

Biffle Barry
Form 4
March 08, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Biffle Barry

(Last) (First) (Middle)

C/O SPIRIT AIRLINES, INC., 2800 EXECUTIVE WAY

(Street)

MIRAMAR, FL 33025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Spirit Airlines, Inc. [SAVE]

3. Date of Earliest Transaction (Month/Day/Year)
12/12/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & Chief Marketing Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/12/2011		F	5,035 D	\$ 16.03	40,524 ⁽¹⁾	D
Common Stock	02/13/2012		F	4,245 D	\$ 18.13	40,524 ⁽¹⁾	D
Common Stock	05/07/2012		F	2,281 D	\$ 22.72	40,524 ⁽¹⁾	D
Common Stock	12/03/2012		F	5,107 D	\$ 16.75	40,524 ⁽¹⁾	D
Common Stock	02/21/2013		F	1,556 D	\$ 20.3	40,524 ⁽¹⁾	D

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Common Stock	03/06/2013	S ⁽²⁾	5,000	D	\$ 23.35	24,314 ⁽³⁾	I	See footnote <u>(4)</u>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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) (Instr. 3, 4, and 5)	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 Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Biffle Barry C/O SPIRIT AIRLINES, INC. 2800 EXECUTIVE WAY MIRAMAR, FL 33025			EVP & Chief Marketing Officer	

Signatures

/s/ Thomas Canfield, as Attorney-In-Fact for Barry Biffle	03/08/2013
**Signature of Reporting Person	Date

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).
- (1) The total amount of securities reported in Column 5 reflects the shares withheld pursuant to the reported transaction and also reflects certain previously reported transactions that occurred after the date of withholding. Therefore, the total amount of securities reported in Column 5 is accurate as of the date of this filing and not the date of withholding. Such amount includes 15,000 Restricted Stock Units and

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also reflects certain transfers of shares previously owned directly by the Reporting Person to Meabs Bay LP.

- (2) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.
- (3) The total amount of securities reported in Column 5 has been adjusted to reflect certain transfers of shares previously owned directly by the Reporting Person to Meabs Bay LP, less the total amount of securities sold pursuant to the reported transaction.
- (4) Shares held by Meabs Bay LP, a limited partnership in which the Reporting Person holds a controlling interest.

Remarks:

Executive VP and Chief Marketing Officer

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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