

HERTZ GLOBAL HOLDINGS INC  
Form SC 13G/A  
February 18, 2009

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G/A**

Under the Securities Exchange Act of 1934

(Amendment No. 2 )\*

**Hertz Global Holdings, Inc.**

(Name of Issuer)

**Common Stock, par value \$0.01 per share**

(Title of Class of Securities)

**42805T 10 5**

(CUSIP Number)

**December 31, 2008**

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 42805T 10 5

1. Name of Reporting Person

Bank of America Corporation

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares beneficially owned by each reporting person with

7. Sole Dispositive Power  
58,660,880\*

-0-

8. Shared Dispositive Power

58,660,880\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

58,660,880\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

18.2%\*

12. Type of Reporting Person (See Instructions)

HC

(\*) See Item 4 of this Statement on Schedule 13G.



CUSIP No. 42805T 10 5

1. Name of Reporting Person

Merrill Lynch & Co., Inc.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares

beneficially owned

58,660,880\*

by each reporting

person with

7. Sole Dispositive Power

-0-

8. Shared Dispositive Power

58,660,880\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

58,660,880\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

18.2%\*

12. Type of Reporting Person (See Instructions)

CO

(\* ) See Item 4 below on this Statement on Schedule 13G.



CUSIP No. 42805T 10 5

1. Name of Reporting Person

Merrill Lynch Group, Inc.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares  
beneficially  
owned by each  
reporting person  
with

7. Sole Dispositive Power  
58,543,791\*

-0-

8. Shared Dispositive Power

58,543,791\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

58,543,791\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

X\*

11. Percent of Class Represented by Amount in Row (9)

18.1%\*

12. Type of Reporting Person (See Instructions)

CO

(\*) See Item 4 of this Statement on Schedule 13G.





CUSIP No. 42805T 10 5

1. Name of Reporting Person

Merrill Lynch GP Inc.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares

beneficially owned

54,671,242 \*

by each reporting

person with

7. Sole Dispositive Power

-0-

8. Shared Dispositive Power

54,671,242 \*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

54,671,242 \*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

X\*

11. Percent of Class Represented by Amount in Row (9)

16.9%\*

12. Type of Reporting Person (See Instructions)

CO

(\* ) See Item 4 of this Statement on Schedule 13G.



CUSIP No. 42805T 10 5

1. Name of Reporting Person

ML Global Private Equity Partners, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares

beneficially owned

54,671,242 \*

by each reporting

7. Sole Dispositive Power

person with

-0-

8. Shared Dispositive Power

54,671,242 \*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

54,671,242 \*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

\*

11. Percent of Class Represented by Amount in Row (9)

16.9%\*

12. Type of Reporting Person (See Instructions)

PN

(\*). See Item 4 of this Statement on Schedule 13G.



CUSIP No. 42805T 10 5

1. Name of Reporting Person

MLGPE Ltd.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares

beneficially owned

54,671,242 \*

by each reporting

person with

7. Sole Dispositive Power

-0-

8. Shared Dispositive Power

54,671,242 \*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

54,671,242 \*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

16.9%\*

12. Type of Reporting Person (See Instructions)

OO

(\*) See Item 4 of this Statement on Schedule 13G.



CUSIP No. 42805T 10 5

1. Name of Reporting Person

ML Global Private Equity Fund, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares

beneficially owned

54,671,242 \*

by each reporting  
person with

7. Sole Dispositive Power

-0-

8. Shared Dispositive Power

54,671,242 \*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

54,671,242 \*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

16.9%\*

12. Type of Reporting Person (See Instructions)

PN

(\* ) See Item 4 of this Statement on Schedule 13G.





CUSIP No. 42805T 10 5

1. Name of Reporting Person

Merrill Lynch Ventures, LLC

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

-0-

6. Shared Voting Power

Number of shares

beneficially owned 3,872,549\*

by each reporting person with 7. Sole Dispositive Power

-0-

8. Shared Dispositive Power

3,872,549\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,872,549\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

1.2%\*

12. Type of Reporting Person (See Instructions)

OO

(\* ) See Item 4 of this Statement on Schedule 13G.



CUSIP No. 42805T 10 5

1. Name of Reporting Person

Merrill Lynch Ventures L.P. 2001

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5.  Sole Voting Power

Number of shares

-0-

6.  Shared Voting Power

beneficially

owned by each

3,872,549\*

7.  Sole Dispositive Power

reporting

person

-0-

with 8.  Shared Dispositive Power

3,872,549\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,872,549\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11.