

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

ARJUN DUA, Derivatively on  
Behalf of Nominal Defendant AVIS  
BUDGET GROUP, INC,

Plaintiff,

v.

JOSEPH A. FERRARO, IZILDA P.  
MARTINS, JAGDEEP PAHWA,  
ANU HARIHARAN, BERNARDO  
HEES, LYNN KROMINGA,  
GLENN LURIE, and KARTHIK  
SARMA,

Defendants,

and

AVIS BUDGET GROUP, INC.,

Nominal  
Defendant.

Case No.

**VERIFIED STOCKHOLDER  
DERIVATIVE COMPLAINT**

Plaintiff Arjun Dua (“Plaintiff”), by and through his undersigned attorneys, brings this derivative complaint for the benefit of nominal defendant Avis Budget Group, Inc. (“Avis” or the “Company”), against certain of its Board of Directors (the “Board”) and executive officers seeking to remedy Defendants’ breach of fiduciary duties, violations of Section 14(a) of the Securities Exchange Act of 1934 (the

“Exchange Act”), unjust enrichment, and waste of corporate assets occurring from February 16, 2024 through the present (the “Relevant Period”). Plaintiff’s allegations are based upon his personal knowledge as to himself and his own acts, and upon information and belief, developed from the investigation and analysis by Plaintiff’s counsel, including a review of publicly available information, such as filings by Avis with the U.S. Securities and Exchange Commission (the “SEC”), press releases, news reports, analyst reports, investor conference transcripts, publicly available filings in lawsuits, including a consolidated federal securities class action against the Company and certain of the Individual Defendants (defined below) captioned *In Re Avis Budget Group, Inc. Securities Litigation*, Case No. 2:25-cv-033332-MEF-CLW (D.N.J.) (the “Securities Class Action”), and other matters of public record. Plaintiff believes that substantial evidentiary support will exist for the allegations set forth herein after a reasonable opportunity for discovery.

### **NATURE OF THE ACTION**

1. Avis is a Delaware corporation with its principal offices located in Parsippany, New Jersey. The Company, in conjunction with its subsidiaries, offers car and truck rentals, car sharing, and related products and services to businesses and consumers in approximately 180 countries throughout the Americas, Europe, the Middle East and Africa, and Australasia. The Company’s brands include Avis, Budget and Zipcar. Avis’s global rental fleet totals approximately 695,000 vehicles

across approximately 10,250 rental locations throughout the world, including approximately 3,800 locations operated by licensees. In 2024, the Company completed over 38 million vehicle rental transactions worldwide generating total revenues of approximately \$11.8 billion.

2. Avis, like all automobile rental companies, must properly manage its fleet in order to maximize profitability and minimize costs. This is particularly important when it comes to how the Company rotates out older-model vehicles with newer models. If the Company is too slow in rotating out older model vehicles, they may begin depreciating in value while maintenance costs increase. Alternatively, if the Company rotates out vehicles too quickly, the Company risks prematurely removing vehicles before they have reached the end of their useful life. This reduces the Company's ability to obtain recoverable value.

3. With regard to its rotation process, Avis has stated that: “[h]ow you buy cars and deliver them into your business and then exit cars out at the proper time at the right place is extremely critical” and, when analyzing buying and selling vehicles, “one of the more important and overlooked aspects is how you rotate your fleet” as it “it allows you to have or maintain a certain age level or mileage level that is both operationally prudent from an efficiency standpoint as it turns out to be in light vehicle costs as well as from a customer acceptance. And we’ve been doing that.”

4. The COVID-19 pandemic had a significant impact on the auto rental industry. Because of supply shortages caused by supply chain delays at auto manufacturing facilities, rental companies including Avis were forced to pay higher prices for fleet vehicles than historic norms. In response, Avis attempted to slow its fleet rotation process by maintaining its existing fleet for an extended period. Avis described this change in strategy as “allow[ing] [the Company] to depreciate vehicles across a flatter portion of the residual value curve and manage [its] fleet purchase to an appropriate return on invested capital.”

5. However, beginning in the fourth quarter of 2024, the automobile landscape began to change. Prices for model-year 2025 vehicles began to return to pre-COVID levels. In response Avis rapidly executed a “change in strategy to significantly accelerate fleet rotations,” purportedly designed to “create more certainty in [Avis Budget’s] fleet costs and better position [the Company] for sustainable growth for 2025 and beyond.”

6. Avis’s sudden change in strategy was not disclosed publicly, however. Rather, the Individual Defendants made, or permitted the Company to make, a series of materially false and misleading statements, or omitted material facts that served to conceal that: (i) Avis significantly accelerated its fleet rotation in the fourth quarter of 2024; (ii) the foregoing acceleration shortened the useful life of the majority of the Company’s vehicles in its Americas segment, reducing their value;

(iii) as a result, Avis would be forced to recognize billions of dollars in impairment charges and incur substantial losses, resulting in a significant negative impact on the Company's financial results; (iv) as a result, the financial and/or business prospects that Avis had disclosed publicly were overstated; and (v) as a further result, the Individual Defendants' public statements were materially false and misleading at all relevant times.

7. The truth began to emerge on February 11, 2025 when Avis issued a press release disclosing its financial results for the fourth quarter and full year 2024. According to the press release, Avis experienced a loss of \$1.96 billion, or \$55.66 per share, for the fourth quarter, compared to a profit of \$259 million, or \$7.10 per share, for the same period in 2023. These results were attributed to “a change in strategy to significantly accelerate fleet rotations, which resulted in shortening the useful life of the majority ” causing “a one-time non-cash impairment of \$2.3 billion and other non-cash related charges of \$180 million.”

8. In the same press release, Avis announced that Chief Executive Officer (“CEO”), Joseph A. Ferraro (“Ferraro”), “will transition from CEO to Board Advisor, effective June 30, 2025” and that “Brian Choi, the Company's Chief Transformation Officer, will take over as CEO, effective July 1, 2025.”

9. The next day, Avis held a conference call to discuss the Company's fourth quarter and full year 2024 results. During the call, Ferraro admitted that the

Company was aware that its accelerated fleet rotation strategy would result in a significant impairment charge, stating “[n]one of us took that impairment slightly, and we thought long and hard about it.”

10. On this news, Avis’s stock price fell 6.82%, or \$6.12 per share, to close at \$83.59 per share on February 12, 2025.

11. As a result of the foregoing, Avis has suffered, is suffering, and will continue to suffer significant financial and reputational harm. The Company is now the subject of the Securities Class Action, has had its corporate and commercial reputation damaged for the foreseeable future, and has had to make disruptive changes to its leadership.

12. Plaintiff has not made a pre-suit demand on the Avis Board because a majority of the members of the Board lack the capability to make independent and/or disinterested decisions with regard to initiating and pursuing a proper legal action because a majority of the Board faces a substantial likelihood of liability for the misconduct alleged herein, among other reasons detailed below.

### **JURISDICTION AND VENUE**

13. This Court has subject matter jurisdiction pursuant to 28 U.S.C. § 1331 because Plaintiff’s claims raise a federal question under Section 14(a) of the Exchange Act, 15 U.S.C. § 78n(a)(1) and Rule 14a-9 of the Exchange Act, 17 C.F.R. § 240.14a-9.

14. This Court has supplemental jurisdiction over Plaintiff's state law claims pursuant to 28 U.S.C. § 1367(a).

15. This derivative action is not a collusive action to confer jurisdiction on a court of the United States that it would not otherwise have.

16. Venue is proper in this District because Avis is headquartered in this District. In addition, a substantial portion of the transactions and wrongs complained of herein occurred in this District, the Defendants have conducted business in this District, and Defendants' actions have had an effect in this District.

## **PARTIES**

### **A. Plaintiff**

17. Plaintiff Arjun Dua is a current holder of Avis stock and has been a continuous owner of Avis stock since October 1998.

### **B. Nominal Defendant**

18. Avis is a Delaware corporation with its principal offices located at 379 Interpace Parkway Parsippany, New Jersey 07054. Avis's common stock is listed on the Nasdaq Global Select Market under the ticker symbol "CAR."

### **C. Individual Defendants**

19. Ferraro served as Avis's President and CEO from June 2020 until his departure on June 30, 2025. Ferraro now serves as an advisor to Avis's Board. During the Relevant Period, Avis paid Ferraro \$6,922,790 in total compensation.

20. Izilda Martins (“Martins”) served as Avis’s Executive Vice President and Chief Financial Officer (“CFO”) from January 2024 until her departure on June 30, 2025. During the Relevant Period, Avis paid Martins \$2,514,386 in total compensation.

21. Jagdeep Pahwa (“Pahwa”) serves as Avis’s Executive Chairman. Pahwa has served as an Avis director since April 2018 and Chairman since May 2024.

22. Anu Hariharan (“Hariharan”) has served as an Avis director since January 2022. Hariharan also serves as a member of the Board’s Audit Committee. During the Relevant Period, Avis paid Hariharan \$270,001 in total compensation.

23. Bernardo Hees (“Hees”) has served as an Avis director since February 2020. During the Relevant Period, Avis paid Hees \$157,989 in total compensation.

24. Lynn Krominga (“Krominga”) is Avis’s Lead Independent Director and has served as an Avis director since October 2006. Krominga also serves as Chair of the Board’s Corporate Governance Committee and a member of the Board’s Audit Committee and Compensation Committee. During the Relevant Period, Avis paid Krominga \$341,917 in total compensation.

25. Glenn Lurie (“Lurie”) has served as an Avis director since May 2018. Lurie also serves as Chair of the Board’s Audit Committee and member of the

Board's Compensation Committee. During the Relevant Period, Avis paid Lurie \$305,007 in total compensation.

26. Karthik Sarma ("Sarma") has served as an Avis director since May 2020. Sarma also serves as Chair of the Board's Compensation Committee and member of the Board's Corporate Governance Committee.

27. Ferraro and Martins are sometimes referred to herein as the "Officer Defendants."

28. Pahwa, Hariharan, Hees, Krominga, Lurie, and Sarma are sometimes referred to herein as the "Director Defendants."

29. Pahwa, Hariharan, Hees, Ferraro, Krominga, Lurie, Martins and Sarma are sometimes referred to herein as the "Individual Defendants."

### **DUTIES OF THE INDIVIDUAL DEFENDANTS**

30. By reason of their positions as officers, directors, and/or fiduciaries of Avis and because of their ability to control the business and corporate affairs of Avis, at all relevant times, the Individual Defendants owed Avis and its stockholders fiduciary obligations of good faith, loyalty, and candor, and were required to use their utmost ability to control and manage Avis in a fair, just, honest, and equitable manner. The Individual Defendants were required to act in furtherance of the best interests of Avis and its stockholders so as to benefit all stockholders equally and not in furtherance of their personal interest or benefit. Each director and officer of

the Company owes to Avis and its stockholders a fiduciary duty to exercise good faith and diligence in the administration of the affairs of the Company and in the use and preservation of its property and assets, and the highest obligations of fair dealing.

31. The Individual Defendants, because of their positions of control and authority as directors and/or officers of Avis, were able to and did, directly and/or indirectly, exercise control over the wrongful acts complained of herein. Because of their advisory, executive, managerial, and directorial positions with Avis, each of the Individual Defendants had knowledge of material non-public information regarding the Company.

32. To discharge their duties, the officers and directors of Avis were required to exercise reasonable and prudent supervision over the management, policies, practices and controls of the Company. By virtue of such duties, the officers and directors of Avis were required to, among other things:

- a) Exercise good faith to ensure that the affairs of the Company were conducted in an efficient, business-like manner so as to make it possible to provide the highest quality performance of their business;
- b) Exercise good faith to ensure that the Company was operated in a diligent, honest, and prudent manner and complied with all applicable federal and state laws, rules, regulations and requirements, and all

contractual obligations, including acting only within the scope of its legal authority;

- c) Exercise good faith to ensure that the Company's communications with the public and with shareholders are made with due candor in a timely and complete fashion; and
- d) When put on notice of problems with the Company's business practices and operations, exercise good faith in taking appropriate action to correct the misconduct and prevent its recurrence.

33. In addition, Avis's Audit Committee, of which Lurie is Chair and Hariharan and Krominga are members, has a responsibility to, among other things, assist the Board with: (i) oversight of the integrity of the Company's financial statements, (ii) the Company's systems of disclosure controls and procedures and internal controls over financial reporting, and (iii) the Company's major financial risk exposures. The Company's Audit Committee Charter states, in relevant part:

#### **I. Purpose of Audit Committee**

The purpose of the Audit Committee of the Board of Directors (the "Board") of Avis Budget Group, Inc. (the "Company") shall be (a) to assist the Board's *oversight of (i) the integrity of the Company's financial statements*, (ii) the Company's independent auditors' qualifications and independence, (iii) the performance of the Company's independent auditors and the Company's internal audit function, (iv) the Company's compliance with legal and regulatory requirements, (v) the Company's systems of *disclosure controls and procedures, and internal controls over financial reporting*, and (vi)

the Company's *major financial risk exposures* and the steps management has undertaken to control such risks, (b) to prepare a report for inclusion in the Company's annual proxy statement, in accordance with applicable law, regulation, and listing standards, and (c) to oversee the *accounting and financial reporting processes* of the Company and the audits of the financial statements of the Company.

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### **III. Authority and Responsibilities of Audit Committee**

The following are the responsibilities of the Audit Committee:

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#### **B. Financial Reporting, Accounting Policies, Financial Reporting Process and Internal Controls**

- *Review and discuss the annual audited and quarterly financial statements with the Company's management*, a representative or representatives of its Disclosure Committee and the independent auditor, including the Company's disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations." Receive and review any disclosure made to the Committee by the Company's CEO or CFO during the certification process for the Company's annual or quarterly reports filed with the SEC of (a) significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting; and (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal controls. Review other relevant reports or financial information submitted by the Company to relevant governmental bodies, or the public.
- *Review the adequacy and effectiveness of the Company's accounting and internal control policies and procedures on a regular basis* through inquiry and discussions with the independent auditor, internal auditors and the Company's management.

- ***Review the scope of management's and the independent auditor's reviews of internal control over financial reporting*** and obtain reports on significant findings and recommendations, together with management responses.
- ***Discuss the Company's earnings press releases***, including review of "pro-forma" or "adjusted" non-GAAP information, as well as financial information and earnings guidance provided by the Company to analysts and rating agencies. This review may be done generally through a discussion of the types of information to be disclosed and type of presentations to be made, and the Audit Committee need not discuss in advance each earnings release or each instance in which the Company may provide earnings guidance.
- ***Review analyses setting forth significant financial reporting issues and judgments made*** in connection with the preparation of the Company's financial statements, including analyses of the effects of alternative GAAP methods on the financial statements.
- Review major issues regarding the Company's significant accounting principles and financial statement presentations and any changes in the selection or application of accounting principles; and any special audit steps adopted in light of material control deficiencies. Consider the impact of acceptable alternative accounting principles that are communicated by the independent auditor, internal auditors or the Company's management.
- Review the effect of regulatory and accounting initiatives, as well as off-balance sheet structures, on the financial statements of the Company.
- Discuss the Company's policies with respect to risk assessment and risk management, including the ***Company's***

*major financial risk exposures* and the steps management has undertaken to control such risks.

- Make a recommendation to the Board as to the inclusion of the Company's *audited financial statements in the Company's Annual Report on Form 10-K*.
- *Prepare the Audit Committee report* required by the rules of the SEC to be included in the Company's annual proxy statement.

34. Further, Avis's Corporate Governance Guidelines state, in relevant part:

The following Corporate Governance Guidelines have been adopted by the Board of Directors (the "Board") of Avis Budget Group, Inc. (the "Issuer") to assist the Board in the exercise of its responsibilities. These Corporate Governance Guidelines reflect the Board's *commitment to monitor the effectiveness of policy and decision making* both at the Board and management level, with a view to enhancing long-term stockholder value

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*The basic responsibility of the directors is to exercise their business judgment to act in what they reasonably believe to be in the best interests of the Issuer and its stockholders. . .*

35. Finally, Avis has a comprehensive Code of Business Conduct and Ethics for Directors ("Director Code of Conduct") that states, in relevant part:

Every Director must:

- (i) represent the interests of the shareholders of Avis Budget Group, Inc.;
- (ii) exhibit high standards of integrity, commitment and independence of thought and judgment;
- (iii) dedicate sufficient time, energy and attention to ensure the diligent performance of his or her duties; and

- (iv) comply with every provision of this Code applicable to such Directors.

\* \* \*

### **Compliance with Laws, Rules and Regulations**

The Company requires strict compliance by all its Directors with applicable laws, rules and regulations. These include federal and other securities laws, including insider trading laws, and the Company's insider trading compliance policies.

## **SUBSTANTIVE ALLEGATIONS**

### **Company Background**

36. Avis is a Delaware corporation with its principal offices located in Parsippany, New Jersey. The Company, in conjunction with its subsidiaries, offers car and truck rentals, car sharing, and related products and services to businesses and consumers throughout the Americas, Europe, the Middle East and Africa, and Australasia. The Company's brands include Avis, Budget and Zipcar. Avis's global rental fleet totals approximately 695,000 vehicles across approximately 10,250 rental locations throughout the world.

### **Avis's Struggles with Fleet Management**

37. Avis, like all automobile rental companies, must properly manage its fleet in order to maximize profitability and minimize costs. This is particularly important when it comes to how the Company rotates out older-model vehicles with newer models. If the Company is too slow in rotating out older model vehicles, they

may begin depreciating in value while maintenance costs increase. Alternatively, if the Company rotates out vehicles too quickly, the company risks prematurely removing vehicles before they have reached the end of their useful life. This reduces the Company's ability to obtain recoverable value.

38. The COVID-19 pandemic had a significant impact on the auto rental industry. Because of supply shortages caused by supply chain delays at auto manufacturing facilities, rental companies including Avis were forced to pay higher prices for fleet vehicles than historic norms. In response, Avis attempted to slow its fleet rotation process by maintaining its existing fleet for an extended period.

39. However, beginning in the fourth quarter of 2024, the automobile landscape began to change. Prices for model-year 2025 vehicles began to return to pre-COVID levels. In response, Avis rapidly executed a "change in strategy to significantly accelerate fleet rotations," purportedly designed to "create more certainty in [Avis Budget's] fleet costs and better position [the Company] for sustainable growth for 2025 and beyond." This abrupt shift in strategy, which was not disclosed to the investing public, proved highly detrimental to the Company's financial health. Specifically, as would eventually be disclosed, by rapidly selling off the Company's fleet, Avis shortened the useful and valuable life of those vehicles and as a result, the Company was ultimately forced to recognize billions of dollars in impairment charges and incurred substantial losses.

## FALSE AND MISLEADING STATEMENTS

40. Throughout the Relevant Period the Individual Defendants made, or permitted the Company to make, a series of materially false and misleading statements, or omitted material facts that served to conceal that: (i) Avis significantly accelerated its fleet rotation in the fourth quarter of 2024; (ii) the foregoing acceleration shortened the useful life of the majority of the Company's vehicles in its Americas segment, reducing their value; (iii) as a result, Avis would be forced to recognize billions of dollars in impairment charges and incur substantial losses, resulting in a significant negative impact on the Company's financial results; (iv) as a result, the financial and/or business prospects that Avis had disclosed publicly were overstated; and (v) as a further result, the Individual Defendants' public statements were materially false and misleading at all relevant times.

41. On February 16, 2024, Avis filed its Annual Report with the SEC on Form 10-K for the quarter and year ended December 31, 2023 (the "2023 10-K").

According to the 2023 10-K:

For 2024, we expect our strategy to continue to primarily *focus on customer experience and costs to strengthen our Company, maximize profitability, and deliver stakeholder value*. To execute our strategy, we expect to continue to leverage marketing and invest in technology and infrastructure to support our vehicle related rentals. *With respect to costs, we aim to achieve operational excellence and invest strategically to lower costs over the long term.*

42. The 2023 10-K also included vague and generalized references to impairment charges, stating: “[e]arnings for future periods *may* be impacted by impairment charges for goodwill and intangible assets[,]” while also downplaying the risk any such event would occur:

*We assess goodwill and indefinite-lived intangible assets for impairment each year, or more frequently if circumstances suggest an impairment may have occurred.* We have determined in the past and *may* again determine in the future that a significant impairment has occurred in the value of our goodwill. Additionally, *we have a significant amount of identifiable intangible assets and fixed assets that could also be subject to impairment.* *If* we determine that a significant impairment has occurred in the value of our unamortized intangible assets or fixed assets, we *could* be required to write off a portion of our assets, which *could* adversely affect our consolidated financial condition or our reported results of operations.

43. The 2023 10-K was signed by Ferraro, Martins, Hees, Pahwa, Hariharan, Krominga, Lurie, and Sarma pursuant to the requirements of the Securities Exchange Act of 1934 (“Exchange Act”). Ferraro and Martins also signed attached certifications attesting that “[t]he information contained in the [2023 10-K] fairly presents, in all material respects, the financial condition and results of operations of the Company,” pursuant to the Sarbanes-Oxley Act of 2002 (“SOX”).

44. On May 2, 2024, Avis filed its Quarterly Report with the SEC on Form 10-Q for the quarter ended March 31, 2024 (the “Q1 2024 10-Q”). The Q1 2024 10-Q included a substantially similar overview of the Company’s strategy as disclosed in the 2023 10-K discussed above.

45. The Q1 2024 10-Q also included “factors and assumptions [that] *could* affect . . . future results,” including:

- a change in our fleet costs, including as a result of a change in the cost of new vehicles, resulting from inflation or otherwise, manufacturer recalls, disruption in the supply of new vehicles, including due to labor actions or otherwise, shortages in semiconductors used in new vehicle production, and/or a change in the price at which we dispose of used vehicles either in the used vehicle market or under repurchase or guaranteed depreciation programs;

\* \* \*

- our ability to successfully implement or achieve our business plans and strategies, achieve and maintain cost savings and adapt our business to changes in mobility[.]

46. Appended to the Q1 2024 10-Q were certifications signed by Ferraro and Martins pursuant to SOX attesting to the accuracy of the Q1 2024 10-Q.

47. On August 6, 2024, Avis filed its Quarterly Report with the SEC on Form 10-Q for the quarter ended June 30, 2024 (the “Q2 2024 10-Q”). The Q2 2024 10-Q once again included a substantially similar overview of the Company’s strategy as disclosed in the 2023 10-K, as well as the generic and vague warnings contained in the Q1 2024 10-Q, as discussed above.

48. Appended to the Q2 2024 10-Q were certifications signed by Ferraro and Martins pursuant to SOX attesting to the accuracy of the Q2 2024 10-Q.

49. On October 31, 2024, Avis issued a press release disclosing the Company's third quarter 2024 operating results. According to the press release:

“We maintained a strong focus on pricing throughout the quarter, prioritizing higher margin business which allowed us to keep our revenue per day stable with the Americas nearly flat,” said [Defendant] Ferraro[.] “Vehicle utilization improved by approximately 2 points throughout the Company as we exercised strong fleet discipline. Our U.S. model year 2025 buy is well underway and expected to drive significant savings as these vehicles are rotated into our fleet. Lastly, the holidays look strong, and we believe we are well positioned to capitalize on this demand.”

50. On November 1, 2024, Avis filed its Quarterly Report with the SEC on Form 10-Q for the quarter ended September 30, 2024 (the “Q3 2024 10-Q”). The Q3 2024 10-Q once again included a substantially similar overview of the Company's strategy as disclosed in the 2023 10-K, as well as the generic and vague warnings contained in the Q1 2024 10-Q, as discussed above.

51. Appended to the Q3 2024 10-Q were certifications signed by Ferraro and Martins pursuant to SOX attesting to the accuracy of the Q3 2024 10-Q.

52. On the same day, Avis hosted an earnings call with investors and analysts to discuss the Company's third quarter 2024 results. During the call, Ferraro touted the Company's “fleet discipline.” Stating in relevant part:

So to recap, we reported a strong third quarter with improved vehicle utilization through ongoing fleet discipline. Our model year 2025 buy is largely complete, and we expect to have substantially lower holding costs as these vehicles rotate on our fleet. We'll continue to prioritize high-margin business while balancing volume.

53. During the call, Martins also spoke to the Company's fleet strategies.

Stating in relevant part:

Our model year 2025 fleet purchase is more affordable. Since we are largely complete with our negotiations, we can say holding costs should improve. We believe over time, our depreciation rate will return to historic levels as we rotate out of the older fleet, which we purchased during the supply-constrained pandemic years and in fleet the model year 2025, which represents a more normalized fleet buy.

54. The statements described above were materially false and misleading, or omitted material facts that served to conceal that: (i) Avis significantly accelerated its fleet rotation in the fourth quarter of 2024; (ii) the foregoing acceleration shortened the useful life of the majority of the Company's vehicles in its Americas segment, reducing their value; (iii) as a result, Avis would be forced to recognize billions of dollars in impairment charges and incur substantial losses, resulting in a significant negative impact on the Company's financial results; (iv) as a result, the financial and/or business prospects that Avis had disclosed publicly were overstated; and (v) as a further result, the Individual Defendants' public statements were materially false and misleading at all relevant times.

### **The Truth Is Revealed**

55. On February 11, 2025, Avis issued a press release disclosing its financial results for the fourth quarter and full year 2024. According to the press release:

We ended 2024 with fourth quarter revenues of \$2.7 billion, driven by strong leisure holiday travel. ***Net loss was nearly \$2 billion, and Adjusted EBITDA[] was a loss of \$101 million.*** Full year revenues were \$11.8 billion, driven by sustained year-over-year demand. Net loss was \$1.8 billion, and Adjusted EBITDA was \$628 million.

***Our net loss and Adjusted EBITDA results reflect a change in strategy to significantly accelerate fleet rotations, which resulted in shortening the useful life of the majority of our vehicles in the Americas segment. The financial impact of this decision was a one-time non-cash impairment of \$2.3 billion and other non-cash related charges of \$180 million.***

56. The press release also disclosed that Ferraro “will transition from CEO to Board Advisor, effective June 30, 2025” and that “Brian Choi, the Company’s Chief Transformation Officer, will take over as CEO, effective July 1, 2025.”

57. The next day, Avis held a conference call to discuss the Company’s fourth quarter and full year 2024 results. During the call, Ferraro, when asked “the whole industry is going through its fleet refresh. So, I wonder if you’re seeing anything that you think is worth calling out for the competitive landscape in the industry?” responded “I can only comment on what we’re trying to do as far as our fleet rotation. ***None of us took that impairment lightly, and we thought long and hard about it . . .***”

58. On this news, Avis’s stock price fell 6.82%, or \$6.12 per share, to close at \$83.59 per share on February 12, 2025.

### **Avis’s False and Misleading 2024 Proxy Statement**

59. On April 3, 2024, Avis filed its 2024 Proxy Statement with the SEC on Form DEF14A (the “2024 Proxy Statement”). The 2024 Proxy Statement was solicited by Pahwa, Hariharan, Hees, Krominga, Lurie, and Sarma and solicited stockholder votes for, among other things, re-election of Pahwa, Hariharan, Hees, Krominga, Lurie, and Sarma to the Board, approval of the Company’s auditor, and approval of a compensation package for certain Avis executives.

60. Despite the importance of Avis’s vehicle rotation strategy, the 2024 Proxy failed to include any discussion of the Company’s current strategy of slowing its rotation to account for increased vehicle costs, that the strategy may need to be abruptly altered if the vehicle price landscape reverted to pre-COVID levels, or that the Company was at risk of significant financial losses if the strategy were to be altered.

61. While the 2024 Proxy failed to disclose any information regarding the risks associated with the Company’s vehicle rotation strategy, it did include a variety of information touting the Company’s acumen when it came to Board oversight and risk reduction. For instance, under the section titled “Risk Management and Risk Assessment” the 2024 Proxy states:

The Board and its committees are actively involved in overseeing our risk management. The full Board routinely assesses our major risks and mitigation measures, in order to promote our shareholders’ and other stakeholders’ interests in our business continuity, long-term resilience, financial strength, and overall success. We believe that our Board

composition provides us with robust and well-rounded experience to assist in effective oversight of management. In addition, the Board delegates to its committees responsibility for overseeing certain types of risk . . . and the committees in turn report regularly to the Board on activities in their respective areas of oversight.

62. Further, in the same section, the 2024 Proxy states that the Audit

Committee:

- Oversees major financial risk exposures and the steps management has undertaken to control such risks
- Oversees risks associated with information technology and cybersecurity, and the Audit Committee receives regular reports on a quarterly basis, and more frequently as required, on these matters from the Company's VP of Platforms, Infrastructure and Cybersecurity
- Oversees compliance with legal and regulatory requirements

63. Finally, with regard to Senior Management, the same section of the

2024 Proxy Statement includes the following:

Our senior management team has developed a comprehensive strategic planning and enterprise risk management process for identifying, assessing, and managing risk, which considers factors including severity, immediacy, likelihood and potential impact on us and our strategy. The risk management framework is reviewed at least annually, and management assesses against this framework throughout the year. As part of this process, management periodically leverages the expertise of external advisors to identify trends and emerging risks. Management reviews areas of significant risk and proposed mitigation activities, as well as key themes in existing and emerging risks, and alignment with the company's disclosure controls and procedures, with the Board's committees at regular intervals.

64. By touting Avis's Board and executive leadership risk management oversight functions the Individual Defendants gave the impression that the Company was being operated effectively and that significant risks were being effectively monitored and responded to. Yet, despite these positive proclamations, the Individual Defendants failed to provide any information in the 2024 Proxy Statement that would have warned investors that: (i) the Company's vehicle rotation strategy may be susceptible to sudden and unexpected shifts in the new vehicle market, (ii) that such a shift could lead to an abrupt change in the Company's vehicle rotation strategy, and (iii) that abruptly changing the strategy could cause Avis to experience significant financial losses. This is vital information that would have provided timely and material context to the pronouncements in the 2024 Proxy Statement regarding the Company's risk oversight and internal controls and Avis's overall prospects. By touting the Company's acumen without providing the full picture, the Individual Defendants provided misleading statements and omitted material facts in the 2024 Proxy Statement.

65. Additionally, by touting the Board's system of controls and procedures with regard to risk oversight without also disclosing that the Company was suffering from significant internal control deficiencies—both from the perspective of managing vehicle operations and ensuring the Company was disclosing accurate information to the public—the Individual Defendants omitted vital information from

the 2024 Proxy Statement that an investor would find material when assessing the Board's ability to effectively oversee the Company.

66. By soliciting votes for, among other things, the re-election of directors and an executive compensation package utilizing a proxy statement that contained material misleading information and omissions, the Individual Defendants deprived voting stockholders of vital, material information that would be necessary to make an honest and informed assessment of the health of the Company and the ability of the directors—who were themselves up for re-election—to properly and effectively oversee the Company, and whether the Board's stewardship of the Company warranted the proposed benefits being sought for the directors and officers.

67. The Company was directly harmed as these votes caused the Company to expend significant sums of money on benefits for the culpable directors and officers and permitted the culpable directors and officers to continue their wrongful conduct at the Company's expense.

### **THE SECURITIES CLASS ACTION**

68. As a direct result of the Individual Defendants' actions and inactions, Avis has become the subject of damaging and costly litigation.

69. On April 25, 2025, stockholders filed a federal securities class action complaint in the United States District Court, District of New Jersey (Newark). The case is filed under the caption *Merriam v. Avis Budget Group, Inc., et al*, Case No.

2:25-cv-03332 (the “*Merriam* Action”). The Action names Avis, Ferraro, and Martins as defendants.

70. The Complaint in the *Merriam* Action makes claims under 10(b) and 20(a) of the Securities Exchange Act of 1934. The Complaint alleges that Defendants made materially false and/or misleading statements and omissions in multiple public statements and SEC filings. Specifically, the Complaint alleges that the Individual Defendants made false and/or misleading statements and/or failed to disclose that: (i) Avis crafted and implemented a plan to significantly accelerate its fleet rotation in the fourth quarter of 2024; (ii) the foregoing acceleration shortened the useful life of the majority of the Company’s vehicles in the America’s segment, thereby reducing their recoverable value; (iii) as a result, Avis would be forced to recognize billions of dollars in impairment charges and incur substantial losses; (iv) all the foregoing was likely to, and did, have a significant negative impact on the Company’s financial results, (v) and as a result, Avis’s financial and/or business prospects were overstated.

71. On June 18, 2025, stockholders filed a second federal securities class action complaint in the United States District Court, District of New Jersey (Newark). The case is filed under the caption *O’Connor v. Avis Budget Group, Inc., et al.* Case No. 2:25-cv-11943 (the “*O’Connor* Action”). The *O’Connor* Action

makes claims and alleges facts substantially similar to those raised in the *Merriam* Action.

72. On August 11, 2025, the Court ordered the consolidation of the *Merriam* Action and the *O'Connor* Action.

73. The Securities Class Action is still in its early stages, and as such, it will likely continue to be a financial and reputational drain on the Company, potentially for years to come.

### **DAMAGES TO THE COMPANY**

74. As a result of the misconduct described herein, the Company has suffered, and will continue to suffer, immense economic and reputational harm, including, but not limited to, lost revenue, legal liability, compromised financial integrity, susceptibility to government investigation and action, and irreparable damage to its credibility in the business community and financial marketplace.

75. To date, as a result of the Individual Defendants' misconduct, Avis has been and will continue to be forced to expend millions of dollars. Such losses include, but are not limited to:

- a) Legal and other costs incurred in connection with being named as a defendant in the Securities Class Action, including the defense and settlement of, or judgement in, the litigation;

- b) Costs associated with the one-time non-cash impairment of \$2.3 billion and other non-cash related charges of \$180 million associated with the failed fleet rotation strategy;
- c) Costs incurred as a result of replacing the Company's President and CEO; and
- d) Costs incurred in connection with the lavish and unjustified compensation and benefits paid to Individual Defendants while they were actively breaching their fiduciary duties to the Company.

76. Moreover, these actions have irreparably damaged Avis's corporate image and goodwill. For at least the foreseeable future, Avis will suffer from what is known as the "liar's discount," a term applied to the stocks of companies who have been implicated in illegal behavior and have misled the investing public, such that Avis's ability to raise equity capital or debt on favorable terms in the future is now impaired.

#### **DERIVATIVE AND DEMAND FUTILITY ALLEGATIONS**

57. Plaintiff brings this action derivatively in the right and for the benefit of Avis to redress injuries suffered, and to be suffered, by Avis as a direct result of the wrongdoing alleged herein. Avis is named as a nominal defendant solely in a derivative capacity. This is not a collusive action to confer jurisdiction on this Court that it would not otherwise have.

58. Plaintiff will adequately and fairly represent the interests of Avis in enforcing and prosecuting its rights.

59. Plaintiff has continuously been a stockholder of Avis at times relevant to the wrongdoing complained of and is a current Avis stockholder.

60. Plaintiff did not make a demand on the Board to institute this action as such a demand would be a futile, wasteful, and useless act, as set forth below.

61. When this action was filed, Avis's Board consisted of the following six (6) directors: Pahwa, Hariharan, Hees, Krominga, Lurie and Sarma. Plaintiff need only to allege demand futility as to three of the six Directors who are on the Board at the time this action is commenced.

62. A pre-suit demand on the Board would be futile—and thus Plaintiff has made no such demand—as there is legitimate reason to believe that a majority of the members of the Avis's Board lack the capability to make independent and/or disinterested decisions with regard to initiating and pursuing a proper legal action.

63. Throughout the Relevant Period, the Individual Defendants have either known or, pursuant to their oversight responsibilities, should have known, of the Company's struggles with fleet rotation, the ultimate decision to abruptly change the fleet rotation strategy, and the negative impact this action would, and ultimately did have on the Company's financial health. Likewise, the Individual Defendants also would have been aware that the statements and SEC filings they made, or that were

made by the Company under their watch were materially false and/or misleading. Furthermore, at no time did the Individual Defendants take any good faith action to prevent or remedy the issues befalling the Company. In fact, each of the Individual Defendants either approved and/or permitted the wrongdoing alleged herein to occur, or at the very least, were unreasonable in ignoring the wrongdoing. This failure of oversight and leadership is in direct violation of applicable law and Company policy. This includes the Company's Director Code of Conduct, which requires, among other things, "strict compliance . . .with applicable laws, rules and regulations. . ." including "federal and other securities laws. . ." Demanding that these directors pursue legal action under such circumstances would, in effect, be demanding that a majority of the directors bring legal action against themselves and their own interests. As such, the Individual Defendants, comprising a majority of Avis's Board, are not disinterested parties.

64. Further, Pahwa is not disinterested or independent. As Chair of the Avis's Board, Pahwa had a duty to ensure the Board upheld its fiduciary obligations of oversight to the Company. Specifically, as noted in Avis's Corporate Governance Guidelines, the Chair is responsible for, among other things, "establish[ing] the agenda for Board meetings." Pahwa would have been aware or should have been aware of the Company's struggles with fleet rotation, the ultimate decision to abruptly change the fleet rotation strategy, and the negative impact this action would,

and ultimately did have on the Company's financial health, as this would have been information the Board should have known. By permitting, or at the very least unreasonably ignoring, the wrongful conduct described herein without implementing any effective Board action, Pahwa failed in his duty of oversight, is likely liable, is not disinterested, and thus demand is excused as to him.

65. Lurie is presently Chair of the Board's Audit Committee and Hariharan and Krominga are members ("Audit Defendants"). According to the Audit Committee Charter, the Committee is responsible for supporting the Board in overseeing, *inter alia*: (i) the integrity of the Company's financial statements, (ii) the Company's systems of disclosure controls and procedures and internal controls over financial reporting, and (iii) the Company's major financial risk exposures. As described herein, Avis suffered from significant financial losses as a result of its decision to abruptly alter its fleet rotation policy. Additionally, the Company mislead the investing public by including false statements and omissions in its SEC filings and other public forums. As Chair and/or members of the Audit Committee, Lurie, Hariharan, and Krominga failed to detect and/or stop these issues from occurring and in the process breached the basic tenants of the Audit Committee Charter, the Company's governance policies, and their fiduciary duties of due care, loyalty, and good faith. Therefore, Lurie, Hariharan, and Krominga likely face liability, are not disinterested or independent and thus demand is excused as to them.

66. Moreover, the Audit Defendants failed to maintain the level of oversight required, including that the requirements that the Audit Committee discuss with management and review with the Board, the legal and regulatory requirements applicable to the Company and its subsidiaries and the Company's compliance with such requirements and as appropriate, make recommendations to the Board with respect to the Company's policies and procedures regarding compliance with applicable laws and regulations.

67. Further, as Avis itself has admitted, Hees and Pahwa are not independent and thus cannot independently evaluate a demand. According to the Company's March 27, 2025 Proxy Statement filed with the SEC, the Board has concluded that neither Hees nor Pahwa are independent. Specifically, the March 27, 2025 Proxy Statement explains:

The Board has determined that Mr. Hees is not independent because he previously served as Executive Chairman of the Board until May 2024 and that Mr. Pahwa is not independent because of his current status as Executive Chairman of the Board and because his brother-in-law is a partner at Deloitte Haskins & Sells LLP, which is affiliated with Deloitte & Touche, LLP, our independent auditor.

68. Sarma lacks independence for a further reason. Sarma is the Managing Partner and founder of SRS Investment Management, LLC ("SRS"). SRS presently holds approximately 49.5 percent of Avis's common stock. Further, Avis is SRS's largest holding. As such, SRS, and by extension, Sarma has considerable incentive

to preserve the Company's stock price—far more than a regular holder of Avis stock would have. Any litigation brought by the Board against Board members would almost certainly negatively impact the price of Avis's stock. Given the significant amount of Avis stock held by SRS, such a loss in value would disproportionately impact SRS and by extension, Sarma. As such, Sarma cannot be deemed independent or disinterested and thus demand is excused as to him.

69. Finally, each of the Individual Defendants have also received and receive lucrative payments, benefits, stock options, and other compensation in their capacities as members of Avis's Board and their control of the Company. Any litigation initiated against the Individual Defendants would put this compensation at risk, thus making the Individual Defendants neither disinterested nor independent.

### **COUNT I**

#### **Against the Individual Defendants for Violations of Section 14(a) of the Exchange Act**

70. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

71. Section 14(a) of the Exchange Act, 15 U.S.C. § 78n(a)(1), provides that “[i]t shall be unlawful for any person, by use of the mails or by any means or instrumentality of interstate commerce or of any facility of a national securities exchange or otherwise, in contravention of such rules and regulations as the [SEC]

may prescribe as necessary or appropriate in the public interest or for the protection of investors, to solicit or to permit the use of his name to solicit any proxy or consent or authorization in respect of any security (other than an exempted security) registered pursuant to section 12 of this title [15 U.S.C. § 78I].”

72. Rule 14a-9, promulgated pursuant to § 14(a) of the Exchange Act, provides that no proxy statement shall contain “any statement which, at the time and in the light of the circumstances under which it is made, is false or misleading with respect to any material fact, or which omits to state any material fact necessary in order to make the statements therein not false or misleading.” 17 C.F.R. §240.14a-9.

73. Under the direction and watch of the Individual Defendants, the 2024 Proxy Statement failed to disclose any information about the potential risks impacting the Company’s vehicle rotation strategy or the significant financial repercussions that could result. Specifically, the 2024 Proxy Statement failed to disclose, *inter alia*, that: (i) the Company’s vehicle rotation strategy may be susceptible to sudden and unexpected shifts in the new vehicle market, (ii) that such a shift could lead to an abrupt change in the Company’s vehicle rotation strategy, and (iii) that abruptly changing the strategy could cause Avis to experience significant financial losses.

74. In the exercise of reasonable care, the Individual Defendants should

have known that by misrepresenting or failing to disclose the foregoing material facts, the 2024 Proxy Statement was materially false and misleading. The misrepresentations and omissions were material to stockholders in voting on the matters set forth for shareholder determination in the Proxy Statement, including but not limited to, election of directors and approval of certain Company's executive's compensation. Had stockholders been aware that the Company was facing significant risk and uncertainty with respect to its adopted vehicle rotation strategy—and that the Individual Defendants were disseminating false and misleading statements on this issue, they likely would have been more hesitant to vote to bestow lucrative benefits on many of the same directors and officers who were responsible for the wrongdoing described herein.

75. Yet, because the truth was concealed through the false and misleading statements and omissions in the 2024 Proxy Statement, stockholders voted to, among other things, approve lucrative executive compensation and re-elect or elect Pahwa, Hariharan, Hees, Krominga, Lurie, and Sarma to the Board, thus allowing them to continue to breach their fiduciary duties to Avis.

76. The Company was damaged as a result of the Individual Defendants' material misrepresentations and omissions in the 2024 Proxy Statement.

77. Plaintiff, on behalf of Avis, has no adequate remedy at law.

## COUNT II

### **Against the Officer Defendants for Breach of Fiduciary Duty**

78. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

79. The Officer Defendants owed and owe fiduciary duties to Avis and its stockholders. By reason of their positions as fiduciaries to the Company, the Officer Defendants owed duties of good faith, loyalty, candor, and truthful disclosure. In addition, the Officer Defendants have specific duties as defined by the Company's corporate governance documents, including its Code of Conduct that, had they been discharged in accordance with the Officer Defendants' obligations, would have prevented the misconduct and the consequent harm to the Company.

80. The Officer Defendants violated these duties by failing to properly oversee the Company's operations and by issuing, causing to be issued, or otherwise allowing the material omissions and misrepresentation described herein. Furthermore, given the central nature of Avis's fleet rotation activities, the Officer Defendants either knew, or should have known that the public statements concerning these matters were materially false and misleading.

81. As a direct and proximate result of the Officer Defendants' breaches of their fiduciary obligations, Avis has sustained significant damages. Accordingly, the Officer Defendants are liable to the Company.

82. Plaintiff, on behalf of Avis, has no adequate remedy at law.

### **COUNT III**

#### **Against Director Defendants for Breach of Fiduciary Duty**

83. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

84. The Director Defendants owed and owe fiduciary duties to Avis and its stockholders. By reason of their fiduciary relationships, the Director Defendants specifically owed and owe Avis the highest obligation of good faith, fair dealing, loyalty, and due care in the administration of the affairs of the Company, including, without limitation, the oversight of the Company's compliance with applicable laws, regulations, and ethical business practices, as well as the duty of candor and truthful disclosure with respect to their public statements.

85. In addition, the Director Defendants have specific fiduciary duties as defined by the Company's corporate governance documents, including its Code of Conduct and the charters of the various Board committees, and principles that, had they been discharged in accordance with the Director Defendants' obligations, would have prevented the misconduct and the consequent harm to the Company.

86. Each Director Defendant violated his or her fiduciary duties by consciously causing, or consciously failing to prevent the Company from engaging in, the improper acts complained of herein, including failing to detect and mitigate

the issues befalling the Company, and permitting the release of materially false and misleading statements that the Director Defendants knew or should have known were false and misleading.

87. As a direct and proximate result of the Director Defendants' breach of their fiduciary obligations, Avis has sustained significant damages. Accordingly, the Director Defendants are liable to the Company.

88. Plaintiff, on behalf of Avis, has no adequate remedy at law.

#### **COUNT IV**

##### **Against Individual Defendants for Unjust Enrichment**

89. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

90. By their wrongful acts and omissions, and violations of law, the Individual Defendants were unjustly enriched at the expense of and to the detriment of Avis.

91. The Individual Defendants either benefited financially from the improper conduct or received bonuses, stock options, or similar compensation from Avis that was tied to the performance or artificially inflated valuation of Avis, or received compensation that was unjust in light of the Individual Defendants' bad faith conduct.

92. Plaintiff, as shareholder and representative of Avis, seeks restitution from the Individual Defendants, and each of them, and seeks an order of this Court disgorging all profits, including from insider transactions, salaries, benefits, and other compensation obtained by these Individual Defendants, and each of them, from their wrongful conduct and breaches of fiduciary duty.

93. Plaintiff, on behalf of Avis, has no adequate remedy at law.

### **COUNT V**

#### **Against the Individual Defendants for Waste of Corporate Assets**

94. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

95. The wrongful conduct alleged herein was continuous, connected, and on-going throughout the Relevant Period. It resulted in continuous, connected, and on-going harm to the Company.

96. As a result of the misconduct described above, the Individual Defendants wasted corporate assets by: (i) paying excessive compensation to certain of its directors and officers; and (ii) incurring potentially millions of dollars of legal liability and/or legal costs, including defending Avis and certain of its officers against the Securities Class Action.

97. Plaintiff, as a stockholder and representative of Avis, seeks restitution from the Individual Defendants, and each of them, for their wrongful conduct and fiduciary breaches.

98. Plaintiff, on behalf of Avis, has no adequate remedy at law.

### **PRAYER FOR RELIEF**

WHEREFORE, Plaintiff, on behalf of Avis, demands judgment as follows:

A. Declaring that Plaintiff may maintain this action on behalf of Avis and that Plaintiff is an adequate representative of the Company;

B. Against all of the Individual Defendants and in favor of the Company for the amount of damages sustained by the Company as a result of the Individual Defendants' breach of fiduciary duties, violations of Section 14(a) of the Exchange Act, unjust enrichment, and waste of corporate assets;

C. Declaring that the Individual Defendants have breached and/or aided and abetted the breach of their fiduciary duties to Avis;

D. Directing Avis to take all necessary actions to reform and improve its corporate governance and internal procedures to comply with applicable laws and to protect Avis and its stockholders from a repeat of the damaging events described herein, including, but not limited to, putting forward for stockholder vote, resolutions for amendments to the Company's Bylaws or Articles of Incorporation

and taking such other action as may be necessary to place before stockholders for a vote of the following corporate governance policies:

1. The Board should require Individual Defendants to account to the Company for all damages sustained, or to be sustained, by the Company by reason of the wrongs and misconduct complained of herein, and should make certain that no Company funds are used towards any settlement or resolution of any litigation related to the wrongful conduct described herein;

2. The Board should terminate, for cause, any Company employee responsible for the wrongdoing discussed herein;

3. The Board should require Individual Defendants to return to the Company all salaries, bonuses, and the value of other remuneration of whatever kind paid to them during the time they were in breach of their fiduciary duties;

4. The Board should require Individual Defendants to pay interest, at the highest rate allowable by law, on the amount of damages sustained by the Company as a result of their culpable conduct;

5. The Board should adopt and implement internal controls and systems at the Company, as well as corporate governance reforms, to ensure that the improper and illegal conduct complained of herein is not permitted to occur in the future;

6. The Board should place before stockholders for a vote a proposal to permanently split the CEO and Chairman of the Board into separate roles; and

7. The Board should strengthen the Company's procedures for the receipt, retention, and treatment of complaints received by the Company regarding any unlawful activities, public disclosures, and internal controls.

E. Extraordinary equitable and/or injunctive relief as permitted by law, equity, and state statutory provisions sued hereunder, including attaching, impounding, imposing a constructive trust on, or otherwise restricting the proceeds of defendants' ill-gotten gains or their other assets so as to assure that Plaintiff on behalf of Avis has an effective remedy;

F. Awarding to Avis restitution from Defendants, and each of them, and ordering disgorgement of all profits, benefits, and other compensation obtained by the Defendants;

G. Awarding to Plaintiff the costs and disbursements of the action, including reasonable attorneys' fees, accountants' and experts' fees, costs, and expenses; and

H. Granting such other and further relief as the Court deems just and proper.

### **JURY DEMAND**

Plaintiff demands a trial by jury.

Dated September 9, 2025

Respectfully submitted,

**THE WEISER LAW FIRM**

*s/ James M. Ficaro*

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