

JETBLUE AIRWAYS CORP

Form 4

December 10, 2004

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SOROS GEORGE

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)  
888 SEVENTH AVENUE, 33RD  
FLOOR

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/08/2004

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

(Street)  
NEW YORK, NY 10106

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(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	12/08/2004		S		6,800	D	\$ 24.05	17,554,045	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004		S		1,500	D	\$ 24.0502	17,552,545	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004		S		880	D	\$ 24.0523	17,551,665	I	See Footnotes (1) (2) (3) (4)
Common	12/08/2004		S		2,650	D	\$	17,549,015	I	See

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Stock		24.0526						Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,500	D	\$ 24.0527	17,547,515	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	261	D	\$ 24.0542	17,547,254	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,033	D	\$ 24.0545	17,546,221	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,260	D	\$ 24.0592	17,544,961	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	2,900	D	\$ 24.06	17,542,061	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,100	D	\$ 24.0618	17,540,961	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,890	D	\$ 24.0652	17,539,071	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	100	D	\$ 24.07	17,538,971	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,020	D	\$ 24.0702	17,537,951	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,300	D	\$ 24.0731	17,536,651	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	100	D	\$ 24.08	17,536,551	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,000	D	\$ 24.09	17,535,551	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	3,740	D	\$ 24.0978	17,531,811	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>
Common Stock	12/08/2004	S	1,800	D	\$ 24.0994	17,530,011	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>

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Common Stock	12/08/2004	S	1,200	D	\$ 24.1008	17,528,811	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	1,300	D	\$ 24.1015	17,527,511	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	600	D	\$ 24.105	17,526,911	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	2,100	D	\$ 24.1071	17,524,811	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	110	D	\$ 24.1082	17,524,701	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	1,700	D	\$ 24.11	17,523,001	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	2,750	D	\$ 24.12	17,520,251	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	1,572	D	\$ 24.13	17,518,679	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	1,100	D	\$ 24.14	17,517,579	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	1,100	D	\$ 24.155	17,516,479	I	See Footnotes (1) (2) (3) (4)
Common Stock	12/08/2004	S	1,250	D	\$ 24.16	17,515,229 <sup>(5)</sup>	I	See Footnotes (1) (2) (3) (4)

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 Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene Own Follo Repo Trans (Instr
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOROS GEORGE 888 SEVENTH AVENUE 33RD FLOOR NEW YORK, NY 10106		X		

## Signatures

John F. Brown, as Attorney-in-Fact for Mr. George Soros 12/10/2004

\_\_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) Each of the transactions in the Issuer's common shares, \$0.01 par value per share ("Common Stock"), reported herein was effected in the form of a single trade or a group of trades at the same sale price, portions of which were allocated among the accounts of QIP, SFMD and OSI (each as defined below).
- (2) Of each trade, approximately 66.69% of the amount of Common Stock reported herein was allocated to the account of Quantum Industrial Partners LDC, an exempted limited duration company formed under the laws of the Cayman Islands ("QIP"). QIH Management Investor, L.P., an investment advisory firm organized as a Delaware limited partnership ("QIHMI"), is a minority shareholder of, and is vested with investment discretion with respect to portfolio assets held for the account of, QIP. The sole general partner of QIHMI is QIH Management LLC, a Delaware limited liability company ("QIH Management"). Soros Fund Management LLC, a Delaware limited liability company ("SFM"), is the sole managing member of QIH Management. The Reporting Person is the Chairman of SFM and, in such capacity, may be deemed to have voting and dispositive power over securities held for the account of QIP.
- (3) Of each trade, approximately 10.61% of the amount of Common Stock reported herein was allocated to the account of SFM Domestic Investments LLC, a Delaware limited liability company ("SFMD"). The Reporting Person is the sole managing member of SFMD and, in such capacity, may be deemed to have voting and dispositive power over securities held for the account of SFMD.
- (4) Of each trade, approximately 22.70% of the amount of Common Stock reported herein was allocated to the account of Open Society Institute ("OSI"), a New York Trust. The Reporting Person serves as a trustee of OSI.
- (5) Of the 17,515,229 shares of Common Stock reported herein, (i) 11,680,225 shares of Common Stock are held for the account of QIP, (ii) 1,858,928 shares of Common Stock are held for the account of SFMD and (iii) 3,976,076 shares of Common Stock are held for the account of OSI.

**Remarks:**

The filing of this statement shall not be deemed an admission that the Reporting Person is the beneficial owner of any securities.

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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