

Sabre Corp
Form 4
November 24, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
KERR DEBORAH

2. Issuer Name and Ticker or Trading Symbol
Sabre Corp [SABR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/20/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive Vice President

3150 SABRE DR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SOUTHLAKE, TX 76092

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/20/2015 | | M ⁽¹⁾ | | 45,000 | A | \$ 9.97 |
| Common Stock | 11/20/2015 | | M ⁽¹⁾ | | 9,000 | A | \$ 16.68 |
| Common Stock | 11/20/2015 | | S ⁽¹⁾ | | 54,000 | D | \$ 29.2282 ⁽²⁾ |
| Common Stock | 11/23/2015 | | M ⁽¹⁾ | | 4,381 | A | \$ 9.97 |
| Common Stock | 11/23/2015 | | M ⁽¹⁾ | | 4,319 | A | \$ 16.68 |

Edgar Filing: Sabre Corp - Form 4

Common Stock 11/23/2015 S(1) 8,700 D \$ 30 74,974 D

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 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) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Options to Purchase Common Stock | \$ 9.97 | 11/20/2015 | | <u>M</u> (1) | 45,000 | <u>(3)</u> | 03/11/2023 | Common Stock | 45,000 |
| Options to Purchase Common Stock | \$ 16.68 | 11/20/2015 | | <u>M</u> (1) | 9,000 | <u>(4)</u> | 04/17/2024 | Common Stock | 9,000 |
| Options to Purchase Common Stock | \$ 9.97 | 11/23/2015 | | <u>M</u> (1) | 4,381 | <u>(3)</u> | 03/11/2023 | Common Stock | 4,381 |
| Options to Purchase Common Stock | \$ 16.68 | 11/23/2015 | | <u>M</u> (1) | 4,319 | <u>(4)</u> | 04/17/2024 | Common Stock | 4,319 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: Sabre Corp - Form 4

Director 10% Owner Officer Other

KERR DEBORAH
3150 SABRE DR
SOUTHLAKE, TX 76092

Executive Vice President

Signatures

/s/ Steve W. Milton as attorney-in-fact for Deborah
Kerr

11/24/2015

__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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person effective August 31, 2015.

The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.06 to \$29.35, inclusive. The reporting person undertakes to provide to Sabre Corporation, any security holder of Sabre Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.
- (2) The options vest and become exercisable as to 25% of the shares of common stock, par value \$0.01 per share (the "Common Stock") of Sabre Corporation subject to each such option on the first anniversary of the date of grant (March 11, 2013) and as to 6.25% of such shares at the end of each successive three-month period thereafter, subject to Ms. Kerr's continued employment through each vesting date.
- (3) The options vest and become exercisable as to 25% of the shares of common stock, par value \$0.01 per share (the "Common Stock") of Sabre Corporation subject to each such option on the first anniversary of the date of grant (April 17, 2014) and as to 6.25% of such shares at the end of each successive three-month period thereafter, subject to Ms. Kerr's continued employment through each vesting date.
- (4)

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.