

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Linnen Edward P</u>  (Last) (First) (Middle) 6 SYLVAN WAY  (Street) PARSIPPANY NJ 07054  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AVIS BUDGET GROUP, INC. [ CAR ]</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, Chief HR Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/21/2016	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	01/21/2016		M		1,716	A	\$0 <sup>(1)</sup>	10,990	D	
Common Stock	01/21/2016		F <sup>(2)</sup>		681	D	\$25.27	10,309	D	
Common Stock	01/22/2016		M		2,126	A	\$0 <sup>(1)</sup>	12,435	D	
Common Stock	01/22/2016		F <sup>(3)</sup>		815	D	\$26.08	11,620	D	
Common Stock	01/23/2016		M		3,302	A	\$0 <sup>(1)</sup>	14,922	D	
Common Stock	01/23/2016		F <sup>(4)</sup>		1,111	D	\$26.08	13,811	D	
Common Stock								3,496	I	By 401(k) plan

**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 Stock Units	\$0.0 <sup>(1)</sup>	01/21/2016		M		1,716		(5)	(6)	Common Stock	1,716	\$0	3,434	D	
Restricted Stock Units	\$0.0 <sup>(1)</sup>	01/22/2016		M		2,126		(7)	(6)	Common Stock	2,126	\$0	2,127	D	
Restricted Stock Units	\$0.0 <sup>(1)</sup>	01/23/2016		M		3,302		(8)	(6)	Common Stock	3,302	\$0	0	D	

**Explanation of Responses:**

- Units convert to Common Stock on a one-to-one basis upon vesting.
- Represents tax withholdings in connection with the vesting of 1,716 restricted stock units.
- Represents tax withholdings in connection with the vesting of 2,126 restricted stock units.
- Represents tax withholdings in connection with the vesting of 3,302 restricted stock units.
- Original grant was awarded in 2015 and vests in three equal installments on January 21, 2016, 2017 and 2018.
- Expiration date not applicable.
- Original grant was awarded in 2014 and vests in three equal installments on January 22, 2015, 2016 and 2017.
- Original grant was awarded in 2013 and vested in three equal installments on January 23, 2014, 2015 and 2016.

**Remarks:**

/s/ Jean M. Sera, by Power of Attorney for Edward P. Linnen 01/25/2016

\*\* 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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