

Frontier Airlines Holdings, Inc.
Form 3
March 13, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Henry Matthew R
(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)
03/07/2008

3. Issuer Name and Ticker or Trading Symbol
Frontier Airlines Holdings, Inc. [FRNT]

4. Relationship of Reporting
Person(s) to Issuer

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

FRONTIER AIRLINES
HOLDINGS, INC., 7001
TOWER ROAD

(Street)

DENVER, CO 80249

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
VP & General Counsel

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

**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 control number.**

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

1. Title of Derivative
Security
(Instr. 4)

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

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

Date Exercisable Expiration Date Title Amount or
Number of

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				Shares		or Indirect (I) (Instr. 5)	
Stock Options	10/28/2005 ⁽¹⁾	10/28/2014	Common Stock	15,000	\$ 7.77	D	Â
Restricted Stock Units	04/01/2010	04/01/2050 ⁽²⁾	Common Stock	809	\$ 0	D	Â
Restricted Stock Units	04/03/2011	04/03/2050 ⁽²⁾	Common Stock	1,129	\$ 0	D	Â
Restricted Stock Units	04/02/2012	04/02/2050 ⁽²⁾	Common Stock	1,533	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Henry Matthew R FRONTIER AIRLINES HOLDINGS, INC. 7001 TOWER ROAD DENVER, CO 80249	Â	Â	Â VP & General Counsel	Â

Signatures

Matthew R.
Henry

03/13/2008

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 Stock Options are 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) Once exercisable, there is no expiration date for 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.