TAYLOR MARY ALICE

Form 4

November 04, 2002

FORM 4

__ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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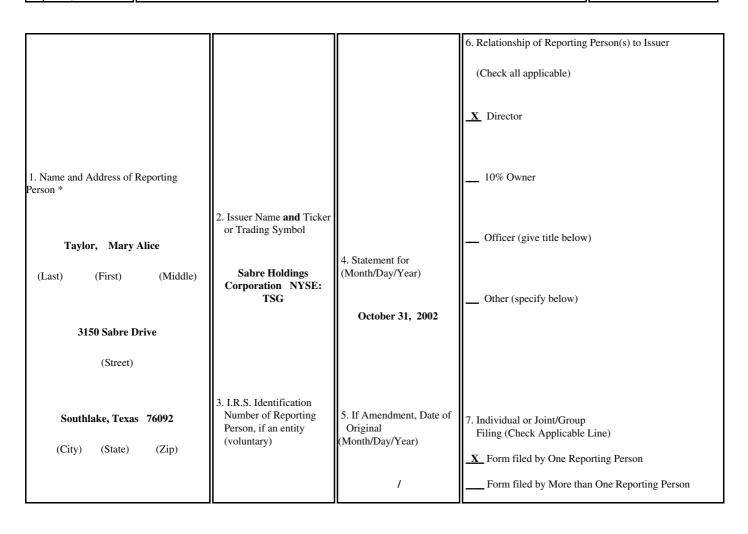


Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date (Month/Day/	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)	Owned Following Reported	Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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	Code	V	Amount	(A) or (D)	Price		

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

	2.			Code	sacti	5. Num of Deriv Secu Acqu (A) o Dispo of (D (Insti	vative rities prosed or osed		ate	7. Title and of Underlyi Securities (Instr. 3 and	ng		Derivative Securities Beneficially	10. Ownership Form of Derivative Securities:	
Security	Derivative	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	or Number		Following Reported Transaction(s)	Direct (D) or Indirect (I)	11. N of In Bene Own (Instr
Stock Equivalent Unit	1-for-1	10/31/2002		A (1)		54.8		(1)	(1)	Class A Common Stock	54.8	18.25	3,349.8	D	
					<u> </u>										
															<u>][</u>

Explanation of Responses:	
(1) Stock Equivalent Units are accrued under The SABRE Group Holdings, Inc. 1996 Directors' Stock Equivalent Units amended) and are to be settled in cash after the Reporting Person leaves the board of directors.	t Deferral Plan

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11/4/2002

/s/ Mary Alice Taylor

** Signature of Reporting Person by James F. Brashear, attorney-in-fact	Date
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.	
* 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. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i>	Instruction 6 for procedure.
http://www.sec.gov/divisions/corpfin/forms/form4.htm Last update: 09/05/2002	