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

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**FORM 8-K**

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

**Date of Report (Date of Earliest Event Reported): February 27, 2026**

**Avis Budget Group, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other jurisdiction  
of incorporation)

**001-10308**  
(Commission  
File Number)

**06-0918165**  
(I.R.S. Employer  
Identification No.)

**379 Interpace Parkway  
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.):

- 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))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of Each Class</b>	<b>Trading Symbol(s)</b>	<b>Name of Each Exchange on Which Registered</b>
Common Stock, par value \$0.01	CAR	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 7.01 Regulation FD Disclosure.**

On October 22, 2025, plaintiffs Andrew Jones and Arjun Dua sought to voluntarily dismiss two shareholder derivative actions in the United States District Court for the District of New Jersey in which Avis Budget Group, Inc. (the “Company”) is named as a nominal defendant. On November 24, 2025, the District Court for the District of New Jersey ordered that, before the cases are dismissed, notice must be provided to the Company’s shareholders. The Court subsequently approved a proposed plan for notice to Company shareholders, which included the Company’s filing of a Current Report on Form 8-K filed with the Securities and Exchange Commission attaching a notice explaining the proposed dismissals and the Company shareholders’ right to intervene in the relevant actions (the “Notice”). A copy of the Notice is furnished herewith as Exhibit 99.1.

The information in this Current Report on Form 8-K, including Exhibit 99.1 hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (as amended, the “Exchange Act”) or otherwise subject to the liabilities of that Section, and shall not be or be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Notice of Proposed Voluntary Dismissal of Two Shareholder Derivative Actions, furnished herewith.</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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**SIGNATURE**

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, General Counsel, Chief  
Compliance Officer and Corporate Secretary

Date: February 27, 2026

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TO: ALL CURRENT HOLDERS OF AVIS BUDGET GROUP, INC. (“AVIS” OR THE “COMPANY”) SHARES OF COMMON STOCK

**PLEASE READ THIS NOTICE CAREFULLY AND COMPLETELY. YOUR RIGHTS MAY BE AFFECTED.**

**THIS NOTICE RELATES TO A PROPOSED VOLUNTARY DISMISSAL OF A SHAREHOLDER DERIVATIVE ACTION  
AND CLAIMS ASSERTED ON BEHALF OF AVIS.**

Pursuant to an order of the United States District Court for the District of New Jersey, the Company’s shareholders are advised that the plaintiffs in two shareholder derivative actions intend to voluntarily dismiss their lawsuits, subject to approval of the Court. Additional information on the actions and Avis shareholders’ right to intervene can be found below, and the complaints filed in the actions are available at <https://www.johnsonfistel.com/wp-content/uploads/2026/02/001-Complaint-7.pdf> and <https://weiserlawfirm.com/wp-content/uploads/2026/02/Jones-v.-Phawa-25-cv-07934-Avis-FILED.pdf>.

**The Shareholder Derivative Actions**

On June 6, 2025 and September 9, 2025 respectively, plaintiff Andrew Jones and plaintiff Arjun Dua each filed a shareholder derivative complaint in the United States District Court for the District of New Jersey against certain of Avis’s current or former officers and directors (the “Individual Defendants”) seeking relief on behalf of Avis, a nominal defendant. *See Jones v. Pahwa*, No. 2:25-cv-07934-MEF-CF and *Dua v. Ferraro*, No. 2:25-cv-15382-MEF-CF.

Both derivative suits arise from Avis’s announcement in February 2025 that it was accelerating its fleet rotation, and as a result, taking a non-cash impairment for the fourth quarter of 2024. The suits allege that the Individual Defendants permitted or caused Avis to make certain representations concerning fleet rotation, vehicle utilization, and impairment, which allegedly were revealed to be misleading by the impairment disclosure. The suits assert the following causes of action: breach of fiduciary duties, unjust enrichment, violations of Section 14(a) of the Securities Exchange Act, and/or waste of corporate assets. The relief sought includes an unspecified amount of damages, restitution, equitable, injunctive, and/or declaratory relief, corporate governance changes, and costs.

The shareholder plaintiffs in the two derivative actions have advised Avis, the Individual Defendants, and the Court of their intent to voluntarily dismiss the derivative actions. On November 24, 2025, the District Court for the District of New Jersey ordered that notice of the voluntary dismissals be provided to Avis shareholders. If no other Avis shareholder seeks to intervene in either of the derivative actions, the voluntary dismissals will be approved and the *Jones* and *Dua* Derivative Actions will be dismissed without prejudice.

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**The Right to Intervene in the *Jones* or *Dua* Derivative Actions**

Any Avis shareholder may seek to intervene as a plaintiff in the *Jones* or *Dua* Derivative Actions if he, she, they, or it (1) owns shares in Avis and (2) wishes to pursue the claims in the *Jones* or *Dua* Derivative Actions or has any reason why the actions should not be voluntarily dismissed. All motions to intervene must be filed with the Clerk of the Court no later than April 13, 2026. Every motion to intervene must comply with Federal Rule of Civil Procedure 24 and must contain: (1) the caption of the *Jones* or *Dua* Derivative Actions; (2) the intervenor's name, address, and phone number; (3) proof or certification of the date the intervenor purchased Avis stock; and (4) any supporting papers, including all documents and writings that the intervenor desires the Court to consider.

**Any motions to intervene must be filed with the District Court of New Jersey at:**

Clerk of Court  
United States District Court for the District of New Jersey  
Martin Luther King Building & United States Courthouse  
50 Walnut Street, Room 4015  
Newark, NJ 07101

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