

## JetBlue Airways Corporation

# CODE OF BUSINESS CONDUCT

### **Purpose**

At JetBlue, we are committed to conducting our business in an honest and ethical manner. Before we operated our first flight, we designated *integrity* as one of our core JetBlue Values. Integrity is the foundation of positive, beneficial relationships with each other, our customers, our stockholders, our business partners and all others with whom we associate. We act with integrity when we tell the truth, honor our commitments and accept responsibility for our actions. We also act with integrity when we treat others with fairness, respect and dignity.

This Code governs the actions of all JetBlue Crewmembers. (JetBlue directors, officers and employees are included in the term “Crewmembers”, as are officers and employees of LiveTV, LLC, JetBlue’s wholly-owned subsidiary.)

The principles set forth in this Code are general in nature. These principles are supplemented by more specific policies and procedures that are communicated internally to Crewmembers from time to time. For example, the *Crewmember Blue Book* (an employee guidebook which is posted on the Company’s intranet) sets forth many such policies and procedures.

### **Our Working Environment**

JetBlue is committed to maintaining a friendly and safe working environment in which each individual is treated with integrity, fairness and respect, free from any type of harassment or discrimination. JetBlue is likewise committed to fair employment practices in the hiring and promoting of Crewmembers.

### **Fair Dealing**

We strive to deal fairly, honestly and in good faith with each other, our customers, our business partners, our competitors and all others. We do not seek competitive advantages through unethical business practices.

### **Use of Company Property and Corporate Opportunities**

Each of us has a duty to safeguard the assets of JetBlue. We should not treat those assets as our own personal property, nor should we use them for personal gain. No JetBlue assets, facilities or services may be used for any unlawful, improper or unauthorized purpose. In addition, we should not take for our own personal advantage (or direct to a third party) any Company business opportunity.

### **Conflicts of Interest**

As JetBlue Crewmembers, we must avoid situations that could cause us to act in a way that is not in the best interest of JetBlue. A conflict of interest arises when we place ourselves in situations where our loyalty may be divided, or be perceived to be divided, between the best interests of JetBlue and our personal, family or other interests.

Whether a material conflict of interest is present in a given situation depends on all of the facts and circumstances involved. The following are just a few of the common situations that can give rise to actual or perceived conflicts of interests: having an interest in a JetBlue supplier, competitor or business partner; directing business to a friend or relative; or using one's position at JetBlue to promote a personal, family or other interest.

If any of our outside activities, financial interests or relationships present a possible conflict of interest, we have a duty to discuss those matters with our immediate supervisor, the Company's General Counsel or another member of the Company's Legal Department. (Members of our Board of Directors should discuss such matters with the Chair of the Governance and Nominating Committee of the Board.)

### **Business Gifts**

From time to time, some Crewmembers will receive customary acts of hospitality from current or potential JetBlue business partners or from others business associates. Crewmembers should use good judgment in accepting such customary gifts or favors. It is inappropriate to accept business gifts or favors that go beyond customary hospitality in size, frequency or nature. No gift should ever be accepted if the gift would influence, or appear to influence, a business decision.

### **Government Gifts**

Gifts or items of value (including meals and entertainment) must not be offered to or accepted from any state or federal government employees, elected officials or quasi-governmental authority employees unless it is clear that such gift (a) does not violate any applicable state, federal or local laws or regulations; and (b) is not offered with the intent to influence. If you have any question as to whether a gift is permissible, please contact the Company's Legal Department.

### **Compliance with Laws**

We strive to comply with all laws, rules and regulations of the places where we do business. Questions about any such laws, rules or regulations, should be directed to our General Counsel or another member of our Legal Department.

### **Confidentiality**

As a result of our involvement with JetBlue, we might become aware of non-public information that would be harmful to the Company, or useful to our competitors, if disclosed. Such information may include strategic initiatives, internal surveys, and unpublished financial and statistical information, just to name a few. Each of us has a duty to keep proprietary information strictly confidential.

### **Insider Trading**

Anyone who has access to non-public information holds a special position of trust and confidence. One form of non-public information that must be handled with particular care is information that, if publicly known, could reasonably be expected either to affect the price of a company's stock or be material to an investor in making an investment decision. Such inside information must be kept strictly confidential. Company policy and applicable laws prohibit persons from trading securities while in the possession of material, non-public information. These rules also forbid sharing such material, non-public information with others who then trade in securities using the information. Violation of these laws can result in serious civil and criminal penalties. (JetBlue's *Insider Trading Policy*, which discusses this important topic in greater detail, is available to all Crewmembers on the Company's intranet site.)

### **Disclosure in SEC Reports and Other Public Communications**

We are committed to full, fair, accurate, timely, and understandable disclosure in reports and documents filed with, or submitted to, the Securities and Exchange Commission and in other public communications made by the Company, such as quarterly earnings releases. In support of this commitment, the Company has adopted a special *Code of Ethics for Chief Executive Officers and Senior Financial Officers* which supplements this Code.

### **Reporting Illegal or Unethical Behavior**

Any Crewmember who believes in good faith that there has been a violation of this Code should promptly report the suspect violation to an officer of the Company. Those desiring to make such reports confidentially or anonymously should call our Business Integrity Hotline at 1-877-293-2583. This is a dedicated, toll-free number that is available at all times. (It may also be used by business partners, stockholders or other interested parties desiring to report possible violations of this Code.) Alternatively, reports of suspected violations may be submitted confidentially or anonymously in writing to:

*JetBlue Airways  
118-29 Queens Boulevard  
Forest Hills, NY 11375  
Attention: General Counsel (Confidential)*

Reports of suspected violations will be kept confidential to the fullest extent possible, consistent with the need to conduct an adequate investigation.

Reports of suspected violations relating to accounting, auditing or other financial matters will be addressed by the Audit Committee of our Board in accordance with policies and procedures established by the Committee.

It is the policy of the Company not to allow any retaliation against a JetBlue Crewmember for reporting, in good faith, a suspected violation of this Code.

#### **Accountability for Adherence to this Code**

Each of us has the personal responsibility to understand and follow the principles set forth in this Code. *Behavior that violates the ethical principles set forth in this Code will be subject to possible disciplinary action including, where appropriate, termination.* JetBlue is committed to enforcing this Code in a prompt manner, giving due consideration to issues of fairness and consistency. *Any waiver of this Code for our directors or executive officers requires the approval of our Board of Directors.*

#### **Questions**

There may be times when you want advice about a business ethics issue. Crewmembers with questions about how the general principles set forth in this Code apply to particular situations should contact their immediate supervisor or the Company's General Counsel or another member of the Company's Legal Department at 718-709-3026.

Adopted May 4, 2004  
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