TAYLOR MARY ALICE

Form 4

March 04, 2003

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

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

			6. Relationship of Reporting Person(s) to Issuer
			(Check all applicable)
			X Director
Name and Address of Reporting Person *			10% Owner
Taylor Mary Alice (Last) (First) (Middle)	Issuer Name and Ticker or Trading Symbol	4. Statement for (Month/Day/Year)	_ Officer (give title below)
3150 Sabre Drive (Street)	Sabre Holdings Corporation NYSE: TSG	February 28, 2003	_ Other (specify below)
Southlake Texas 76092 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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

1. Title of Security	2. Transaction Date	2A. Deemed Execution Date, if any (Month/Day/ Year)	2 Transaction Code	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)
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	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)

	2.			4. Transa Code (Instr.	acti	(Instr	vative rities ired r osed)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and of Underly Securities (Instr. 3 an	ing		Beneficially	10. Ownership Form of Derivative Securities:	
Derivative Security	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title		8. Price of Derivative Security	Following Reported	Direct (D) or Indirect (I) (Instr. 4)	11. Na of Indi Benefi Owner (Instr.
Stock Equivalent Unit	1-for-1	02/28/2003		A (1)		60.8		(1)	(1)	Class A Common Stock	60.8	16.46	4,865.4	D	
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(1) Stock Equivalent Units are accrued under The SABRE Group Holdings, Inc. 1996 Directors	Stock Equivalent Unit Deferral Plan (as
amended) and are to be settled in cash after the Reporting Person leaves the board of directors.	

/s/ Mary Alice Taylor

Explanation of Responses:

03/4/2003

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Date

** Signature of Reporting Person

by James F. Brashear, attorney-in-fact
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, <i>see</i> 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
Last update: 09/05/2002