

Filed by Frontier Group Holdings, Inc.  
pursuant to Rule 425 under the Securities Act of 1933  
and deemed filed pursuant to Rule 14a-12  
under the Securities Exchange Act of 1934

Subject Company: Spirit Airlines, Inc.  
SEC File No.: 001-35186  
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*The following list of frequently asked questions sent to consumers of Frontier Group Holdings, Inc. (“Frontier”) is being filed in connection with the proposed business combination of Spirit Airlines, Inc. (“Spirit”) and Frontier:*

**1. What was announced?**

- Frontier and Spirit will combine to create America’s most competitive ultra-low fare airline.
- With this combination, we expect to change the industry to the benefit of consumers, bringing more ultra-low fares to more travelers in more destinations across the United States, Latin America and the Caribbean.
- The combined airline will add new routes and offer more than 1,000 daily flights to over 145 destinations in 19 countries across complementary networks.

**2. How does this benefit consumers?**

- Frontier and Spirit are joining forces to change the industry and deliver more ultra-low fares to more people in more places.
- Importantly, we expect to deliver \$1 billion in annual consumer savings.
- In addition, the combined airline will offer more than 1,000 daily flights to over 145 destinations in 19 countries across complementary networks.
- We expect to deliver even more reliable service.
- The combined airline is also expected to expand its frequent flyer and membership offerings.

**3. Will ticket prices increase as a result of the combination?**

- No. In fact, we expect to deliver \$1 billion in annual consumer savings.
- In addition, we will expand with more than 350 aircraft in order to deliver more ultra-low fares.

**4. Will my travel reservations be affected?**

- No. Consumers will not see any changes to their existing travel reservations.
- You should continue to book, track and manage flights through [www.flyfrontier.com](http://www.flyfrontier.com) and [www.spirit.com](http://www.spirit.com).

**5. Will this impact tickets that I’ve purchased for a trip in the near future?**

- No. There will be no impact to existing tickets.

**6. Will anything change for consumers immediately?**

- No. Until we close the transaction, which we expect to occur in the second half of 2022, it is business as usual at Frontier and Spirit. Frontier and Spirit will continue to operate separately.

- Our current loyalty programs remain in effect and you can continue to benefit from flying with Frontier and Spirit.
  - Existing miles will continue to be honored, and there will be no impact to membership programs for either airline.
  - You can continue to book, track and manage flights and frequent flyer activity through [www.flyfrontier.com](http://www.flyfrontier.com) and [www.spirit.com](http://www.spirit.com), as you always have.
- 7. Will you still keep flying to my city? Are you planning to stop flying to any destinations?**
- The combined airline is expected to offer more than 1,000 daily flights to over 145 destinations in 19 countries.
  - Together, Frontier and Spirit expect to increase access to ultra-low fares by adding new routes to underserved communities across the United States, Latin America and the Caribbean.
- 8. Can I now fly Spirit with my Frontier ticket and vice versa?**
- No. Until we close the transaction, which we expect to occur in the second half of 2022, it is business as usual at Frontier and Spirit. Frontier and Spirit will continue to operate separately.
  - You should continue to book, track and manage flights through [www.flyfrontier.com](http://www.flyfrontier.com) and [www.spirit.com](http://www.spirit.com).
- 9. How will FRONTIER Miles and Free Spirit members be impacted by the combination?**
- The combined airline is expected to expand frequent flyer and membership offerings.
  - Ultimately, we believe members will have even more opportunities to earn and redeem miles through expanded routes across complementary networks. In the meantime, both Frontier and Spirit will maintain our separate loyalty programs.
  - Until we close the transaction, which we expect to occur in the second half of 2022, it is business as usual at Frontier and Spirit. Frontier and Spirit will continue to operate separately.
  - Once the transaction closes, additional information will be provided to consumers of each respective frequent flyer program on any future program updates.
- 10. If I have miles on both programs, can I combine them and use the total now?**
- No. Until we close the transaction, Frontier and Spirit will remain separate companies.
  - As we move through the process, we will keep you updated on important developments.
  - In the meantime, both Frontier and Spirit will maintain our separate loyalty programs.
- 11. You say that the combination will benefit consumers through ultra-low fares – will I be able to exchange tickets I’ve already purchased for a lower fare?**
- This is just the beginning of a process that will take time. There is no change to the ticketing or pricing of current reservations.
- 12. When will the transaction be completed?**
- We expect the transaction to be completed in the second half of 2022.
  - Until we close the transaction, it is business as usual at Frontier and Spirit. Frontier and Spirit will continue to operate separately.

### No Offer or Solicitation

This communication is for informational purposes only and is not intended to and does not constitute an offer to sell, or the solicitation of an offer to subscribe for or buy, or a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of securities in any jurisdiction in which such offer, sale or solicitation would be unlawful, prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended, and otherwise in accordance with applicable law.

### Important Additional Information Will be Filed with the SEC

Frontier will file with the Securities and Exchange Commission (“SEC”) a Registration Statement on Form S-4 in connection with the proposed transaction, including a definitive Information Statement/Prospectus of Frontier and a definitive Proxy Statement of Spirit. **INVESTORS AND STOCKHOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT/ INFORMATION STATEMENT/ PROSPECTUS/ PROXY STATEMENT AND ANY OTHER RELEVANT DOCUMENTS TO BE FILED BY FRONTIER OR SPIRIT WITH THE SEC IN THEIR ENTIRETY CAREFULLY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT FRONTIER, SPIRIT, THE PROPOSED TRANSACTIONS AND RELATED MATTERS.** Investors and stockholders will be able to obtain free copies of the Registration Statement and the definitive Information Statement/Proxy Statement/Prospectus and other documents filed with the SEC by Frontier and Spirit through the website maintained by the SEC at [www.sec.gov](http://www.sec.gov). In addition, investors and stockholders will be able to obtain free copies of the information statement and the proxy statement and other documents filed with the SEC by Frontier and Spirit on Frontier’s Investor Relations website at <https://ir.flyfrontier.com> and on Spirit’s Investor Relations website at <https://ir.spirit.com>.

### Participants in the Solicitation

Frontier and Spirit, and certain of their respective directors and executive officers, may be deemed to be participants in the solicitation of proxies in respect of the proposed transactions contemplated by the Merger Agreement. Information regarding Frontier’s directors and executive officers is contained in Frontier’s final prospectus filed with the SEC pursuant to Rule 424(b), which was filed with the SEC on April 2, 2021, and in Frontier’s Current Report on Form 8-K, dated July 16, 2021, as amended. Information regarding Spirit’s directors and executive officers is contained in Spirit’s definitive proxy statement, which was filed with the SEC on March 31, 2021.

### Cautionary Statement Regarding Forward-Looking Information

Certain statements in this communication, including statements concerning Frontier, Spirit, the proposed transactions and other matters, should be considered forward-looking within the meaning of the Securities Act of 1933, as amended, the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on Frontier’s and Spirit’s current expectations and beliefs with respect to certain current and future events and anticipated financial and operating performance. Such forward-looking statements are and will be subject to many risks and uncertainties relating to Frontier’s and Spirit’s operations and business environment that may cause actual results to differ materially from any future results expressed or implied in such forward looking statements. Words such as “expects,” “will,” “plans,” “intends,” “anticipates,” “indicates,” “remains,” “believes,” “estimates,” “forecast,” “guidance,” “outlook,” “goals,” “targets” and other similar expressions

are intended to identify forward-looking statements. Additionally, forward-looking statements include statements that do not relate solely to historical facts, such as statements which identify uncertainties or trends, discuss the possible future effects of current known trends or uncertainties, or which indicate that the future effects of known trends or uncertainties cannot be predicted, guaranteed, or assured. All forward-looking statements in this communication are based upon information available to Frontier and Spirit on the date of this communication. Frontier and Spirit undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events, changed circumstances, or otherwise, except as required by applicable law.

Actual results could differ materially from these forward-looking statements due to numerous factors including, without limitation, the following: the occurrence of any event, change or other circumstances that could give rise to the right of one or both of the parties to terminate the merger agreement; failure to obtain applicable regulatory or Spirit stockholder approval in a timely manner or otherwise; failure to satisfy other closing conditions to the proposed transactions; failure of the parties to consummate the transaction; risks that the new businesses will not be integrated successfully or that the combined companies will not realize estimated cost savings, value of certain tax assets, synergies and growth, or that such benefits may take longer to realize than expected; failure to realize anticipated benefits of the combined operations; risks relating to unanticipated costs of integration; demand for the combined company's services; the growth, change and competitive landscape of the markets in which the combined company participates; expected seasonality trends; diversion of managements' attention from ongoing business operations and opportunities; potential adverse reactions or changes to business or employee relationships, including those resulting from the announcement or completion of the transaction; risks related to investor and rating agency perceptions of each of the parties and their respective business, operations, financial condition and the industry in which they operate; risks related to the potential impact of general economic, political and market factors on the companies or the proposed transaction; that Frontier's cash and cash equivalents balances, together with the availability under certain credit facilities made available to Frontier and certain of its subsidiaries under its existing credit agreements, will be sufficient to fund Frontier's operations including capital expenditures over the next 12 months; Frontier's expectation that based on the information presently known to management, the potential liability related to Frontier's current litigation will not have a material adverse effect on its financial condition, cash flows or results of operations; that the COVID-19 pandemic will continue to impact the businesses of the companies; ongoing and increase in costs related to IT network security; and other risks and uncertainties set forth from time to time under the sections captioned "Risk Factors" in Frontier's and Spirit's reports and other documents filed with the SEC from time to time, including their Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q.