Edgar Filing: MARTIN BOB L - Form 4

MARTIN BOB L Form 4												
June 05, 2006										PPROVAL		
		STATES		RITIES A shington			NGE	COMMISSIO	N OMB Number:	3235-028	7	
Check this box if no longer		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP							Expires:	January 31 200		
subject to Section 16. Form 4 or	SECURITIES				Estimated burden hou response	urs per	5					
Form 5 obligations may continue. See Instruction 1(b). 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 Respon	nses)											
1. Name and Address of Reporting Person <u>*</u> MARTIN BOB L			2. Issuer Name and Ticker or Trading Symbol SABRE HOLDINGS CORP [TSG]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	Tinat) (1	Meddla)				20]	(Check all applicable)					
(Last) (First) (Middle) 3150 SABRE DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 06/01/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)						
(4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person								
SOUTHLAKE, 7	ГХ 76092							Form filed by Person	More than One R	eporting		
(City) (State)	(Zip)	Tab	le I - Non-l	Derivati	ve Securit	ties A	cquired, Disposed	of, or Beneficia	lly Owned		
	nnsaction Date th/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Dispos		1	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amou	nt (D) I	Price	(Instr. 3 and 4)				
Reminder: Report on	a separate line	e for each cla	ass of secu	urities bene	-		-	-				
					info req disj	ormation uired to r	conta respo	pond to the colle ained in this form and unless the fo atly valid OMB co	n are not orm	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.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Γ
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			C

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	Derivative Security			 (A) or Disposed of (D) (Instr. 3, 4, and 5) 				
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 21.37 (1)	06/01/2006	A	2,223 (2)	06/01/2007	06/01/2016	Class A Common Stock	2,223
Deferred Stock Units	\$ 21.74 (<u>3</u>)	06/01/2006	А	1,381	(4)	(4)	Class A Common Stock	1,381

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MARTIN BOB L 3150 SABRE DRIVE SOUTHLAKE, TX 76092	Х							
Signatures								
Bob L. Martin by James F. Bra attorney-in-fact	shear,		06	6/05/2006				

**Signature of Reporting Person 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 Corporation Class A Common Stock on June 1, 2006, the transaction date.

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.

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.