

# SECURITIES AND EXCHANGE COMMISSION

## FORM 3

Filing Date: **2008-08-29** | Period of Report: **2008-08-05**  
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### ISSUER

#### **EXPRESSJET HOLDINGS INC**

CIK: **1144331** | IRS No.: **760517977** | State of Incorporation: **DE** | Fiscal Year End: **0523**  
SIC: **4512** Air transportation, scheduled

Mailing Address  
*700 NORTH SAM HOUSTON  
PARKWAY WEST  
SUITE 200  
HOUSTON TX 77067*

Business Address  
*700 NORTH SAM HOUSTON  
PARKWAY WEST  
SUITE 200  
HOUSTON TX 77067  
832-353-1000*

### REPORTING OWNER

#### **CREDIT SUISSE/**

CIK: **824468**  
Type: **3** | Act: **34** | File No.: **001-31300** | Film No.: **081049173**

Mailing Address  
*PO BOX 900  
ZURICH V8 CH 8070*

Business Address  
*PO BOX 900  
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**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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**INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person <b>CREDIT SUISSE/</b>  (Last) (First) (Middle) <b>SEE FOOTNOTE (1), 11 MADISON AVENUE</b>  (Street) <b>NEW YORK, NY 10010</b>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <b>08/05/2008</b>	3. Issuer Name and Ticker or Trading Symbol <b>EXPRESSJET HOLDINGS INC [XJT]</b>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) _____ Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
				6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Common Stock</b>	<b>30,025,060 <sup>(2)</sup></b>	<b>I</b>	<b>See Footnotes <sup>(1)</sup> <sup>(2)</sup></b>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>11.25% Convertible Notes due 2023</b>	<b><sup>(3)</sup></b>	<b>08/01/2023</b>	<b>Common Stock</b>	<b>439,561</b>	<b>\$18.2 <sup>(3)</sup></b>	<b>I</b>	<b>See Footnotes <sup>(1)</sup> <sup>(2)</sup></b>

**Explanation of Responses:**

- 1. See Footnote 1 on Exhibit 99.1.
- 2. See Footnote 2 on Exhibit 99.1.
- 3. See Footnote 3 on Exhibit 99.1.

**Remarks:**

See Exhibit 99.1

**Signatures**

/s/ Louise Guarneri, Managing Director, on behalf of the Reporting Person

08/29/2008

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**

(1) In accordance with Securities and Exchange Commission Release No. 34-39538 (January 12, 1998), this Form 3 is being filed by Credit Suisse (the “Bank”), a Swiss bank, on behalf of its subsidiaries to the extent that they constitute the Investment Banking division (the “Investment Banking division”), the Alternative Investments business (the “AI Business”) within the Asset Management division (the “Asset Management division”) and the U.S. private client services business (the “U.S. PCS Business”) within the Private Banking division (the “Private Banking division”) (the “Reporting Person”). The address of the Bank’s principal business and office is Uetlibergstrasse 231, P.O. Box 900, CH 8070 Zurich, Switzerland. The address of the Reporting Person’s principal business and office in the United States is Eleven Madison Avenue, New York, New York 10010.

The ultimate parent company of the Bank is Credit Suisse Group AG (“CSG”), a corporation formed under the laws of Switzerland. CSG is a global financial services company, active in all major financial centers and providing a comprehensive range of banking products. The Bank is comprised of the Investment Banking division, the Asset Management division and the Private Banking division. The Investment Banking division provides financial advisory and capital raising services and sales and trading to institutional, corporate and government clients worldwide. The Asset Management division provides asset management and investment advisory services to institutional, mutual fund and private investors worldwide and offers products across a broad range of investment classes, including alternative investments. The Private Banking division offers global private banking and corporate and retail banking services in Switzerland. CSG’s business address is Paradeplatz 8, P.O. Box 1, CH 8070 Zurich, Switzerland.

The Bank owns directly a majority of the voting stock, and all of the non-voting stock, of Credit Suisse Holdings (USA), Inc. (“CS Hldgs USA Inc”), a Delaware corporation. CSG is the ultimate parent company and the direct owner of the remainder of the voting stock of CS Hldgs USA Inc. CS Hldgs USA Inc owns all of the voting stock of Credit Suisse (USA), Inc. (“CS USA Inc”), a Delaware corporation and holding company. CS USA Inc is the sole member of Credit Suisse Securities (USA) LLC (“CS Sec USA LLC”), a Delaware limited liability company and a registered broker-dealer that effects trades in many companies, including the Issuer. The address of the principal business and office of each of CS Hldgs USA Inc, CS USA Inc and CS Sec USA LLC is Eleven Madison Avenue, New York, New York 10010.

CSG, for purposes of the federal securities laws, may be deemed ultimately to control the Bank and the Reporting Person. CSG, its executive officers and directors, and its direct and indirect subsidiaries (including those subsidiaries that constitute the Asset Management division (other than the AI Business) (the “Traditional AM Business”) and the Private Banking division (other than the U.S. PCS Business) (the “Non-U.S. PB Business”)) may beneficially own securities to which this Form 3 relates (the “Shares”) and such Shares are not reported in this Form 3. CSG disclaims beneficial ownership of Shares beneficially owned by its direct and indirect subsidiaries, including the Reporting Person. Each of the Traditional AM Business and the Non-U.S. PB Business disclaims beneficial ownership of Shares beneficially owned by the Reporting

Person. The Reporting Person disclaims beneficial ownership of Shares beneficially owned by CSG, the Traditional AM Business and the Non-U.S. PB Business.

The Reporting Person, CS Hldgs USA Inc, CS USA Inc and CS Sec USA LLC may be deemed for purposes of this Form 3 to beneficially own shares of Common Stock held in client accounts with respect to which CS Sec USA LLC or its employees have voting or investment discretion, or both (“Managed Accounts”). The Reporting Person, CS Hldgs USA Inc, CS USA Inc and CS Sec USA LLC disclaim beneficial ownership of shares of Common Stock held in Managed Accounts.

(2) The shares of Common Stock and the 11.25% Convertible Notes due 2023 (the “Notes”) are held directly by CS Sec USA LLC.

(3) The Notes may be convertible from time to time into shares of Common Stock upon the occurrence of certain conditions specified therein. Upon conversion of the Notes, the number of shares of Common Stock to be delivered per \$1,000 principal amount thereof is equal to \$1,000 divided by the initial conversion price of \$18.20. The initial conversion price of the Notes may be subject to adjustment from time to time upon the occurrence of certain conditions specified therein. For additional information with respect to the terms of conversion of the Notes, see the Indenture, dated as of August 5, 2003, filed by the Issuer on September 3, 2003 as Exhibit 10.1 to Form 8-K, and the First Supplemental Indenture, dated as of July 30, 2008, filed by the Issuer on July 30, 2008 as Exhibit 4.1 to Form 8-K .