

PRICELINE COM INC

Form 4

February 21, 2008

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MYLOD ROBERT J JR**

(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)  
**02/20/2008**

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 \_\_\_\_ Other (specify  
below) below)

Chief Financial Officer

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	02/20/2008		S		200	D	\$ 120.33	119,164	D
Common Stock	02/20/2008		S		200	D	\$ 120.74	118,964	D
Common Stock	02/20/2008		S		200	D	\$ 121.61	118,764	D
Common Stock	02/20/2008		S		200	D	\$ 121.99	118,564	D
Common Stock	02/20/2008		S		100	D	\$ 122.61	118,464	D

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Common Stock	02/20/2008	S	100	D	\$ 122.66	118,364	D
Common Stock	02/20/2008	S	200	D	\$ 122.96	118,164	D
Common Stock	02/20/2008	S	200	D	\$ 125.02	117,964	D
Common Stock	02/20/2008	S	199	D	\$ 125.51	117,765	D
Common Stock	02/20/2008	S	1	D	\$ 125.53	117,764	D
Common Stock	02/20/2008	S	100	D	\$ 125.72	117,664	D
Common Stock	02/20/2008	S	100	D	\$ 125.73	117,564	D
Common Stock	02/20/2008	S	185	D	\$ 127	117,379	D
Common Stock <sup>(1)</sup>	02/20/2008	S	15	D	\$ 127.05	117,364	D
2006 Performance Share Units						20,000	D
2007 Performance Share Units						23,000	D
Restricted Common Stock						18,000	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.**

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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)	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 Following Transaction (Instr. 6)
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(Instr. 3,  
4, and 5)

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

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MYLOD ROBERT J JR 800 CONNECTICUT AVENUE NORWALK, CT 06854			Chief Financial Officer	

## Signatures

/s/ Robert J.  
Mylod, Jr. 02/21/2008

\_\_Signature of Date  
Reporting Person

## 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).

On February 20, 2008, Mr. Mylod sold 2,000 shares of priceline.com Incorporated common stock, par value \$0.008 per share. The shares  
(1) were sold pursuant to the provisions of a sales plan that complies with the requirements of Rule 10b5-1(c)(1) under the Securities and  
Exchange Act of 1934, as amended.

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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