

SABA SOFTWARE INC  
Form SC 13G/A  
February 17, 2009

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

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 5)

**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, 2008

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(Date of Event Which Requires Filing of this Statement)

Check the 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)
-

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CUSIP No. 784932600 13G

1.	Name of Reporting Person: Diker GP, LLC	I.R.S. Identification Nos. of above persons (entities only): 37-1444083
2.	Check the Appropriate Box if a Member of a Group:	
	(a)	<input checked="" type="checkbox"/>
	(b)	<input type="checkbox"/>
3.	SEC Use Only:	
4.	Citizenship or Place of Organization: Delaware	
	5.	Sole Voting Power: -0-
	6.	Shared Voting Power: 3,277,512
	7.	Sole Dispositive Power: -0-
	8.	Shared Dispositive Power: 3,277,512
9.	Aggregate Amount Beneficially Owned by Each Reporting Person: 3,277,512	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares: <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9): 11.23%	
12.	Type of Reporting Person: OO*	

\*The Reporting Person, as defined below, is affiliated with a Registered Investment Adviser but has elected to file Schedule 13G nonetheless. As an affiliate of a Registered Investment Adviser, the Reporting Person disclaims all beneficial ownership of these shares, and in any case, disclaims beneficial ownership of these shares except to the extent of the Reporting Person's pecuniary interest in the shares.

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CUSIP No. 784932600 13G

1.	Name of Reporting Person: Diker Management, LLC	I.R.S. Identification Nos. of above persons (entities only): 04-3616914
2.	Check the Appropriate Box if a Member of a Group: (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only:	
4.	Citizenship or Place of Organization: Delaware	
	Number of Shares Beneficially Owned by Each Reporting Person With	5. Sole Voting Power: -0- 6. Shared Voting Power: 3,523,589 7. Sole Dispositive Power: -0- 8. Shared Dispositive Power: 3,523,589
9.	Aggregate Amount Beneficially Owned by Each Reporting Person: 3,523,589	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares: <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9): 12.07%	
12.	Type of Reporting Person: IA*	

\*The Reporting Person, as defined below, is affiliated with a Registered Investment Adviser but has elected to file Schedule 13G nonetheless. As an affiliate of a Registered Investment Adviser, the Reporting Person disclaims all beneficial ownership of these shares, and in any case, disclaims beneficial ownership of these shares except to the extent of the Reporting Person's pecuniary interest in the shares.

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CUSIP No. 784932600 13G

1.	Name of Reporting Person: Charles M. Diker	I.R.S. Identification Nos. of above persons (entities only):
2.	Check the Appropriate Box if a Member of a Group:	
	(a)	<input checked="" type="checkbox"/>
	(b)	<input type="checkbox"/>
3.	SEC Use Only:	
4.	Citizenship or Place of Organization: U.S.A.	
	5.	Sole Voting Power: -0-
	6.	Shared Voting Power: 3,523,589
	7.	Sole Dispositive Power: -0-
	8.	Shared Dispositive Power: 3,523,589
9.	Aggregate Amount Beneficially Owned by Each Reporting Person: 3,523,589	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares: <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9): 12.07%	
12.	Type of Reporting Person: IN*	

\*The Reporting Person, as defined below, is affiliated with a Registered Investment Adviser but has elected to file Schedule 13G nonetheless. As an affiliate of a Registered Investment Adviser, the Reporting Person disclaims all beneficial ownership of these shares, and in any case, disclaims beneficial ownership of these shares except to the extent of the Reporting Person's pecuniary interest in the shares.

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CUSIP No. 784932600 13G

1.	Name of Reporting Person: Mark N. Diker	I.R.S. Identification Nos. of above persons (entities only):
2.	Check the Appropriate Box if a Member of a Group:	
	(a)	<input checked="" type="checkbox"/>
	(b)	<input type="checkbox"/>
3.	SEC Use Only:	
4.	Citizenship or Place of Organization: U.S.A.	
	5.	Sole Voting Power: -0-
	6.	Shared Voting Power: 3,523,589
	7.	Sole Dispositive Power: -0-
	8.	Shared Dispositive Power: 3,523,589
9.	Aggregate Amount Beneficially Owned by Each Reporting Person: 3,523,589	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares: <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9): 12.07%	
12.	Type of Reporting Person: IN*	

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**Item 1.**

- (a) Name of Issuer: Saba Software, Inc. (the "Company")
- (b) Address of Issuer's Principal Executive Offices:  
The Company's principal executive offices are located at 2400 Bridge Parkway, Redwood Shores, CA 94065-1166.

**Item 2.**

- (a) Name of Person Filing:  
This statement is filed by:
  - (i) Diker GP, LLC, a Delaware limited liability company ("Diker GP"), as the general partner to the Delaware limited partnership the Diker Value Tech Fund, LP ("VT"), Diker Value Tech QP Fund, LP ("VTQP"), Diker Micro-Value Fund, LP ("MV"), the Diker Micro-Value QP Fund, LP ("MVQP"), Diker Micro & Small Cap Fund LP ("MS") and Diker M&S Cap Master Ltd ("MSCM") with respect to the Stock directly owned by VT, VTQP, MV, MVQP, MS and MSCM (collectively, the "Diker Funds");
  - (ii) Diker Management, LLC, a Delaware limited liability company ("Diker Management"), as the investment manager of the Diker Funds, with respect to the shares of Common Stock held by the Diker Funds;

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(iii) Charles M. Diker, a citizen of the United States, and the managing member of each of Diker GP and Diker Management, with respect to the shares of Common Stock subject to the control of Diker GP and Diker Management; and

(iv) Mark N. Diker, a citizen of the United States, and the managing member of each of Diker GP and Diker Management, with respect to the shares of Common Stock subject to the control of Diker GP and Diker Management.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

(b) Address of Principal Business office or, if none, Residence:

The address of the business office of each of the Reporting Persons is **745 Fifth Avenue, Suite 1409, New York, New York 10151.**

(c) Citizenship:

**Each of Diker GP and Diker Management is a Delaware limited liability company. Each of Charles M. Diker and Mark N. Diker is a United States citizen.**

(d) Title of Class of Securities: **Common Stock (the "Common Stock").**

(e) **CUSIP Number: 784932600**

**Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:**

- (a) Broker or dealer registered under Section 15 of the Act,
- (b) Bank as defined in Section 3(a)(6) of the Act,
- (c) Insurance Company as defined in Section 3(a)(19) of the Act,
- (d) Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e) Investment Adviser in accordance with Rule 13d-1 (b)(1)(ii)(E),
- (f) Employee Benefit Plan or Endowment Fund in accordance with 13d-1 (b)(1)(ii)(F),
- (g) Parent Holding Company or control person in accordance with Rule 13d-1 (b)(1)(ii)(G),
- (h) Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i) Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to 13d-1(c), check this box:

**Item 4. Ownership.**

- (a) Amount Beneficially Owned:  
A. Diker GP, LLC

(a) Amount beneficially owned: 3,277,512

(b) Percent of class: 11.23% The percentages used herein and in the rest of Item 4 are calculated based upon the 29,197,151 shares of Common Stock issued and outstanding as of the date of the Company's most recent filing on form 10-Q or 10-K, as applicable.

(c)(i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 3,277,512

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 3,277,512

B. Diker Management, LLC

(a) Amount beneficially owned: 3,523,589

(b) Percent of class: 12.07%

(c)(i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 3,523,589

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 3,523,589

**Item 4. Ownership. (continued)**

C. Charles M. Diker

(a) Amount beneficially owned: 3,523,589

(b) Percent of class: 12.07%

(c)(i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 3,523,589

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 3,523,589

D. Mark N. Diker

(a) Amount beneficially owned: 3,523,589

(b) Percent of class: 12.07%

(c)(i) Sole power to vote or direct the vote: -0-

(ii) Shared power to vote or direct the vote: 3,523,589

(iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 3,523,589

**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.**

As the sole general partner of the Diker Funds, Diker GP, has the power to vote and dispose of the shares of the Common Stock owned by the Diker Funds and, accordingly, may be deemed the beneficial owner of such shares. Pursuant to investment advisory agreements, Diker Management serves as the investment manager of the Diker Funds. Accordingly, Diker Management may be deemed the beneficial owner of shares held by the Diker Funds. Charles M. Diker and Mark N. Diker are the managing members of each of Diker GP and Diker Management, and in that capacity direct their operations. Therefore, Charles M. Diker and Mark N. Diker may be beneficial owners of shares beneficially owned by Diker GP and Diker Management. The Reporting Persons disclaim all beneficial ownership, however, as affiliates of a Registered Investment Adviser, and in any case disclaim beneficial ownership except to the extent of their pecuniary interest in the shares. The Reporting Persons have elected to file Schedule 13G nonetheless.

**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.** See item 2.

**Item 9. Notice of Dissolution of Group.** Not applicable.



**Item 10. Certifications.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

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

Date: February 12, 2009

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DIKER GP, LLC

By: /s/ MARK N. DIKER

Name: Mark N. Diker  
Title: Managing Member

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DIKER MANAGEMENT, LLC

By: /s/ MARK N. DIKER

Name: Mark N. Diker  
Title: Managing Member

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CHARLES M. DIKER, Individually

/s/ CHARLES M. DIKER

Name: Charles M. Diker

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MARK N. DIKER, Individually

/s/ MARK N. DIKER

Name: Mark N. Diker

---

clear operational progress across the board

Record DSL growth 504,000 net gain

1.4 million net adds <sup>vs</sup> 2 strong quarter following AT&T Wireless acquisition

Deepened bundle penetration

Improved churn 2.2 percent overall, 1.9 percent for postpaid

Consumer ARPU up 8.4 percent

Stabilizing ARPU with wireless data revenues increasing to

Substantial improvement in retail line results both consumer and business

\$3.70 per sub up from \$1.10 in 1Q04

Improved margins

Overall consumer revenue up 3.9 percent



**Solid Progress on Major Initiatives**

Agreement to Acquire AT&T

Announced Jan. 31

Reviews under way state, federal, international

Integration planning teams named

Project Lightspeed

Lab tests have generated good results, initial field trial for IP video launched in early April

Alcatel/Microsoft alliance to develop integrated IPTV platform

FTTP deployment under way, FTTN planning completed and network conditioning has begun

Content expertise in place, term sheets exchanged with key providers

**Rick Lindner**

Senior Executive Vice President and Chief Financial Officer SBC Communications Inc.

**Consolidated Revenue Growth**

**SBC Consolidated Revenue  
Year-Over-Year Growth**

[CHART]

**Spike in 4Q04 driven by CPE.  
Excluding CPE, growth rates  
increase each quarter.**

**SBC Consolidated with  
100% of Cingular Pro Forma  
Year-Over-Year Growth**

[CHART]

**Wireline Revenue Growth**

**Wireline Revenue  
Year-Over-Year Growth**

[CHART]

**Wireline Revenue without CPE  
Year-Over-Year Growth**

[CHART]



**Wireline Revenue Drivers**

**1Q05 versus 1Q04**  
(dollars in millions)

[CHART]

Voice	Smallest decline in 13 quarters \$399 million improvement from \$526 million decline in 1Q04
Long Distance	6 <sup>th</sup> straight quarter with growth above 20% 52% penetration of SBC retail lines
DSL/Internet	Compares with \$113 million growth in 1Q04 1.6 million DSL net adds since 1Q04
Data Transport	Compares to \$43 million decline in 1Q04 Retail up 1.7%; Wholesale up 1.2%

**Switched Access Line Trends:  
Shifts in Mix and Economics**

**Net Change by Quarter  
(in thousands)**

**Retail Access Lines**

[CHART]

**Wholesale Access Lines**

[CHART]

**UNE-P (364)  
Resale 21**

**Increased average prices per wholesale line    percent of net inflow of  
UNE-P lines to retail is at a level to increase revenue growth**

**Consumer Line Trends**

**Net Change by Quarter  
(in thousands)**

**Consumer Primary Retail Lines**

[CHART]

**1Q05 marks first growth  
in primary consumer  
lines since 1Q00**

**Consumer Additional Retail Lines**

[CHART]

**1Q05 marks smallest decline  
in additional lines since 1Q01,  
achieved record DSL net add quarter**

Totals exclude a reclassification that moved consumer retail access lines from primary to additional. The changes made to consumer primary in-service totals were: 1Q04 (68)K and 2Q04 (68)K with offsetting changes made to consumer additional in-service totals. This reclassification does not impact total retail lines in service.

**Consumer Trends**

**Retail Revenue Growth  
Compared to Retail  
Access Line Growth**

[CHART]

**Retail Revenue Growth  
Compared to Retail Network  
Connection(1) Growth**

[CHART]

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(1) Retail network connections include retail consumer access lines, retail consumer DSL lines and retail consumer video subscribers.

**Bundles, Consumer ARPU Growth**

**Key-Product Bundles**  
Percent of consumers with bundles  
that include one or more key services  
LD, DSL, satellite and jointly billed  
wireless

[CHART]

**Consumer Wireline Revenue  
Year-Over-Year Growth**

[CHART]

*Long Distance*  
**Continued Strong Growth**

**In-Service InterLATA PICs**  
(in millions)

[CHART]

**Stable** per-minute pricing

**High percentage** of long distance customers on plans with recurring charges

**Nearly 80% of consumers**, with approximately one-third of these having unlimited plans

**More than 90% of business** customers

InterLATA and International LD revenues **up more than 36%** year over year

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(1) Includes 0.1 million increase for methodology true-up.

*DSL*

**Industry-Leading In-Service Base**

**In-Service DSL Lines**  
(in millions)

[CHART]

**Record net adds** 504,000

**14% penetration** of capable locations, **20%** in the West region

**20% DSL penetration** of consumer primary lines, **24% in West**

Nearly one-fourth of DSL installations are for **high speed-tier products**

**Consumer Bundles**  
**Price Comparisons**

Average Monthly Price (Initial 12-month term as of April 12, 2005)	SBC	Time Warner Cable	Cox	AOL	Vonage
<b>Voice</b>	\$ 48.95	\$ 43.90	\$ 48.95	\$ 34.99	\$ 24.99
<b>Data</b>	\$ 29.99	\$ 37.45	\$ 39.95	\$ 37.45	\$ 37.45
<b>Video</b>	\$ 52.98	\$ 70.45	\$ 69.00	\$ 70.45	\$ 70.45
<b>Wireless</b>	\$ 34.99	\$ 39.99	\$ 39.99	\$ 39.99	\$ 39.99
<b>Unallocated Discounts</b>		\$ (5.40)	\$ (2.95)		
<b>Total Before Taxes &amp; Fees</b>	<b>\$ 166.91</b>	<b>\$ 186.39</b>	<b>\$ 194.94</b>	<b>\$ 182.88</b>	<b>\$ 172.88</b>

**SBC advertising message Do the Math**

See notes section of Financial & Operational Results section of our Web site at [www.sbc.com/investor\\_relations](http://www.sbc.com/investor_relations) for details of SBC services offers (All Distance plan voice service plus calling features; SBC Yahoo! DSL Pro Internet access service; SBCIDISH Network satellite TV service (AT 120 + HBO); and Cingular Nation 450 wireless service). Competitors price and offer details available on their Internet Web sites. San Antonio is reference point for all SBC and competitive offers listed, except Cox (Oklahoma City Ultra Bundle). Wireless for all providers is based on Cingular Nation 450 plan (with \$5 discount on SBC plan). Other monthly charges may apply to DSL. Cingular Wireless service for SBC is after \$5 discount, other monthly charges may apply.



***Business Wireline***

**Revenue & Access Line Trends**

**Business Retail Access Lines  
Net Change by Quarter  
(in thousands)**

[CHART]

**Business Wireline Revenue  
Year-Over-Year Growth  
Excluding CPE**

[CHART]

**(1.3)%    0.5%    0.1%    3.6%    0.4%**

**Reported Results**

## Industry-Leading Data Revenue

### Quarterly Data Revenue

(dollars in millions)

[CHART]

Total data revenue up 6.7% year over year

Year-over-year increases in all categories

Sequential increase in DSL/Internet and hi-cap data transport

## SBC Operating Income Margin

### SBC Adjusted Operating Income Margin(1)

[CHART]

15.1%	14.1%	16.5%	12.1%	15.2%
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### Reported Results

Storms resulted in \$100 million expense pressure

Pension & OPEB costs were up \$79 million year over year

Continued strong growth in long distance and DSL

Continued focus on reducing headcount

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(1) 2Q04 excludes \$263 million strike and labor settlement charges and 4Q04 excludes \$244 million severance and pension charges.

*Cingular Wireless*  
**Solid Execution**

		1Q05		4Q04
<b>Net Adds(1) (in thousands)</b>		1,419		1,757
<b>Total Revenues(1) (in millions)</b>	\$	8,229	\$	8,088
<b>Total Churn(1)</b>		2.2%		2.4%
<b>Postpaid Churn(1)</b>		1.9%		2.1%
<b>Service ARPU(1)</b>	\$	49.59	\$	49.97
<b>Adjusted(2) OIBDA Margin</b>		25.5%		23.4%

**Strength of customer additions** continues; sequential decreases driven by normal seasonal patterns

Network and customer service quality continue to drive **churn reductions and margin improvement**

Postpaid adds were **79% of total net adds** versus 68%  
last quarter, **84% of minutes** on GSM network

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(1) Pro forma results for 4Q04. Includes results from AT&T Wireless for the period Oct. 1, 2004 through Oct. 25, 2004.

(2) OIBDA Margin is defined as operating income plus depreciation and amortization divided by wireless service revenue. Adjusted to exclude charge of \$245 million in 4Q04 and \$105 million in 1Q05 from merger integration. Reported OIBDA margin 1Q05 24.1% / 4Q04 19.5%.

**Cash Flow**

		1Q05		1Q04		YOY Change
<b>Cash From Operations</b>	\$	1,256	\$	1,998	\$	(742)
<b>Capital Expenditures</b>	\$	1,050	\$	936	\$	114
<b>Dividends</b>	\$	1,066	\$	1,034	\$	32
<b>Cash From Cingular</b>	\$	596	\$	0	\$	596
<b>Free Cash Flow</b>	\$	(264)	\$	28	\$	(292)

Increase in cash tax payments

\$232 million voluntary benefit funding in 1Q04

Volume growth

Investment in Lightspeed and efficiency projects

3.2% dividend increase

New cash sweep process

**Continue to expect approximately \$3 billion of free cash flow for 2005**

Free cash flow is cash from operations less capital expenditures less dividends plus cash from Cingular.

**1Q05 in Summary**

**Solid progress at Cingular Wireless**, with reduced churn, improved margins, stabilizing ARPU

Improved **access line trends**

**Accelerated DSL growth** with 504,000 net adds

Deepened bundle penetration, **8.4 percent growth in consumer ARPU**

Continued solid **data growth**

Clear, consistent focus on **cost initiatives, margins**

**Major initiatives on track:** Project Lightspeed and AT&T transaction

**Potential EPS Merger Impacts**

**Reported**

[CHART]

**Excluding Integration Costs &  
Non-Cash Intangible Amortization**

[CHART]

	2005	2006	2007	2008(1)	2009(1)	2005	2006	2007	2008(1)	2009(1)
<b>AT&amp;T</b>										
<b>Wireless(1)</b>	\$(0.21)-\$(0.19)	\$(0.03)-\$(0.01)	\$0.27-\$0.30	\$0.27-\$0.30	\$0.27-\$0.30	\$0.07-\$0.09	\$0.15-\$0.17	\$0.40-\$0.43	\$0.40-\$0.43	\$0.40-\$0.43
<b>AT&amp;T</b>	NA	\$(0.31)-\$(0.28)	\$(0.15)-\$(0.12)	\$0.09-\$0.11	\$0.23-\$0.27	NA	\$0.00-\$0.02	\$0.07-\$0.09	\$0.23-\$0.26	\$0.28-\$0.31

(1) 2008 & 2009 AT&T Wireless estimates are illustrative only and based on previously released estimates for 2007.

**Investor Update**

SBC 2005 Q1 Earnings Conference Call  
April 25, 2005



### **Cautionary Language Concerning Forward-Looking Statements**

Information set forth in this document contains financial estimates and other forward-looking statements that are subject to risks and uncertainties, and actual results might differ materially. Such statements include, but are not limited to, statements about the benefits of the business combination transaction involving SBC and AT&T Corporation, including future financial and operating results, the new company's plans, objectives, expectations and intentions and other statements that are not historical facts. Such statements are based upon the current beliefs and expectations of SBC's and AT&T's management and are subject to significant risks and uncertainties. Actual results may differ from those set forth in the forward-looking statements.

The following factors, among others, could cause actual results to differ from those set forth in the forward-looking statements: the ability to obtain governmental approvals of the transaction on the proposed terms and schedule; the failure of AT&T shareholders to approve the transaction; the risk that the businesses will not be integrated successfully; the risk that the cost savings and any other synergies from the transaction may not be fully realized or may take longer to realize than expected; disruption from the transaction making it more difficult to maintain relationships with customers, employees or suppliers; competition and its effect on pricing, spending, third-party relationships and revenues. Additional factors that may affect future results are contained in SBC's filings with the Securities and Exchange Commission (SEC), which are available at the SEC's Web site <http://www.sec.gov>. SBC disclaims any obligation to update and revise statements contained in this presentation based on new information or otherwise.

This document may contain certain non-GAAP financial measures. Reconciliations between the non-GAAP financial measures and the GAAP financial measures are available on SBC's Web site at [www.sbc.com/investor\\_relations](http://www.sbc.com/investor_relations).