

Martins Izilda P
 Form 3
 November 12, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Martins Izilda P | | (Month/Day/Year) | AVIS BUDGET GROUP, INC. [CAR] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 11/08/2010 | | |
| 6 SYLVAN WAY | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| PARSIPPANY,Â NJÂ 07054 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | VP and Acting CAO | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 2,046 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | Amount or Number of | Security | |

Edgar Filing: Martins Izilda P - Form 3

| | | | | Shares | | (I) (Instr. 5) | |
|--|------------|------------|--------------|--------|----------|-------------------|---|
| Restricted Stock Units | Â (1) | Â (5) | Common Stock | 847 | \$ 0 (6) | D | Â |
| Restricted Stock Units | Â (2) | Â (5) | Common Stock | 2,361 | \$ 0 (6) | D | Â |
| Restricted Stock Units | Â (3) | Â (5) | Common Stock | 11,232 | \$ 0 (6) | D | Â |
| Performance Based Restricted Stock Units | Â (4) | Â (5) | Common Stock | 4,814 | \$ 0 (6) | D | Â |
| Stock Option (right to buy) | 01/28/2011 | 01/28/2019 | Common Stock | 28,000 | \$ 0.79 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Martins Izilda P 6 SYLVAN WAY PARSIPPANY, NJ 07054 | Â | Â | Â VP and Acting CAO | Â |

Signatures

Jean M. Sera, by Power of Attorney for Izilda P. Martins 11/12/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Original grant vests in four equal installments. The first three installments vested on March 6, 2008, 2009 and 2010, and the final installment vests on March 6, 2011.
- (2) Original grant vests in four equal installments. The first two installments vested on March 6, 2009 and 2010, the next two installments vest on March 6, 2011 and 2012.
- (3) Grant vests in three equal installments on January 27, 2011, 2012 and 2013.
- (4) Between 50% and 100% of the units will vest on the third anniversary of the date of grant if the per-share closing price of the Company's common stock equals or exceeds a minimum threshold price of \$14.12 and a maximum target price of \$15.77 over any consecutive 30 trading days between the grant date and the third anniversary of the date of grant. The actual number of units that vest, based on closing prices that are between the threshold and target prices shall be determined on a pro rata basis using straight line interpolation.
- (5) Expiration date not applicable.
- (6) Units convert to Common Stock on a one-to-one basis upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.