NELSON RONALD L

Form 4

August 25, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * NELSON RONALD L			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			AVIS BUDGET GROUP, INC. [CAR]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director 10% OwnerX_ Officer (give title Other (specify		
6 SYLVAN V	VAY		08/22/2008	below) below) Chairman and CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
PARSIPPAN	Y, NJ 07054	ļ		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned		

	Tuble 1 Tion Betty unit & Securities Trequired, Disposed by of Beneficially 6 when								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 08/22/2008	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8) Code V M(1)	4. Securition(A) or Dis (D) (Instr. 3, 4) Amount 46,108	sposed	of	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)
Common Stock							9,030	I	Held by NQ Deferred Compensation Plan (Deferred LTIP Shares)
Common Stock							9,037	I	Held by NQ Deferred Compensation Plan

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

3. Transaction Date 3A. Deemed

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5. Number of 6. Date Exercisable and

SEC 1474 (9-02)

7. Title and Amount

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

D	erivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onDerivative	Expiration Date		Underlying	Securiti
Se	curity	or Exercise		any	Code	Securities	(Month/Day/Year	r)	(Instr. 3 and	4)
(Iı	nstr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
		Derivative				or Disposed of				
		Security				(D)				
		_				(Instr. 3, 4,				
						and 5)				
							Date Exercisable	Expiration	Title	Amou
					Code V	(A) (D)	Date Exercisable	Date	Title	Numb of Sha
Pe	erformance									
	Vesting estricted	\$ 0	08/22/2008		M <u>(1)</u>	46,108	07/31/2008(3)	<u>(4)</u>	Common Stock	46,1

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NELSON RONALD L 6 SYLVAN WAY PARSIPPANY, NJ 07054	X		Chairman and CEO				

Signatures

1. Title of

Stock Units

Jean M. Sera, by Power of Attorney for Ronald L.
Nelson

08/25/2008

**Signature of Reporting Person Date

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.
- (2) Adjusted to reflect the one-for-ten reverse stock split completed in September 2006.
- Up to 46,105 of the units vest on July 31, 2009, subject to the Company's attainment of pre-established financial performance goals. The
- (3) remainder of the unvested units vest on July 31, 2010, subject to the Company's attainment of pre-established financial performance goals.
- (4) 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.

Reporting Owners 2

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