SABRE HOLDINGS CORP

Form 4 May 30, 2006

FORM 4

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

OMB APPROVAL

Number: 3235-0287

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0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

05/25/2006

(Print or Type Responses)

	Address of Reporting TE DAVID A	2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer					
			SABRE HOLDINGS CORP [TSG]					(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction									
			(Month/Day/Year)					Director	10%			
3150 SABRE DRIVE			05/25/2006					_X_ Officer (give title Other (specify below)				
								EVP &	General Couns	el		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person						
SOUTHLA	AKE, TX 76092							Form filed by M Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative Se	ecuriti	es Acqı	uired, Disposed of,	or Beneficiall	y Owned		
1.Title of	2. Transaction Dat	e 2A. Deen	ned	3.	4. Securitie	s Acqu	iired	5. Amount of	6.	7. Nature o		
Security	(Month/Day/Year)	Execution	Date, if	Transactio	on(A) or Disp	osed o	f (D)	Securities	Ownership	Indirect		
(Instr. 3)		any		Code	(Instr. 3, 4 a	and 5)		Beneficially	Form: Direct	Beneficial		
		(Month/D	ay/Year)	(Instr. 8)				Owned	(D) or	Ownership		
								Following	Indirect (I)	(Instr. 4)		
						(A)		Reported	(Instr. 4)			
						(A) or		Transaction(s)				
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Class A					16 10 50		\$	00 =0 = 000				

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

 $P^{(1)}$

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SEC 1474

(9-02)

98,705.0328

(3)

D

21.2

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

16.4852

(1)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr	
					4, and 5)	Date	Expiration		Amount		
				Code V	(A) (D)	Exercisable	Date	Title	Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHWARTE DAVID A 3150 SABRE DRIVE SOUTHLAKE, TX 76092

EVP & General Counsel

Signatures

David A. Schwarte by James F. Brashear, attorney-in-fact

05/30/2006

**Signature of Reporting Person

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) Reflects voluntary reinvestment of a cash dividend on shares purchased through the Sabre Holdings Corporation Employee Stock Purchase Plan and held as of May 11, 2006, the record date for such dividend.
- (2) Reflects the open market purchase price on May 25, 2006, the payment date for such dividend.
- (3) Includes 59,182 restricted shares and 3676.0328 shares purchased through the Sabre Holdings Corporation Employee Stock Purchase Plan.

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.

Reporting Owners 2