St George Martin J
Form 4
February 27, 2019

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
St George Martin J

(Last) (First) (Middle)

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

(Street)

LONG ISLAND CITY, NY 11101

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/25/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
EVP Commercial

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 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	02/25/2019		M		4,992	A	(1)	36,859	D	
Common Stock	02/25/2019		F		1,696	D	$ 17.22 (6)	35,163	D	
Common Stock	02/25/2019		M		5,110	A	(1)	40,273	D	
Common Stock	02/25/2019		F		1,736	D	$ 17.22	38,537	D	

Common Stock	02/25/2019	M	4,796	A	(1) (6)	43,333	D	
Common Stock	02/25/2019	F	1,630	D	$ 17.22 (6)	42,001 (7)	D	

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

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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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	02/25/2019		A		18,840		(2)	(2)	Common Stock	18,840
Restricted Stock Units	(1)	02/25/2019		M			4,992	(5)	(5)	Common Stock	4,992
Restricted Stock Units	(1)	02/25/2019		M			5,110	(4)	(4)	Common Stock	5,110
Restricted Stock Units	(1)	02/25/2019		M			4,796	(3)	(3)	Common Stock	4,796

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
St George Martin J C/O JETBLUE AIRWAYS CORPORATION 27-01 QUEENS PLAZA NORTH LONG ISLAND CITY, NY 11101			EVP Commercial	

Signatures

/s/ Eileen McCarthy by power of attorney for Martin J. St. George — 02/27/2019

**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) Upon vesting, Reporting Person is entitled to receive one share of common stock for each restricted stock unit.

(2) The restricted stock units vest in equal annual installments over a three year period, measured from the vesting commencement date of February 25, 2019.

(3) The restricted stock units vest in equal annual installments over a three year period, measured from the vesting commencement date of February 22, 2018.

(4) The restricted stock units vest in equal annual installments over a three year period, measured from the vesting commencement date of February 24, 2017.

(5) The restricted stock units vest in equal annual installments over a three year period, measured from the vesting commencement date of February 24, 2016.

(6) These shares were automatically withheld and returned to JetBlue to cover tax obligations upon RSU vesting, in accordance with JetBlue policy for RSU vesting of RSU eligible employees in the United States.

(7) Reflects the October 31, 2018 purchase of 298 shares through the JetBlue Crewmember Stock Purchase Plan at a price of $14.221 (reflecting the plan discount).

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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