SABRE HOLDINGS CORP

Form 4

November 15, 2002

FORM 4

o 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

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5

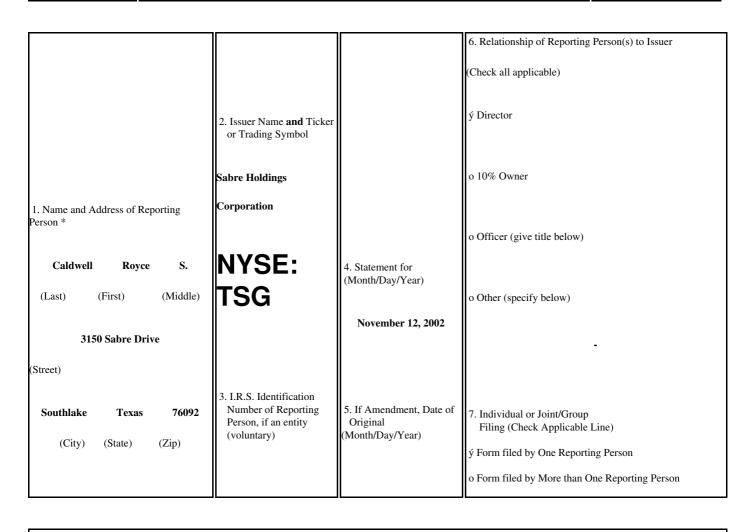


Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of | 2. Transaction Date | 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 Transaction(s) | Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-------------|------------------------|---|-----------------------------------|---|--|----------------------------------|---|
|-------------|------------------------|---|-----------------------------------|---|--|----------------------------------|---|

Edgar Filing: SABRE HOLDINGS CORP - Form 4

| | Code | V | Amount | (A) or (D) | Price | | |
|--|------|---|--------|------------|-------|--|--|
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

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

| | 11 | | | | | | | | | | | | 1 | 1 | |
|---------------------------------------|---|------------|---|-----------------|---|--------------|-----|-------------------------|-----------------|--|-------|------------|---|---|--------------------------------------|
| | 2 | | | 4. Transacti | | (Instr. 3, 4 | | 6. Date Exercisable and | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | | Derivative Securities Beneficially | 10. Ownership Form of Derivative | |
| Derivative Security | Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date, if any (Month/Day/ Year) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | | Derivative | Following Reported Transaction(s) | Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. I of It Ben Owt (Ins |
| Stock Options (Right to Buy) | \$20.59 | 11/12/2002 | | A (1) | | 1,000 | | 11/12/2003 | 11/12/2012 | Class A Common Stock | 1,000 | \$20.59 | 1,000 | D | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |

| Explanation of Responses: | | |
|--|--|--|
| (1) Award granted under issuer's Amended | l and Restaed 1996 Long-Term Incentive Plan. | |
| | | |

/s/ Royce S. Caldwell by James F. Brashear, attorney-in-fact

11/14/02

Edgar Filing: SABRE HOLDINGS CORP - Form 4

Date

** Signature of Reporting Person

Last update: 09/05/2002

| 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. See 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 |