Weisberg Robert J Form 3 April 08, 2011

# FORM 3

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

**OMB** Number:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

Weisberg Robert J

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

04/08/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

ZIPCAR INC [ZIP]

(Check all applicable)

Chief Marketing Officer

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O ZIPCAR, INC., 25 FIRST STREET, 4TH FLOOR

(Street)

Director \_X\_\_ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

4. Nature of Indirect Beneficial

CAMBRIDGE, MAÂ 02141

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Form: Direct (D)

or Indirect (I) (Instr. 5)

Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Date

Title

Amount or Number of

Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

(2)

						(msu. 3)	
Stock Option (right to buy)	(1)	01/21/2020	Common Stock	23,879 (2)	\$ 8.74 (2)	D	Â
Stock Option (right to	$\hat{\mathbf{A}}$ (1)	01/21/2020	Common	101,120	\$ 8.74 (2)	D	Â

Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b></b>	Director	10% Owner	Officer	Other	
Weisberg Robert J C/O ZIPCAR, INC. 25 FIRST STREET, 4TH FLOOR CAMBRIDGE Â MAÂ 02141	Â	Â	Chief Marketing Officer	Â	

# **Signatures**

buy)

/s/ Robert J. 04/08/2011 Weisberg \*\*Signature of Date Reporting Person

### **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- This option became exercisable as to 25% of the shares subject to this option on January 21, 2011. The remainder of the shares subject to this option become exercisable in 36 equal monthly installments thereafter.
- Reflects a 1-for-2 reverse stock split of the common stock of Zipcar, Inc., which became effective on March 29, 2011, pursuant to which (2) (i) the number of shares of common stock underlying this option was reduced by half and (ii) the exercise price of this option was doubled.

#### Â

#### **Remarks:**

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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