

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>Frecker Richard J</u>			2. Issuer Name and Ticker or Trading Symbol <u>HERTZ GLOBAL HOLDINGS, INC [ HTZ ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP General Counsel</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/04/2019</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>8501 WILLIAMS ROAD</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	<u>FL</u>	<u>33928</u>						
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/04/2019		M		1,803	A	\$0	9,630	D	
Common Stock	03/04/2019		F		535	D	\$0	9,095	D	
Common Stock	03/04/2019		M		1,931	A	\$0	11,026	D	
Common Stock	03/04/2019		F		489	D	\$0	10,537	D	
Common Stock	03/04/2019		F		531 <sup>(1)</sup>	D	\$0	10,006	D	
Common Stock	03/04/2019		A		5,076	A	\$0	15,082 <sup>(2)</sup>	D	
Common Stock	03/04/2019		M		724	A	\$0	15,806	D	
Common Stock	03/04/2019		F		177	D	\$0	15,629	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. Transaction Code (Instr. 8)		5. Number of Derivative 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 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
Restricted Common Stock	(3)	03/04/2019		M		1,803	(3)	(3)		Common Stock	1,803	\$0	1,803	D	
Restricted Stock Units	(4)	03/04/2019		F		1,931	(4)	(4)		Common Stock	1,931	\$0	11,976 <sup>(4)</sup>	D	
Performance Stock Units	(5)	03/04/2019		M		724	(5)	03/04/2019 <sup>(5)</sup>		Common Stock	724	\$0	0	D	

**Explanation of Responses:**

- On March 2, 2018, the Reporting Person received 6,768 Restricted Stock Units ("RSUs"), each of which represents a contingent right to receive one share of HTZ Common Stock, that vest in equal installments on March 2, 2019, 2020 and 2021. These shares are withheld to pay tax liabilities incident to the vesting of RSUs.
- On March 2, 2018, the Reporting Person received 20,305 Performance Stock Units ("PSUs") that vest on the third anniversary of the grant date, contingent upon (a) the recipient's continued employment and (b) achievement of financial performance goals (Adjusted Corporate EBITDA) for 2018, the combined 2018 and 2019 performance period and the combined 2018, 2019 and 2020 period. The Reporting Person earned 25% of the target award based on 2018 performance. The Reporting Person is eligible to earn 50% of the target award based on 2018 performance and up to 150% based on combined 2018, 2019 and 2020 performance.
- 5,408 shares of restricted stock were granted in 2017 and were earned based on achieving revenue goals for 2017. The first tranche vested on March 2, 2018 and the second tranche vested on March 2, 2019, each after the certification of performance for the restricted stock. The remaining tranche will vest on the third anniversary of the date of grant, subject to continued employment.
- Includes (1) 5,208 RSUs, each of which represents a contingent right to receive one share of HTZ Common Stock, that will vest on June 1, 2019 and (2) 6,768 RSUs that will vest on March 2, 2021, in each case, subject to the continued employment of the Reporting Person by the Issuer or any subsidiary thereof through each such vesting date.
- Each PSU represents a contingent right to receive one share of HTZ common stock. The PSUs were initially granted on March 4, 2016, and the amount of PSUs eligible for vesting is subject to achievement of customer satisfaction goals for the combined 2016, 2017 and 2018 period. All of the earned PSUs vest on March 4, 2019, subject to the Reporting Person remaining an employee of the Issuer on the vesting date.

**Remarks:**

William H. Langston by Power of Attorney on behalf of Richard J. Frecker 03/06/2019

\*\* Signature of Reporting Person Date

\* 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.

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