures, L.L.C., a wholly-owned subsidiary of Merrill Lynch Group, Inc. which is a wholly-owned subsidiary of ML&Co.
- (7) 3,101,137 shares are owned directly by ML Hertz Co-Investor, L.P., a limited partnership whose general partner is ML Hertz Co-Investor GP, L.L.C., whose sole managing member is MLGPE.
- (8) 21,574 shares are owned directly by MLPFS.
- (9) 22,052 shares are owned directly by MLPFS.
- (10) 22,065 shares are owned directly by MLPFS.
- (11) 21,352 shares are owned directly by MLPFS.
- (12) 20,552 shares are owned directly by MLPFS.
- (13) 20,652 shares are owned directly by MLPFS.
- (14) 21,952 shares are owned directly by MLPFS.
- (15) 24,452 shares are owned directly by MLPFS.
- (16) 24,652 shares are owned directly by MLPFS.
- (17) 25,052 shares are owned directly by MLPFS.
- (18) 25,238 shares are owned directly by MLPFS.
- (19) 19,638 shares are owned directly by MLPFS.
- (20) 19,452 shares are owned directly by MLPFS.
- (21) 19,506 shares are owned directly by MLPFS.

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

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