Edgar Filing: SABRE HOLDINGS CORP - Form 4

SABRE HO Form 4 June 03, 200	LDINGS CORP										
FORN Check th	14 UNITED	STATES			AND EX(, D.C. 20		COMMISSIO	N OMB Number:	PPROVAL 3235-0287 January 31,		
if no long subject to Section 1 Form 4 of Form 5 obligatio may com <i>See</i> Instr 1(b).	5 STATEN or ^{ns} Filed pur ^{ns} Section 17(uction	STATEMENT OF CHANGES IN 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 20(b) of the Investment Company Act of 1040									
1. Name and A	Address of Reporting	Person <u>*</u>	Symbol		d Ticker or NGS COI	-	5. Relationship o Issuer				
(Last) (First) (Middle) 3150 SABRE DRIVE			3. Date of Earliest Transaction(Month/Day/Year)06/01/2005			(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> 0ther (specify below)					
					Amendment, Date Original 6. Individual or Jo Month/Day/Year) Applicable Line) _X_ Form filed by O Form filed by M Person				erson		
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securiti onAcquired (Disposed o (Instr. 3, 4 Amount	A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Rep	oort on a separate line	e for each cl	ass of sec	urities bene	Person inform require	ns who res ation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

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

1. Title of	2	2 Transaction Data	24 Deemed	4	5 Number of	6 Data Example and	7 Title and Amount a
1. The of	Ζ.	3. Transaction Date	SA. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security				or Dispose (D) (Instr. 3, 4 and 5)					
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options (Right to Buy)	\$ 19.94 (1)	06/01/2005	A		2,555 (2)		06/01/2006	06/01/2015	Class A Common Stock	2,555
Deferred Stock Units	\$ 20.02 (3)	06/01/2005	A		1,499		(4)	(4)	Class A Common Stock	1,499
Stock Equivalent Units	\$ 19.94 (1)	06/01/2005	A		470.28		(5)	(5)	Class A Common Stock	470.28

Reporting Owners

Reporting Owner Name / Address		Relationsh						
1 0	Director	10% Owner	Officer	Other				
LINDNER RICHARD G 3150 SABRE DRIVE SOUTHLAKE, TX 76092	Х							
Signatures								
Richard G. Lindner by James F attorney-in-fact	ır,	06/03/2005						
**Signature of Reporting		Date						

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) The deemed purchase price for such securities is the fair market value of shares of Sabre Holdings' Class A Common Stock on June 1, 2005, the transaction date.
- (2) Award granted under issuer's Amended and Restated 1996 Long-Term Incentive Plan.
- (3) The deemed purchase price for such securities is the average price of Sabre Holdings' Class A Common Stock for the 30-day period preceding the grant date.
- (4) Deferred Stock Units are accrued under Sabre Holdings Corporation 2003 Directors Deferred Compensation and Deferred Stock Unit Plan and are to be settled in cash after the Reporting Person leaves the board of directors.
- (5) Stock Equivalent Units are accrued under Sabre Holdings Corporation 2003 Directors Deferred Compensation and Deferred Stock Unit Plan and are to be settled in cash pursuant to Reporting Person's Deferral Election Form.

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.