Martins Izilda P
Form 4
January 29, 2013

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Martins Izilda P

(Last) (First) (Middle)

6 SYLVAN WAY

(Street)

PARSIPPANY, NJ 07054

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP and Acting CAO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	01/25/2013		M (1)		3,848	A	$ 0 (1)	17,482	D	
Common Stock	01/25/2013		F (2)		1,526	D	$ 21.99	15,956	D	
Common Stock	01/26/2013		M (1)		3,648	A	$ 0 (1)	19,604	D	
Common Stock	01/26/2013		F (4)		1,251	D	$ 21.99	18,353	D	
Common Stock	01/27/2013		M (1)		3,744	A	$ 0 (1)	22,097	D	

Common Stock	01/27/2013		F(6)		1,280	D	$ 21.99	20,817	D	
Common Stock	01/27/2013		M(1)		4,814	A	$ 0 (1)	25,631	D	
Common Stock	01/27/2013		F(8)		1,654	D	$ 21.99	23,977	D	

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

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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 Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	$ 0 (1)	01/25/2013		M(1)			3,848	(3)	(10)	Common Stock	3,848
Restricted Stock Units	$ 0 (1)	01/26/2013		M(1)			3,648	(5)	(10)	Common Stock	3,648
Restricted Stock Units	$ 0 (1)	01/27/2013		M(1)			3,744	(7)	(10)	Common Stock	3,744
Performance Based Restricted Stock Units	$ 0 (1)	01/27/2013		M(1)			4,814	(9)	(10)	Common Stock	4,814

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Martins Izilda P 6 SYLVAN WAY			VP and Acting CAO	

PARSIPPANY, NJ 07054

Signatures

Jean M. Sera by Power of Attorney for Izilda P. Martins	01/29/2013
**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) Represents tax withholdings in connection with the vesting of 3,848 shares of restricted stock units.

(3) Original grant vests in three equal installments on January 25, 2013, 2014 and 2015.

(4) Represents tax withholdings in connection with the vesting of 3,648 shares of restricted stock units.

(5) Original grant vests in three equal installments on January 26, 2012, 2013 and 2014.

(6) Represents tax withholdings in connection with the vesting of 3,744 shares of restricted stock units.

(7) Original grant vests in three equal installments on January 27, 2011, 2012 and 2013.

(8) Represents tax withholdings in connection with the vesting of 4,814 shares of performance based restricted stock units.

(9) 100% of the units vested on the third anniversary of the date of grant upon the Company's achievement of certain average price-per share performance goals.

(10) 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.
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