

PRICELINE COM INC

Form 4

March 19, 2014

**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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MILLONES PETER J**

(Last) (First) (Middle)

**800 CONNECTICUT AVENUE**

(Street)

**NORWALK, CT 06854**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**PRICELINE COM INC [PCLN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/17/2014**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Executive VP, General Counsel

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 <sup>(1)</sup>	03/17/2014		S		98	D	\$ 1,268.37
Common Stock <sup>(1)</sup>	03/17/2014		S		100	D	\$ 1,269.74
Common Stock <sup>(1)</sup> <sup>(2)</sup>	03/17/2014		S		380	D	\$ 1,271.11
Common Stock <sup>(1)</sup>	03/17/2014		S		100	D	\$ 1,275.05
Common Stock <sup>(1)</sup>	03/17/2014		S		100	D	\$ 1,281.89

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Common Stock <u>(1)</u> <u>(3)</u>	03/17/2014	S	200	D	\$ 1,284.32	17,942	D
Common Stock <u>(1)</u> <u>(4)</u>	03/17/2014	S	300	D	\$ 1,285.3	17,642	D
Common Stock <u>(1)</u>	03/17/2014	S	6	D	\$ 1,286.05	17,636	D
Common Stock <u>(1)</u> <u>(5)</u>	03/17/2014	S	200	D	\$ 1,288.03	17,436	D
Common Stock <u>(1)</u> <u>(6)</u>	03/17/2014	S	200	D	\$ 1,292.58	17,236	D
Common Stock <u>(1)</u> <u>(7)</u>	03/17/2014	S	200	D	\$ 1,295.11	17,036	D
Common Stock <u>(1)</u> <u>(8)</u>	03/17/2014	S	300	D	\$ 1,296.32	16,736	D
Common Stock <u>(1)</u> <u>(9)</u>	03/17/2014	S	229	D	\$ 1,301.44	16,507	D
Common Stock <u>(1)</u> <u>(10)</u>	03/17/2014	S	368	D	\$ 1,302.47	16,139	D
Common Stock <u>(1)</u> <u>(11)</u>	03/17/2014	S	300	D	\$ 1,303.85	15,839	D
Common Stock <u>(1)</u>	03/17/2014	S	100	D	\$ 1,306.02	15,739	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 (Instr. 3)	2. Conversion or Exercise Price of Derivative	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Security

Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)Follow  
Repor  
Trans  
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director	10% Owner	Officer	Other
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MILLONES PETER J  
800 CONNECTICUT AVENUE  
NORWALK, CT 06854

Executive VP, General Counsel

## Signatures

/s/ Peter J.  
Millones

03/19/2014

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 shares were sold pursuant to a sales plan, dated November 26, 2013, which complies with the requirements of Rule 10b5-1(c)(1) under the Securities Exchange Act of 1934, as amended.
  - (2) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,271.05 - \$1,271.15. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (3) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,284.02 - \$1,284.62. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (4) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,285.04 - \$1,285.69. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (5) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,288.01 - \$1,288.05. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (6) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,292.18 - \$1,292.98. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (7) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,294.67 - \$1,295.55. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (8) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,296.05 - \$1,296.59. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (9) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,301.05 - \$1,301.95. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.
  - (10) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,302.16 - \$1,302.83. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares sold at each separate price.

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- (11) Represents the weighted average sales price. The range of prices received for the reported transactions was \$1,303.44 - \$1,304.17. Upon request by the Commission staff, priceline.com will provide full information regarding the number of shares 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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