

SABRE HOLDINGS CORP  
Form 8-K  
December 21, 2004

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

## FORM 8-K

**CURRENT REPORT**  
**Pursuant to Section 13 OR 15(d) of**  
**The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **December 21, 2004**

### SABRE HOLDINGS CORPORATION

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-12175**  
(Commission  
File Number)

**75-2662240**  
(IRS Employer  
Identification No.)

**3150 Sabre Drive, Southlake, Texas**  
(Address of principal executive offices)

**76092**  
(Zip Code)

Registrant's telephone number, including area code: **(682) 605-1000**

**Not Applicable.**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01.      Entry Into A Material Definitive Agreement**

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On December 17, 2004, the Compensation Committee of the Board of Directors (the Board ) of Sabre Holdings Corporation (the Company ) approved the adjustments to the compensation of the Company s directors described in Exhibit 99.1 hereto. These adjustments will become effective as of May 17, 2005, following the 2005 Annual Meeting of the Company s stockholders.

Item 9.01.

## Financial Statements and Exhibits

Exhibit(s)

<b>Exhibit</b>	<b>Description</b>
99.1	Information Regarding the Compensation of Directors of Sabre Holdings Corporation

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SABRE HOLDINGS CORPORATION**

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(Registrant)

Date: December 21, 2004

/s/ James F. Brashear

(Signature)

Name: James F. Brashear

Title: Corporate Secretary

**EXHIBIT INDEX**



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<b>Exhibit</b>	<b>Description</b>
99.1	Information Regarding the Compensation of Directors of Sabre Holdings Corporation