

JETBLUE AIRWAYS CORP
 Form 4
 May 11, 2015

FORM 4

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

OMB APPROVAL

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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 *
RHOADES M ANN

2. Issuer Name and Ticker or Trading Symbol
**JETBLUE AIRWAYS CORP
 [JBLU]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/07/2015

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

C/O JETBLUE AIRWAYS CORPORATION, 27-01 QUEENS PLAZA NORTH

(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

LONG ISLAND CITY, NY 11101

(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	05/07/2015		M		\$ 13,500 A 14.7533	95,289	D
Common Stock	05/07/2015		S ⁽⁴⁾		\$ 13,500 D 21.394 (7)	81,789	D
Common Stock	05/07/2015		M		\$ 13,500 A 10.615	95,289	D
Common Stock	05/07/2015		S ⁽⁵⁾		\$ 13,500 D 21.394 (7)	81,789	D
	05/07/2015		M		\$ 13,500 A 10.46	95,289	D

Common
Stock

Common Stock 05/07/2015 S⁽⁶⁾ 13,500 D \$ 21.394 ⁽⁷⁾ 81,789 D

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

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(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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 14.7533	05/07/2015		M	13,500	<u>(1)</u> 05/18/2015	Common Stock	13,500
Stock Option (right to buy)	\$ 10.615	05/07/2015		M	13,500	<u>(2)</u> 05/18/2016	Common Stock	13,500
Stock Option (right to buy)	\$ 10.46	05/07/2015		M	13,500	<u>(3)</u> 05/09/2017	Common Stock	13,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RHOADES M ANN C/O JETBLUE AIRWAYS CORPORATION 27-01 QUEENS PLAZA NORTH LONG ISLAND CITY, NY 11101	X			

Signatures

/s/ M. Ann
Rhoades

05/08/2015

__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 option vested in five annual installments commencing on the the first anniversary of the May 18, 2005 grant date.
- (2) The option vested in five annual installments commencing on the the first anniversary of the May 18, 2006 grant date.
- (3) The option vested in five annual installments commencing on the the first anniversary of the May 9, 2007 grant date.
- (4) Concurrent sale of shares resulting from an exercise of options granted on May 18, 2005 and expiring 10 years later.
- (5) Concurrent sale of shares resulting from an exercise of options granted on May 18, 2006 and expiring 10 years later.
- (6) Concurrent sale of shares resulting from an exercise of options granted on May 9, 2007 and expiring 10 years later.

The range of prices for the transactions reported were from \$21.355 to \$21.42. The reporting person will provide, upon request by the

- (7) Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

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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