

AVIS BUDGET GROUP, INC.
Form 4
February 25, 2014

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 *
Sweeney Stender E

2. Issuer Name and Ticker or Trading Symbol
AVIS BUDGET GROUP, INC.
[CAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2014

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

6 SYLVAN WAY

(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

PARSIPPANY, NJ 07054

(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	02/21/2014		A		571	A		\$ 44.88 (1)	671	D	
Common Stock	02/25/2014		S		671	D		\$ 46.63 (2)	0	D	
Common Stock	02/25/2014		S		1,500 (3)	D		\$ 46.15 (4)	0	I (3)	By trust
Common Stock	02/21/2014		D		25,000 (5)	D		\$ 46.64	66,711	I	Held by NQ Deferred

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- (3) Represents shares held in a family trust for which Mr. Sweeney and his wife are trustees. Shares were formerly reported as directly held. Price reflects the weighted average sale price for the sale transactions made on the date reported above. Sale prices ranged from \$46.15 to \$46.18. Mr. Sweeney will provide, upon request by the Staff, the Company, or a security holder of the Company, full information regarding the number of shares purchased or sold at each separate price.
- Represents deferred stock units of the Company under the Non-Employee Directors Deferred Compensation Plan. Each deferred stock unit is the economic equivalent of one share of Company common stock. Upon approval by the Compensation Committee of the Company's Board of Directors, the deferred stock units were settled with the Company for cash, which was deferred in accordance with the terms of the plan.
- (5)

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