

AVIS BUDGET GROUP, INC.  
Form 8-K  
May 27, 2010

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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): May 27, 2010 (May 26, 2010)

Avis Budget Group, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or Other Jurisdiction of  
Incorporation)

1-10308  
(Commission File Number)

06-0918165  
(IRS Employer Identification  
Number)

6 Sylvan Way  
Parsippany, NJ  
(Address of Principal Executive Offices)

07054  
(Zip Code)

(973) 496-4700  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 26, 2010, Avis Budget Group, Inc. (the “Company”) held its Annual Meeting of Stockholders in Wilmington, Delaware. The following matters were submitted to a vote of stockholders and the voting results were as follows:

- (1) Election of Directors: The nine nominees named in the Company’s proxy statement were elected for a one-year term expiring in 2011 and until their successors are duly elected and qualified, based upon the following votes of the 78,322,054 total votes cast for this proposal:

| Director Nominee   | Votes For  | Votes Against | Abstain | Broker<br>Non-Votes |
|--------------------|------------|---------------|---------|---------------------|
| Ronald L. Nelson   | 77,029,425 | 1,239,187     | 53,442  | 11,557,201          |
| Mary C. Choksi     | 76,901,949 | 1,329,926     | 90,179  | 11,557,201          |
| Leonard S. Coleman | 76,835,576 | 1,396,280     | 90,198  | 11,557,201          |
| Martin L. Edelman  | 77,396,980 | 862,856       | 62,218  | 11,557,201          |
| John D. Hardy, Jr. | 77,209,246 | 1,027,676     | 85,132  | 11,557,201          |
| Lynn Krominga      | 76,917,737 | 1,343,900     | 60,417  | 11,557,201          |
| Eduardo G. Mestre  | 76,963,542 | 1,259,571     | 98,941  | 11,557,201          |
| F. Robert Salerno  | 77,752,387 | 516,136       | 53,531  | 11,557,201          |
| Stender E. Sweeney | 76,757,766 | 1,502,957     | 61,331  | 11,557,201          |

- (2) Ratification of Appointment of Auditors: The appointment of Deloitte & Touche LLP as the auditors of the Company’s financial statements for fiscal year 2010 was ratified as follows:

| Votes For  | Votes Against | Abstain | Broker<br>Non-Votes |
|------------|---------------|---------|---------------------|
| 87,983,712 | 1,747,819     | 147,724 | --                  |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereto duly authorized.

AVIS BUDGET GROUP, INC.

By: /s/ Jean M. Sera  
 Name: Jean M. Sera  
 Title: Senior Vice President and Secretary

Date: May 27, 2010

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