FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinaton	$D \subset$	20540
Vashington,	D.C.	20549

STATEMENT (OF CHANGES	IN BENEFICIAL	OWNERSHIP
JIAI LIVILIVI (OF CHANGES	IN DENEFICIAL	OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

						_				_							_			
Name and Address of Reporting Person* Pineda Patricia Salas				2. Is <u>Fro</u>	2. Issuer Name and Ticker or Trading Symbol Frontier Group Holdings, Inc. [ULCC]							(Che	ck all applic	on(s) to Issu						
1 meda	1 utileta t	<u>Julus</u>			-								_ X	Director	ir		10% Ow	ner		
(Last)	(F	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/25/2023									Officer (below)	(give title		Other (s below)	pecify	
C/O FRO	ONTIER GI	ROUP HOLDIN	GS, INC.		1 If	· 1 m	ondmont	Data of	Original E	ilod	(Month/Day	(Voor)		6 In	6. Individual or Joint/Group Filing (Check Applicable					
4545 AIRPORT WAY				4. "	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)								
10 10 111	di Oiti Wi												X	X Form filed by One Reporting Person						
(Street)	D		00000										Form fil Person		e than	One Repor	ting			
DENVE	R C	O	80239		<u></u>	Rule 10b5-1(c) Transaction Indication														
					- Ru	ıle	10b5	-1(c)	Transa	acti	on Indi	catioi	1							
(City)	(S	state)	(Zip)			Cho	ok this ha	v to indica	to that a tr	onco	ation was me	do puro	iont to	o contro	ot instruction	or writton m	lon the	at is intended	to cotion.	
					$ \sqcup$						ile 10b5-1(c)				ci, iristruction	or writterr p	nan unc	ıı ıs interided	to Salisiy	
		Tal	ble I - Nor	ı-Deriv	vative	e Se	ecuritie	es Acq	uired, I	Disp	osed of	, or B	ene	ficially	Owned					
1. Title of	Security (Ins	tr. 3)			nsaction		2A. Deemed				4. Securities Acquired (A			5. Amour				7. Nature		
				Date (Month/	/Day/Ye	ay/Year) Exec		xecution Date,			Disposed 5)	Disposed Of (D) (Instr. 3, 4		3, 4 and	Securitie Beneficia				of Indirect Beneficial	
[((Month/Day/Year)					Owned F	ollowing (i) (In			Ownership (Instr. 4)			
									Code	v	Amount		(A) or Price		Transaction(s)			- '	111501.4)	
						_			10000	Ľ	7	(D)			(Instr. 3 a	ınd 4)				
Common Stock 05/25				5/2023	/2023		M ⁽¹⁾		14,57	4 .	A	(2)	72,856			D				
			Table II -	Deriva	tivo 9	202	uritios	Acan	ired Di	enc	sed of	or Rei	nofi	cially (Jwned			<u> </u>		
											onvertib				JWIICU					
1. Title of	2.	3. Transaction	3A. Deemed					-	-	_					8. Price of	9. Numbe		10	11. Nature	
Derivative	Conversion	sion Date	Execution D	ate, T	ransact				6. Date Exercisable and Expiration Date			7. Title and Amount of			Derivative	derivative		10. Ownership	of Indirect	
Security or Exercise (Month/Day/Year) if any (Month/Day/Year) (Month/Day/Year)					ode (Instr.		Securities Acquired (A)		(Month/Day/Year) Securities Underlying					Security (Instr. 5)	Securities Beneficially			Beneficial Ownership		
(111311.0)	Derivative		(wonanbay)	,	,	or Disposed of		Derivative Seco					(mou. o)	Owned		or Indirect (Instr. 4	(Instr. 4)			
	Security						(D) (Inst and 5)	tr. 3, 4	(Instr. 3 and 4)					4)		Following Reported	(I) (Instr. 4)			
					1	- - 		 						mount		Transaction (Instr. 4)	on(s)			
													0	r		(
									Date		Expiration		0							
				C	Code	٧	(A)	(D)	Exercisa	ble	Date	Title	s	hares						
Restricted	-				T						-	Commo	, [nc							
Stock Units	(2)	05/25/2023			M			14,574	(3)		(2)	Stock		4,574	\$0.00	0.00		D		
										-			+							
Restricted Stock Units	(2)	05/25/2023			A		17,722		(4)		(2)	Commo Stock		7,722	\$0.00	17,722	2	D		

Explanation of Responses:

- 1. Relates solely to the settlement of previously granted Restricted Stock Units upon vesting. No shares were sold by the Reporting Person.
- 2. Each Restricted Stock Unit represents a contingent right to receive one share of Issuer Common Stock. The Restricted Stock Units have no expiration date.
- 3. The Restricted Stock Units have fully vested as of May 25, 2023.
- $4. \ The \ Restricted \ Stock \ Units \ will \ vest in full \ on \ May \ 25, \ 2024, subject \ to \ continued \ service \ of \ the \ Reporting \ Person \ through \ the \ vesting \ date.$

Remarks:

/s/ Howard Diamond, as Attorney-in-fact for Patricia

05/30/2023

Salas Pineda

** Signature of Reporting Person

Date

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.