

Hertz Global Holdings, Inc.
EIN: 20-3530539
Attachment to Form 8937

Form 8937, Part II, Line 14:

On June 30, 2016, Hertz Global Holdings, Inc. (“Hertz Holdings”) spun off to its shareholders all of the issued and outstanding shares of common stock of Hertz Rental Car Holding Company, Inc. (“New Hertz”). In the spin-off, Hertz Holdings distributed one share of New Hertz for every five common shares of Hertz Holdings. New Hertz’s transfer agent aggregated fractional shares of New Hertz and sold them, with the net proceeds transferred to the applicable New Hertz shareholders. The record date of stock ownership entitling Hertz Holdings shareholders to receive shares in New Hertz was June 22, 2016.

Immediately following the spin-off, Hertz Holdings undertook a reverse stock split on a 1-for-15 basis. Hertz Holdings’ transfer agent aggregated fractional shares of Hertz Holdings and sold them, with the net proceeds transferred to the applicable Hertz Holdings shareholders.

Following the spin-off, Hertz Holdings changed its name to Herc Holdings Inc. (“Herc Holdings”), which will continue to operate Hertz Holdings’ global equipment rental business, and New Hertz will continue to operate Hertz Holdings’ global car rental business.

Form 8937, Part II, Line 15:

Spin-off: Hertz Holdings shareholders should allocate their aggregate tax basis in the Hertz Holdings common stock that they held immediately prior to the distribution between the shares of New Hertz common stock received in the distribution (including any fractional share of New Hertz common stock for which cash was received), and the Hertz Holdings common stock in respect of which such New Hertz common stock was received, in proportion to their fair market values [immediately after the distribution].

Reverse split: A Hertz Holdings shareholder will have the same basis in the Hertz Holdings shares received in the reverse stock split (including any fractional shares of Hertz Holdings) equal to the basis that such shareholder had in Hertz Holdings shares immediately prior to the spin-off as determined in the preceding paragraph.

Form 8937, Part II, Line 16:

The U.S. federal income tax laws provide that the allocation of the aggregate tax basis discussed under Line 15 above shall be allocated between the New Hertz and Herc Holdings shares based upon relative fair market values immediately after the distribution. One method to determine the fair market value is to use the average of the high and low trading prices of the New Hertz and Herc Holdings common stock [on July 1, 2016]. Please consult your independent tax advisor to determine the appropriate valuation method and for further information relevant to your particular circumstances.

Form 8937, Part II, Line 17:

The tax basis calculations are generally governed by sections 358(a), 358(b), and 358(c) of the Internal Revenue Code (the “Code”) and the Treasury regulations promulgated thereunder.

Form 8937, Part II, Line 18:

Hertz Holdings intends for the distribution to qualify as a “reorganization” under sections 355 and 368(a) (1) (D) of the Code. Assuming that this characterization is respected, Hertz Holdings shareholders generally will not recognize any loss on the distribution for U.S. federal income tax purposes (except to the extent that a loss may be recognized with respect to any cash received in lieu of fractional shares of New Hertz common stock).

Similar principles apply to the reverse stock split.

Form 8937, Part II, Line 19:

Both the distribution and reverse stock split occurred on June 30, 2016. As a result, the basis adjustments in the shares of New Hertz and Herc Holdings common stock should be reported in the taxable year that includes this date. In the case of shareholders who are calendar year taxpayers, the distribution and reverse stock split are reportable in the tax year ending December 31, 2016. If you acquired your Hertz Holdings common stock at different times and at different prices, you will need to calculate a separate tax basis for each block of Hertz Holdings common stock you own and then allocate the basis in each block of stock separately to the New Hertz and Herc Holdings common stock. It is suggested that you retain this letter to support your determination of your basis in your New Hertz common stock and your Herc Holdings common stock. Please consult your independent tax advisor for further information.

None of the foregoing statements on this Form 8937 is intended to be tax advice, which should be obtained from your independent tax advisor.