

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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, 2021 (May 26, 2021)**

**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**  
(IRS Employer  
Identification Number)

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

**07054**  
(Zip Code)

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

**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:

- 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:

| Title of each class                   | Trading<br>Symbol(s) | Name of each exchange<br>on which registered |
|---------------------------------------|----------------------|--|
| <b>Common Stock, Par Value \$0.01</b> | <b>CAR</b>           | <b>The NASDAQ Global Select Market</b>       |

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.

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

On May 26, 2021, Avis Budget Group, Inc. (the “Company”) held its 2021 Annual Meeting of Shareholders. The following matters were submitted to a vote of shareholders and the voting results were as follows:

- (1) *Election of Directors*: The six nominees named in the Company’s 2021 proxy statement were elected to serve a one-year term expiring in 2022 and until their successors are duly elected and qualified, based upon the following votes:

| <u>Director Nominee</u> | <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|-------------------------|------------------|----------------------|----------------|-------------------------|
| Bernardo Hees           | 43,957,617       | 3,097,182            | 44,786         | 12,063,482              |
| Lynn Krominga           | 43,428,629       | 3,627,183            | 43,773         | 12,063,482              |
| Glenn Lurie             | 45,395,219       | 1,653,607            | 50,759         | 12,063,482              |
| Jagdeep Pahwa           | 43,275,507       | 3,779,219            | 44,859         | 12,063,482              |
| Karthik Sarma           | 44,895,351       | 2,159,270            | 44,964         | 12,063,482              |
| Carl Sparks             | 42,365,842       | 4,688,531            | 45,212         | 12,063,482              |

- (2) *Ratification of Appointment of Independent Registered Accounting Firm*: The appointment of Deloitte & Touche LLP to serve as the Company’s independent registered accounting firm for fiscal year 2021 was ratified as follows:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> |
|------------------|----------------------|----------------|
| 58,461,558       | 651,217              | 50,292         |

- (3) *Advisory Approval of the Compensation of our Named Executive Officers*: The proposal to approve, on an advisory basis, the compensation of the Company’s named executive officers, as described in the Company’s 2021 proxy statement, was approved by the following votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------------|----------------------|----------------|-------------------------|
| 45,462,347       | 1,576,416            | 60,822         | 12,063,482              |

**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: May 27, 2021