

SABA SOFTWARE INC
 Form 4
 March 12, 2009

FORM 4

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

OMB APPROVAL

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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

(Last) (First) (Middle)

2400 BRIDGE PARKWAY

(Street)

REDWOOD
 SHORES, CA 94065-1166

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SABA SOFTWARE INC [SABA]

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/10/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO & Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|---------------------|------------------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|---------------------|------------------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | (Month/Day/Year) | | (Instr. 3 and 4) | | |
|-----------------------------|--|---------------------------|-----------------|--|---------|------------------|------------|------------------|-----------------|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
| Stock Option (Right to Buy) | \$ 2.52 | 03/10/2009 ⁽¹⁾ | D | | 200,000 | | <u>(1)</u> | 03/19/2009 | Common Stock | 20 |
| Stock Option (Right to Buy) | \$ 2.52 | 03/10/2009 ⁽¹⁾ | A | | 200,000 | | <u>(1)</u> | 03/19/2013 | Common Stock | 20 |
| Stock Option (Right to Buy) | \$ 4.95 | 03/10/2009 ⁽²⁾ | D | | 90,000 | | <u>(2)</u> | 01/30/2012 | Common Stock | 90 |
| Stock Option (Right to Buy) | \$ 4.95 | 03/10/2009 ⁽²⁾ | A | | 90,000 | | <u>(2)</u> | 01/30/2016 | Common Stock | 90 |
| Stock Option (Right to Buy) | \$ 6.4 | 03/10/2009 ⁽³⁾ | D | | 310,000 | | <u>(3)</u> | 06/28/2012 | Common Stock | 31 |
| Stock Option (Right to Buy) | \$ 6.4 | 03/10/2009 ⁽³⁾ | A | | 310,000 | | <u>(3)</u> | 06/28/2016 | Common Stock | 31 |
| Stock Option (Right to Buy) | \$ 4.53 | 03/10/2009 ⁽⁴⁾ | D | | 125,000 | | <u>(4)</u> | 01/11/2014 | Common Stock | 12 |
| Stock Option (Right to Buy) | \$ 4.53 | 03/10/2009 ⁽⁴⁾ | A | | 125,000 | | <u>(4)</u> | 01/11/2018 | Common Stock | 12 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| YAZDANI BABAK 2400 BRIDGE PARKWAY | X | | CEO & Chairman of the Board | |

REDWOOD SHORES, CA 94065-1166

Signatures

Babak Yazdani

03/10/2009

__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 two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on 3/19/2003 and provides for vesting periodically over a period of four years. The amendment consists solely of changing the term from six to ten years.

(2) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on 1/30/2006 and provides for vesting periodically over a period of one year. The amendment consists solely of changing the term from six to ten years.

(3) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on 6/28/2006 and provides for vesting periodically over a period of four years. The amendment consists solely of changing the term from six to ten years.

(4) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on 1/11/2008 and provides for vesting periodically over a period of four years. The amendment consists solely of changing the term from six to ten years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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