MARTIN BOB L

Form 4

December 17, 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

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
Martin, Bob L.	2. Issuer Name and Ticker or Trading Symbol		_ Officer (give title below)
(Last) (First) (Middle)	Sabre Holdings Corporation NYSE: TSG	4. Statement for (Month/Day/Year)	_ Other (specify below)
3150 Sabre Drive	NYSE: ISG	December 13, 2002	
(Street)			-
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 (Instr. 3)	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)	or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/13/02	s		195	D	16.38	407	D	

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

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	2.			4. Trans Code (Instr.	acti	(Inst	vativaritie uirector oosec O) er. 3,	5	cisable and	Amoi Unde Secui	le and unt of rlying ities . 3 and 4)		Securities Beneficially	10. Ownership Form of Derivative	
Derivative Security	Conversion or Exercise Price of Derivative Security	Transaction Date (Month/Day/	3A. Deemed Execution Date, if any (Month/Day/ Year)						Expiration	Title	or Number of	Derivative	Following	Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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Explanation of Responses:		

/s/ Bob L. Martin

12/17/02

by James F. Brashear, attorney-in-fact

Date

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** Signature of Reporting Person

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, see Instruction 6 for procedure.
http://www.sec.gov/divisions/corpfin/forms/form4.htm
Last update: 09/05/2002