

SAFETY AND SECURITY COMMITTEE CHARTER
OF
FRONTIER GROUP HOLDINGS, INC.

ADOPTED AS OF NOVEMBER 9, 2021

This Safety and Security Committee Charter (the “Charter”) was adopted by the Board of Directors (the “Board”) of Frontier Group Holdings, Inc., a Delaware corporation (the “Company”) on November 9, 2021.

I. Purpose

The purpose of the Safety and Security Committee (the “Committee”) of the Board is to assist the Board in discharging the Board’s responsibilities relating to oversight of the Company’s activities, programs and procedures with respect to safety and security.

In addition to the powers and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities delegated to it by the Board from time to time consistent with the Company’s bylaws. The powers and responsibilities delegated by the Board to the Committee in this Charter or otherwise shall be exercised and carried out by the Committee as it deems appropriate without requirement of Board approval, and any decision made by the Committee (including any decision to exercise or refrain from exercising any of the powers delegated to the Committee hereunder) shall be at the Committee’s sole discretion. While acting within the scope of the powers and responsibilities delegated to it, the Committee shall have and may exercise all the powers and authority of the Board. To the fullest extent permitted by law, the Committee shall have the power to determine which matters are within the scope of the powers and responsibilities delegated to it.

II. Membership

The Committee shall consist of at least three (3) directors, unless the Board shall designate a different number, with the experience, in the business judgment of the Board, that would be helpful in addressing the matters delegated to the Committee.

The members of the Committee, including the chairperson (the “Chair”) of the Committee, shall be appointed by the Board. Committee members may be removed from the Committee, with or without cause, by the Board.

III. Meetings and Procedures

The Chair (or in his or her absence, a member designated by the Chair) shall preside at each meeting of the Committee and set the agendas for Committee meetings. The Committee shall have the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company’s bylaws that are applicable to the Committee.

The Committee should meet as often as it determines advisable to fulfill its duties and responsibilities, but in no event less than twice per fiscal year. Meetings of the Committee may be called by the Chair upon notice given at least twenty-four hours prior to the meeting, or upon such shorter notice as shall be approved by the Committee. The Chair shall designate a secretary for each meeting who shall record minutes of all formal actions of the Committee. A majority of the Committee members, present in person or by phone, shall constitute a quorum. A majority of the members present shall decide any questions brought before the Committee, except to the extent otherwise required by the Company's certificate of incorporation or bylaws (each as in effect from time to time). Notwithstanding the foregoing, in the event the Committee consists of only two members, both members must be present, in person or by phone, to constitute a quorum, and any questions brought before the Committee must be decided by unanimous vote. Meetings of the Committee may be held by conference call. Unless otherwise restricted by the Company's bylaws, any action required or permitted to be taken at any meeting of the Committee may be taken without a meeting if all members of the Committee consent thereto in writing, and such writing is filed with the minutes of the Committee.

All non-management directors who are not members of the Committee may attend and observe meetings of the Committee at the pleasure of the Committee, but shall not participate in any discussion or deliberation unless invited to do so by the Committee, and in any event shall not be entitled to vote. The Committee may, at its discretion, include in its meetings members of the Company's management, or any other person whose presence the Committee believes to be desirable and appropriate.

The Committee may retain any independent counsel, experts or advisors that the Committee believes to be desirable and appropriate. The Committee may also use the services of the Company's regular legal counsel or other advisors to the Company. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any such persons employed by the Committee and for ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. The Committee may conduct any investigation it deems necessary or appropriate in fulfilling its responsibilities, provided that it is not the Committee's responsibility to assure that the Company complies with specific legal or regulatory requirements or the Company's Code of Ethics.

The Committee's role is to provide oversight. The administration, activities, procedures and execution of matters related to the subject areas within the Committee's purview are the responsibility of management. Management is also responsible for the preparation, presentation and integrity of information requested from it by the Committee from time to time. The Committee shall be entitled to rely on Company management and on advisors, within their respective areas of expertise, to the fullest extent permitted by applicable law or regulation, and to rely on the accuracy and integrity of information provided to it.

IV. Duties and Responsibilities

A. The Committee shall:

1. Review Company safety programs, policies and procedures, and compliance with such programs, policies and procedures.

2. Review the Company's policies, procedures and investments, and monitor Company activities, with respect to physical security.
3. Review Company strategies and actions to address safety performance objectives and metrics.
4. Review such other activities of the Company relating to safety or security as it considers relevant or advisable.
5. Periodically report to the Board on the Committee's findings and actions relating to its oversight of the Company's activities, programs and procedures with respect to safety and security. This includes oversight of the Company's management of critical OEMs and third party providers to ensure that they are providing safe and reliable products/services and properly reporting any shortfalls or deficiencies.
6. At least annually, perform an evaluation of the performance of the Committee and its members, including a review of the Committee's compliance with this Charter, and provide any written material with respect to such evaluation to the Board, as appropriate, including any recommendations for changes in procedures or policies governing the Committee. The Committee shall conduct such evaluation and review in such manner as it deems appropriate.
7. At least annually, review and reassess this Charter and submit any recommended changes to the Board for its consideration.

B. The foregoing list of duties is not exhaustive, and the Committee may, in addition, perform such other functions as may be necessary or appropriate for the performance of its duties relating to its oversight of the Company's activities, programs and procedures with respect to safety and security.

C. The Committee will coordinate and consult with the Audit Committee, as necessary, for the purpose of sharing information pertinent to the Audit Committee's consideration and oversight of the Company's risk and risk management programs and policies.

V. Delegation of Duties

In fulfilling its responsibilities, the Committee shall be entitled to delegate any or all of its responsibilities to a subcommittee of the Committee, to the extent consistent with the Company's certificate of incorporation, bylaws, Corporate Governance Guidelines and applicable law and rules of markets in which the Company's securities then trade.

* * * * *