

SABA SOFTWARE INC  
Form SC 13G  
January 13, 2005

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

SABA SOFTWARE, INC.

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(Name of Issuer)

COMMON STOCK

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(Title of Class of Securities)

784932600

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(CUSIP Number)

December 31, 2004

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(Date of Event Which Requires Filing of this Statement)

Check appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

1 NAME OF REPORTING PERSON

S.S OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Babak Yazdani

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER

NUMBER OF

SHARES

BENEFICIALLY 137,656

6 SHARED VOTING POWER

OWNED BY

EACH

REPORTING

1,574,497

PERSON 7 SOLE DISPOSITIVE POWER shares [same number as in 5 above]

WITH

137,656

8 SHARED DISPOSITIVE POWER

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1,574,497

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,712,153

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.6%

**12** TYPE OF REPORTING PERSON\*

IN

- Item 1. (a)** NAME OF ISSUER: Saba Software, Inc.
- Item 1. (b)** ADDRESS OF ISSUER S PRINCIPAL EXECUTIVE OFFICES: 2400 Bridge Parkway, Redwood Shores, CA 94065-1166
- Item 2. (a)** NAME OF PERSON FILING: Babak Yazdani
- Item 2. (b)** ADDRESS OF PRINCIPAL OFFICE: 2400 Bridge Parkway, Redwood Shores, CA 94065-1166
- Item 2. (c)** CITIZENSHIP: USA
- Item 2. (d)** TITLE OF CLASS OF SECURITIES: Common Stock
- Item 2. (e)** CUSIP NUMBER: 784932600
- Item 3.** Not applicable.
- Item 4.** OWNERSHIP

The following information with respect to the ownership of the Common Stock of the Issuer by the person filing this Statement is provided as of December 31, 2004:

(a) Amount Beneficially Owned:

1,712,153 shares. Includes (i) 1,399,497 shares of common stock held in the Yazdani Family Trust of which Mr. Yazdani is trustee; (ii) 50,000 shares of common stock held in The 2001 Yazdani GRAT dtd 11/26/01 of which Mr. Yazdani is trustee; (iii) 125,000 shares of common stock held in The 2002 Yazdani GRAT dtd 12/30/02 of which Mr. Yazdani is trustee; and (iv) 137,656 shares subject to options exercisable within 60 days of December 31, 2004.

- (b) Percent of Class: 10.6%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 137,656
  - (ii) Shared power to vote or to direct the vote: 1,574,497
  - (iii) Sole power to dispose or to direct the disposition of: 137,656
  - (iv) Shared power to dispose or to direct the disposition of: 1,574,497

- Item 5.** OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS: Not applicable.
- Item 6.** OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON: Not applicable.
- Item 7.** IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY: Not applicable.
- Item 8.** IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP: Not applicable.
- Item 9.** NOTICE OF DISSOLUTION OF THE GROUP: Not applicable.
- Item 10.** CERTIFICATION: Not applicable.

**SIGNATURE**

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: January 13, 2005

/s/ Babak Yazdani

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Babak Yazdani