

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Henry Matthew R | | (Month/Day/Year) | Frontier Airlines Holdings, Inc. [FRNT] | |
| (Last) | (First) | (Middle) | 03/07/2008 | |
| FRONTIER AIRLINES HOLDINGS, INC., Â 7001 TOWER ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | (Check all applicable) | | | |
| | <input type="checkbox"/> Director | | <input type="checkbox"/> 10% Owner | |
| | <input checked="" type="checkbox"/> Officer | | <input type="checkbox"/> Other | |
| | (give title below) | | (specify below) | |
| | DENVER, Â CO Â 80249 | | VP & General Counsel | |
| (City) | (State) | (Zip) | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> 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.