

| OMB APPROVAL | |
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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>NINIVAGGI DANIEL A</u> (Last) (First) (Middle) <u>8501 WILLIAMS ROAD</u> (Street) <u>ESTERO FL 33928</u> (City) (State) (Zip) | 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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/27/2019</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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 |

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 | 06/27/2019 | | X | | 18,231 ⁽¹⁾ | A | \$12.95 | 53,252 ⁽²⁾ | D | |
| Common Stock | 06/27/2019 | | X | | 344 ⁽³⁾ | A | \$12.95 | 53,596 ⁽²⁾ | 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 |
| Subscription Rights (right to buy) | \$12.95 | 06/27/2019 | | X | | | 26,488 ⁽¹⁾ | 06/26/2019 | 07/12/2019 | Common Stock | 18,231 | \$0 | 500 | D | |
| Subscription Rights (right to buy) | \$12.95 | 06/27/2019 | | X | | | 500 ⁽³⁾ | 06/26/2019 | 07/12/2019 | Common Stock | 344 | \$0 | 0 | D | |

Explanation of Responses:

1. Represents the exercise by the Reporting Person of 26,488 of his transferable basic subscription rights (each subscription right entitling its holder to purchase 0.688285 shares of HTZ Common Stock at a subscription price equal to \$12.95 per whole share), which were distributed to all holders of HTZ Common Stock on a pro rata basis on the June 24, 2019 record date for the rights offering. The Reporting Person will acquire the shares of Common Stock received from the exercise when issued by the Issuer at the expiration of the rights offering on July 12, 2019.
2. Includes 8,033 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).
3. Represents the exercise by the Reporting Person of 500 of his transferable basic subscription rights (each subscription right entitling its holder to purchase 0.688285 shares of HTZ Common Stock at a subscription price equal to \$12.95 per whole share), which were distributed to all holders of HTZ Common Stock on a pro rata basis on the June 24, 2019 record date for the rights offering. The Reporting Person will acquire the shares of Common Stock received from the exercise when issued by the Issuer at the expiration of the rights offering on July 12, 2019.

Remarks:

William H. Langston, by Power
of Attorney on behalf of Daniel 07/01/2019
A. Ninivaggi

** 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.