

Sabre Corp  
Form 8-K  
November 10, 2015

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

**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): November 4, 2015**

**SABRE CORPORATION**

**(Exact name of registrant as specified in its charter)**

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

**3150 Sabre Drive**

**001-36422**  
**(Commission**  
**File Number)**

**20-8647322**  
**(IRS Employer**  
**Identification No.)**

**76092**

**Southlake, TX**  
**(Address of principal executive offices)** **(Zip Code)**  
**(682) 605-1000**

**(Registrant's telephone number, including area code)**

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:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. 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.**

On November 4, 2015, Sabre Corporation (the Corporation ) entered into an underwriting agreement (the Underwriting Agreement ) with Morgan Stanley & Co. LLC (the Underwriter ) and the selling stockholders (the Selling Stockholders ) listed in Schedule II to the Underwriting Agreement (the Underwriting Agreement ), relating to the offering (the Offering ) by the Selling Stockholders of 30,000,000 shares of the Corporation s common stock, par value \$0.01 per share (the Common Stock ) pursuant to the Corporation s Registration Statement on Form S-3 (File No. 333-204267). Pursuant to the Underwriting Agreement, (i) the Selling Stockholders agreed to sell to the Underwriter, and the Underwriter agreed to purchase from the Selling Stockholders, subject to and upon the terms and conditions set forth therein, 30,000,000 shares of Common Stock and (ii) the Underwriter agreed to sell to the Corporation, and the Corporation agreed to repurchase from the Underwriter, subject to and upon the terms and conditions set forth therein, 3,400,000 shares of Common Stock.

A copy of the Underwriting Agreement is filed as Exhibit 1.1 herewith and incorporated by reference herein.

**Item 8.01 Other Events.**

On November 4, 2015, the Corporation issued a press release announcing the pricing of the Offering at a price to the public of \$29.27 per share of Common Stock.

On November 10, 2015, the Corporation issued a press release announcing that the Offering in respect of an aggregate amount of 30,000,000 shares of Common Stock has been completed. The shares are listed on the NASDAQ Global Select Market and trade under the symbol SABR.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits*

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 1.1                   | Underwriting agreement by and between Sabre Corporation, the selling stockholders and Morgan Stanley & Co. LLC. |
| 99.1                  | Press release dated November 4, 2015.   |
| 99.2                  | Press release dated November 10, 2015.  |

**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 Corporation

Dated: November 10, 2015

By: /s/ Richard A. Simonson

Name: Richard A. Simonson

Executive Vice President and Chief Financial

Title: Officer

**EXHIBIT INDEX**

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