Frontier Airlines Holdings, Inc.

Form 4

April 05, 2006

FORM 4

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

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

2. Issuer Name and Ticker or Trading

Frontier Airlines Holdings, Inc.

3. Date of Earliest Transaction

4. If Amendment, Date Original

30(h) of the Investment Company Act of 1940

Symbol

[FRNT]

(Month/Day/Year)

Filed(Month/Day/Year)

3.

04/03/2006

(Print or Type Responses)

1. Name and Address of Reporting Person *

BLOCK ANN E

(First) (Middle)

(Last)

(Street)

(State)

1.Title of 2. Transaction Date 2A. Deemed

Security (Instr. 3)

(City)

(Month/Day/Year)

Execution Date, if

(Zip)

(Month/Day/Year)

Code

Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

TransactionAcquired (A) or

(A)

4. Securities

Code V Amount (D) Price

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and Expiration (Month/Day/Year)

7. Title and A Underlying S (Instr. 3 and 4

1

Number: Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Senior Vice President

6. Ownership

Form: Direct

(D) or Indirect Beneficial

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

below)

Issuer

below)

Person

5. Amount of

Securities

Following

Reported

Transaction(s) (Instr. 3 and 4)

Owned

Beneficially

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Director

Applicable Line)

X_ Officer (give title

OMB

3235-0287 January 31,

2005

Estimated average

burden hours per response...

0.5

OMB APPROVAL

10% Owner

Other (specify

7. Nature of

Ownership

(Instr. 4)

SEC 1474

(9-02)

Indirect

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	d of			
				Code V	(A)	(D) Date E	xercisable	Expiration Date	Title
Stock Appreciation Rights	\$ 7.42	04/03/2006		A	15,184	04/03	3/2007 <u>(1)</u>	04/02/2016	Common Stock
Restricted Stock Units	\$ 0	04/03/2006		A	4,717	04/0	3/2011	01/01/2050(3)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

BLOCK ANN E

Senior Vice President

Signatures

David Sislowski, Attorney o4/05/2006 in Fact

**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).
- The Stock Appreciation Rights become exercisable in five equal installments, with the first installment becoming exercisable on the first anniversary of the grant date, and each subsequent installment becoming exercisable on each of the next four anniversaries of the grant date.
- (2) The actual number of shares of common stock that will be issued at the time of exercise will be based on the appreciation of the common stock from the strike price to the market price at the time of exercise and is unknown at this time.
- Once exercisable, there is no expiration date for the Restricted Stock Units. The date referenced has no relevance and was inserted due to Edgar system requirements.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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