SABA SOFTWARE INC

Form 4

February 01, 2006

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

Check this box

if no longer subject to Section 16.

Form 4 or Form 5 obligations

may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

YAZDANI BABAK

(First) (Last)

(Middle)

2400 BRIDGE PARKWAY

(Street)

(State)

REDWOOD SHORES, CA 94065-1166

(City)

1. Title of

Security

(Instr. 3)

2. Issuer Name and Ticker or Trading

SABA SOFTWARE INC [SABA]

Symbol

3. Date of Earliest Transaction

(Month/Day/Year) 01/30/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3.

2. Transaction Date 2A. Deemed 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8)

(Instr. 3, 4 and 5)

(A)

or

Code V Amount (D) Price

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

X Director 10% Owner

X_ Officer (give title Other (specify below) below)

Chairman of the Board & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

5. Amount of 6. Ownership 7. Nature of

> Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4) Following (Instr. 4) Reported

Transaction(s) (Instr. 3 and 4)

Securities

Owned

Beneficially

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8 Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	(Instr. 8) Acqui or Dis (D)		Instr. 3, 4	(A) ed of	(Month/Day/Year)		(Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 4.95	01/30/2006		A	9	90,000		<u>(1)</u>	01/30/2012	Common Stock	90,000

Reporting Owners

Relationships Reporting Owner Name / Address

X

Director 10% Owner Officer Other

Chairman of the Board & CEO

YAZDANI BABAK 2400 BRIDGE PARKWAY

REDWOOD SHORES, CA 94065-1166

Signatures

/s/ Babak 02/01/2006 Yazdani

**Signature of Date Reporting Person

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) The options vest periodically over the course of one year in four equal quarterly installments.

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.

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