

Hearing Date and Time: 10:00 a.m.¹ on June 10, 2026
Objection Deadline: 4:00 p.m. on June 3, 2026

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**SPIRIT AVIATION HOLDINGS, INC., et al.,

Debtors.²**

Chapter 11

Case No. 25-11897 (SHL)

Jointly Administered

**NOTICE OF HEARING ON MOTION OF THE DEBTORS FOR ENTRY OF AN
ORDER (I) SETTING A BAR DATE FOR FILING PROOFS OF CLAIM FOR PRE-
WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS AGAINST THE DEBTORS, (II)
ESTABLISHING PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS
PROCEDURES, AND (III) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on May 19, 2026, the above-captioned debtors and debtors in possession (the “**Debtors**”) filed the *Motion of the Debtors for Entry of an Order (I) Setting a Bar Date for Filing Proofs of Claim for Pre-Wind Down Administrative Expense Claims Against the Debtors, (II) Establishing Pre-Wind Down Administrative Expense Claims Procedures, and (III) Granting Related Relief* (the “**Motion**”).

PLEASE TAKE FURTHER NOTICE that a hearing (the “**Hearing**”) has been scheduled for **10:00 a.m. on June 10, 2026**, before the Honorable Sean H. Lane, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), to consider the relief requested in the Motion.

PLEASE TAKE FURTHER NOTICE that the Hearing will be conducted via Zoom for Government. Parties wishing to appear at or attend the Hearing (whether “live” or “listen only”) are required to register their appearance at <https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl> by **10:00 a.m. on June 9, 2026**. Instructions and additional information

¹ All times herein are expressed in prevailing Eastern Time.

² The Debtors’ names and last four digits of their respective employer identification numbers are as follows: Spirit Aviation Holdings, Inc. (1797); Spirit Airlines, LLC (7023); Spirit Finance Cayman 1 Ltd. (7020); Spirit Finance Cayman 2 Ltd. (7362); Spirit IP Cayman Ltd. (4732); and Spirit Loyalty Cayman Ltd. (4752). The Debtors’ mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

about the Court's remote attendance procedures can be found at <https://www.nysb.uscourts.gov/ecourt-appearances>. The Court will circulate by email the Zoom link to the Hearing to those parties who properly registered for electronic appearance prior to the Hearing.

PLEASE TAKE FURTHER NOTICE that the Hearing may be continued or adjourned from time to time by an announcement of the adjourned date or dates at the Hearing or at a later hearing or by notice filed with the Court.

PLEASE TAKE FURTHER NOTICE that responses or objections to the relief requested at the Hearing must be (a) in writing, in English, and in text-searchable format, (b) filed with the Court electronically, and (c) served on the Debtors and the Notice Parties (as defined in the Motion) so as to be received no later than **4:00 p.m. on June 3, 2026** (the "**Objection Deadline**"), in each case, in accordance with the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, the Court's *Order Implementing Certain Notice and Case Management Procedures* [ECF No. 61], and the Court's Chambers' Rules (available at <https://www.nysb.uscourts.gov/content/judge-sean-h-lane>), to the extent applicable.

PLEASE TAKE FURTHER NOTICE that all objecting parties are required to attend the Hearing, and failure to appear may result in relief being granted upon default.

PLEASE TAKE FURTHER NOTICE that, if no responses or objections are timely filed and served with respect to the Motion, the Debtors may, on or after the Objection Deadline, submit to the Court an order, substantially in the form of the proposed order attached to the Motion, under certification of counsel or certification of no objection, which order may be entered by the Court without further notice or opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that copies of the Motion and any other document filed publicly in the above-captioned proceedings are available free of charge at <https://dm.epiq11.com/SpiritAirlines>.

Dated: May 19, 2026
New York, New York

DAVIS POLK & WARDWELL LLP

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Counsel to the Debtors and Debtors in Possession

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Case No. 25-11897 (SHL)

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**MOTION OF THE DEBTORS FOR ENTRY OF AN ORDER (I) SETTING A BAR DATE
FOR FILING PROOFS OF CLAIM FOR PRE-WIND DOWN ADMINISTRATIVE
EXPENSE CLAIMS AGAINST THE DEBTORS, (II) ESTABLISHING PRE-WIND
DOWN ADMINISTRATIVE EXPENSE CLAIMS PROCEDURES, AND (III)
GRANTING RELATED RELIEF**

Spirit Aviation Holdings, Inc. and its direct and indirect subsidiaries (collectively, the “**Debtors**” or “**Spirit**”), each of which is a debtor and debtor in possession in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), hereby file this *Motion of the Debtors for Entry of an Order (I) Setting a Bar Date for Filing Proofs of Claim for Pre-Wind Down Administrative Expense Claims Against the Debtors, (II) Establishing Pre-Wind Down Administrative Expense*

¹ All times herein are expressed in prevailing Eastern Time.

² The Debtors’ names and last four digits of their respective employer identification numbers are as follows: Spirit Aviation Holdings, Inc. (1797); Spirit Airlines, LLC (7023); Spirit Finance Cayman 1 Ltd. (7020); Spirit Finance Cayman 2 Ltd. (7362); Spirit IP Cayman Ltd. (4732); and Spirit Loyalty Cayman Ltd. (4752). The Debtors’ mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

Claims Procedures, and (III) Granting Related Relief (this “**Motion**”). In support of this Motion, the Debtors respectfully state as follows:

Jurisdiction and Venue

1. The United States Bankruptcy Court for the Southern District of New York (the “**Court**”) has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.).

2. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b). The Debtors confirm their consent to the entry of a final order by the Court in connection with this Motion.

3. Venue of the Chapter 11 Cases and related proceedings is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

4. By this Motion, and pursuant to sections 105, 501, 502, and 503 of title 11 of the United States Code (the “**Bankruptcy Code**”), rules 2002, 3002, and 3003 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), rule 3003-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Proposed Order**”):

- (a) establishing **4:00 p.m. on July 15, 2026** as the deadline (the “**Pre-Wind Down Administrative Expense Claims Bar Date**”) for each person or entity to file a proof of claim in respect of any administrative expense claim against the Debtors arising from the Petition Date through and including May 1, 2026 (excluding any claims identified in paragraphs 4(o)–(r) of the Proposed Order, the “**Pre-Wind Down Administrative Expense Claims**”);
- (b) establishing that any Pre-Wind Down Administrative Expense Claim not filed by July 15, 2026 or listed on the Pre-Wind Down Administrative Expense Claims Schedule described in paragraph 13 shall be deemed disallowed and the claimant holding such Pre-Wind Down Administrative Expense Claim shall be forever barred, estopped, and enjoined from asserting such Pre-Wind Down Administrative

Expense Claim against any of the Debtors or their estates, and from receiving any distribution on account of such Pre-Wind Down Administrative Expense Claim;

- (c) approving the manner and procedures for filing Proofs of Pre-Wind Down Administrative Expense Claim (as defined herein), certain procedures in connection therewith, and the form of proof of claim attached to the Proposed Order as Exhibit 1 (together with any accompanying documentation required by the Order, the “**Proof of Pre-Wind Down Administrative Expense Claim Form**”);³
- (d) approving the proposed form and manner of notice of the Pre-Wind Down Administrative Expense Claims Bar Date, including by:
 - (i) the Debtors serving the notice substantially in the form attached to the Proposed Order as Exhibit 2 (the “**Pre-Wind Down Administrative Expense Claims Bar Date Notice**”) on all known persons and other entities believed to be holding potential Pre-Wind Down Administrative Expense Claims against any of the Debtors or their estates; and
 - (ii) the Debtors publishing the notice substantially in the form attached to the Proposed Order as Exhibit 3 (the “**Publication Notice**”) as further set forth herein;⁴
- (e) relieving the Debtors of any obligation to respond to motions, applications, and other requests for allowance or payment of Pre-Wind Down Administrative Expense Claims (including any motions to lift the automatic stay with respect thereto) that are pending as of, or are filed after, the entry of the Proposed Order, and adjourning any hearings with respect to such motions, applications, or requests; and
- (f) granting related relief.

Background

5. On August 29, 2025 (the “**Petition Date**”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors remain in possession of their property and continue to manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

³ For the avoidance of doubt, an Electronic Proof of Pre-Wind Down Administrative Expense Claim submitted through Epig’s Claims Portal (each as defined herein) shall be deemed a Proof of Pre-Wind Down Administrative Expense Claim Form, so long as it includes all of the information otherwise required in the Proof of Pre-Wind Down Administrative Expense Claim Form.

⁴ The Proposed Order and the exhibits attached thereto are incorporated herein by reference.

6. On September 3, 2025, the Court entered the *Order (I) Authorizing and Approving the Appointment of Epiq Corporate Restructuring, LLC as Claims and Noticing Agent and (II) Granting Related Relief* [ECF No. 45], authorizing Epiq Corporate Restructuring, LLC (“**Epiq**” or the “**Claims Agent**”) to serve as the claims and noticing agent in these Chapter 11 Cases.

7. On September 17, 2025, the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) appointed an Official Committee of Unsecured Creditors (the “**Committee**”) pursuant to section 1102 of the Bankruptcy Code [ECF No. 117].

8. On May 4, 2026, the Debtors filed the *Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to Wind Down Operations, (II) Approving the Debtors’ Use of Cash Collateral and Amendments to the DIP Credit Agreement and Final DIP Order, (III) Authorizing Modification or Termination of the Debtors’ Employee Programs, (IV) Approving Wind-Down Incentive and Retention Plan, (V) Approving Modification of Contract Rejection Procedures, (VI) Approving Non-Fleet Assets Sale Procedures, (VII) Approving Non-Fleet Assets Abandonment Procedures, (VIII) Approving the Use of Certain Third-Party Contractors, (IX) Approving Protections for Certain Persons Implementing the Wind-Down, (X) Enforcing an Administrative Stay, (XI) Authorizing the Preemption of Applicable Laws and Ordinances for the Debtors to Effectuate the Wind-Down, (XII) Authorizing the Debtors to Take Any and All Actions Necessary to Implement the Wind-Down, and (XIII) Granting Related Relief* [ECF No. 1009] (the “**Wind-Down Motion**”), which the Court heard, among other things, on May 5, 2026 (the “**Wind-Down Hearing**”).

9. On May 8, 2026, the Court entered the *Order (I) Authorizing the Debtors to Wind Down Operations, (II) Approving the Debtors’ Use of Cash Collateral and Amendments to the*

*DIP Credit Agreement and Final DIP Order, (III) Authorizing Modification or Termination of the Debtors' Employee Programs, (IV) Approving Wind-Down Retention Plan, (V) Approving Modification of Contract Rejection Procedures, (VI) Approving Non-Fleet Assets Sale Procedures, (VII) Approving Non-Fleet Assets Abandonment Procedures, (VIII) Approving the Use of Certain Third Party Contractors, (IX) Approving Protections for Certain Persons Implementing the Wind-Down, (X) Enforcing an Administrative Stay, (XI) Authorizing The Preemption of Applicable Laws and Ordinances for the Debtors to Effectuate the Wind-Down, (XII) Authorizing the Debtors to Take Any and All Actions Necessary to Implement the Wind-Down, and (XIII) Granting Related Relief [ECF No. 1048] (the “**Wind-Down Order**”).*

Preliminary Statement

10. As this Court is aware, the Debtors made the difficult decision to cease operations and commence an orderly wind-down of their operations on May 2, 2026, as further described in the Wind-Down Motion. In connection therewith, the Debtors swiftly sought entry of, and the Court on May 8, 2026 entered, the Wind-Down Order, which enables the Debtors to take various steps to wind down their operations and liquidate the estate in an orderly manner.

11. As previewed at and after the Wind-Down Hearing, the Debtors have advised various creditors holding claims that arose after the Petition Date and through and including May 1, 2026, including those who have filed motions to compel payment of their claims or similar requests for relief, that the Debtors intend to put into place procedures to reconcile such claims as fairly as practicable pursuant to orderly procedures. To avoid a “race to the courthouse” dynamic, and to promote equality of treatment of similarly situated creditors under the unique circumstances in which the Debtors now find themselves, the Debtors believe that it is imperative that such procedures are authorized by the Court and thereafter implemented.

12. After careful consideration, the Debtors hereby seek authority to establish a fair and transparent process for Pre-Wind Down Administrative Expense Claims. The Court expressed support for the development of such a process at the Wind-Down Hearing. *See* May 5, 2026 Hr’g Tr. at 105:5–9 (“[A] commitment from the debtors to file a motion to tee up this issue about administrative creditors so that it can be dealt with in a larger scale . . . is entirely appropriate given the way the Bankruptcy Code is supposed to treat like creditors alike.”). The procedures set forth in the Proposed Order (the “**Pre-Wind Down Administrative Expense Claims Procedures**”), and the other relief sought herein, will provide a streamlined, fair, and comprehensive process for reconciliation of Pre-Wind Down Administrative Expense Claims, and will address and obviate any potential “race to the courthouse” dynamics, which would result in unequal treatment and unfairness, and likely also create significant additional cost and further reduce creditor recoveries. The Pre-Wind Down Administrative Expense Claims Bar Date will allow the Debtors to ascertain and appropriately address the universe of asserted Pre-Wind Down Administrative Expense Claims against their estates for the period prior to the entry of the Wind-Down Order.

13. The Debtors intend to file a schedule of Pre-Wind Down Administrative Expense Claims (the “**Pre-Wind Down Administrative Expense Claims Schedule**”) as soon as practicable (and in any case, at least two business days prior to the Objection Deadline).⁵ If an administrative creditor with a Pre-Wind Down Administrative Expense Claim agrees with the amount set forth for it in the Pre-Wind Down Administrative Expense Claims Schedule with respect to such claim, it does not need to take any further action with respect to the amount of their claim. If a creditor with a Pre-Wind Down Administrative Expense Claim disagrees with the amount of their Pre-Wind Down Administrative Expense Claim listed on the Pre-Wind Down

⁵ The Pre-Wind Down Administrative Expense Claims Schedule shall reflect the Debtors’ good faith estimate, based on their books and records, of the Pre-Wind Down Administrative Expense Claims.

Administrative Expense Claims Schedule or if their potential Pre-Wind Down Administrative Expense Claim is not listed on the Pre-Wind Down Administrative Claims Schedule, they are obligated to file a proof of Pre-Wind Down Administrative Expense Claim (a “**Proof of Pre-Wind Down Administrative Expense Claim**”) by July 15, 2026, in accordance with the Pre-Wind Down Administrative Expense Claims Procedures set forth in the Proposed Order. If a creditor is obligated to file a Proof of Pre-Wind Down Administrative Expense Claim but fails to do so by July 15, 2026, the procedures requested herein provide that such administrative creditor shall be forever barred, estopped, and enjoined from asserting such claim against any of the Debtors or their estates.

14. For the avoidance of doubt, administrative expense claims for goods or services provided on or after May 2, 2026 (the “**Post-Wind Down Administrative Expense Claims**”) shall not be subject to the procedures set forth herein.

15. By filing this Motion and seeking court approval of the Pre-Wind Down Administrative Expense Claims Bar Date, the Debtors intend to ascertain the universe of Pre-Wind Down Administrative Expense Claims. Subsequently, and in furtherance of the wind down of the Debtors’ estates, the Debtors intend to request separate relief with respect to the adjudication and allowance of Pre-Wind Down Administrative Expense Claims. In the interim, to preserve the status quo until the Debtors are able to seek such relief, through this Motion, the Debtors request they not be required to respond to any motions, application, or other requests for allowance and payment of Pre-Wind Down Administrative Expense Claims (including any motions to lift the automatic stay with respect thereto) and that and any hearings with respect to such motions, applications, and requests that have been or may be filed are adjourned *sine die*.

The Proposed Pre-Wind Down Administrative Expense Claims Bar Date and Procedures for Filing Proof of Pre-Wind Down Administrative Expense Claim

16. The Debtors have moved to establish the Pre-Wind Down Administrative Expense Claims Bar Date to ascertain the universe of administrative expense claims and facilitate the court-approved wind-down. The Debtors require complete and accurate information regarding the validity and amount of administrative expense claims arising through and including May 1, 2026.

Parties Required to File Proof of Pre-Wind Down Administrative Expense Claim

17. Except as otherwise provided in the Proposed Order, the Debtors propose that each person or other entity (including each individual, partnership, corporation, estate, trust, or governmental unit) asserting a Pre-Wind Down Administrative Expense Claim against one or more of the Debtors be required to file a separate Proof of Pre-Wind Down Administrative Expense Claim in the Chapter 11 Case of each Debtor against whom such claim is asserted; *provided*, that the Debtors may agree in writing (email being sufficient), without further order of the Court, to permit a claimant to file a single Proof of Pre-Wind Down Administrative Expense Claim to assert claims against more than one Debtor if such Proof of Pre-Wind Down Administrative Expense Claim clearly identifies each Debtor and its corresponding liability.

18. For the avoidance of doubt, all Pre-Wind Down Administrative Expense Claims Motions to Compel that assert a precise amount owed are proposed to be treated as Proofs of Pre-Wind Down Administrative Expense Claim with respect to such amount, and any potential administrative creditor that has filed such a Pre-Wind Down Administrative Expense Claims Motion to Compel shall not be required to file a Proof of Pre-Wind Down Administrative Expense Claim.⁶ The amounts asserted in any Pre-Wind Down Administrative Expense Claims Motion to Compel filed prior to the date of filing of the Pre-Wind Down Administrative Expense Claims

⁶ Nothing herein shall waive and the Debtors expressly reserve the right to later reconcile any claim amounts asserted in any Pre-Wind Down Administrative Expense Claims Motion to Compel, irrespective of whether such motions are deemed Proof of Pre-Wind Down Administrative Expense Claim for procedural efficiency.

Schedule shall be reflected in the Pre-Wind Down Administrative Expense Claims Schedule solely to the extent the Debtors agree with such asserted amount. To the extent such Pre-Wind Down Administrative Expense Claims Motions to Compel are filed after the Pre-Wind Down Administrative Expense Claims Bar Date, the Debtors request they be denied without any need for the Debtors to object thereto and treated in accordance with ¶ 25 hereof.

Approved Methods for Filing Proof of Pre-Wind Down Administrative Expense Claim

19. The Proposed Order provides that each administrative proof of claim for the period prior to May 2, 2026, (a) be submitted on the Proof of Pre-Wind Down Administrative Expense Claim Form, or substantially conform to such official form, (b) be written in English, (c) include a claim amount denominated in United States dollars, (d) attach any supporting documentation thereto, and (e) be actually filed or received by Epiq by the Pre-Wind Down Administrative Expense Claims Bar Date.

20. All proofs of administrative claim must be actually filed or received by Epiq by the Pre-Wind Down Administrative Expense Claims Bar Date. Unless otherwise agreed by the Debtors in writing (email being sufficient), proofs of claim can only be submitted in one of the following methods (the “**Approved Methods**”):

- (a) by completing an electronic Proof of Pre-Wind Down Administrative Expense Claim Form (an “**Electronic Proof of Pre-Wind Down Administrative Expense Claim**”) available online under the link entitled “File a Claim” (the “**Claims Portal**”) on the Debtors’ case information website, <https://dm.epiq11.com/SpiritAirlines> (the “**Case Information Website**”), maintained by Epiq;
- (b) by electronic submission on the Court’s Public Access to Court Electronic Records (“**PACER**”) platform, located at <http://ecf.nysb.uscourts.gov>; or

- (c) by delivering an original, signed Proof of Pre-Wind Down Administrative Expense Claim Form directly to Epiq as follows:⁷

If by First-Class Mail:	If by Hand Delivery or Overnight Mail:
Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC P.O. Box 4419 Beaverton, OR 97076-4419	Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005

21. Absent written consent of the Debtors or their counsel (email being sufficient), proofs of claim submitted by facsimile or e-mail, proofs of claim submitted directly to the Debtors or their advisors or the Committee or their advisors and proofs of claim otherwise submitted in a manner inconsistent with the Proposed Order **will not** be accepted or deemed filed unless timely submitted in one of the Approved Methods set forth above.

The Proof of Pre-Wind Down Administrative Expense Claim Form

22. With the assistance of Epiq, the Debtors propose to provide each of the creditors listed on the Pre-Wind Down Administrative Expense Claim Schedule with the Proof of Pre-Wind Down Administrative Expense Claim Form attached to the Proposed Order as Exhibit 1. If a creditor disagrees with information specific to its claim (e.g., amount) set forth on the Pre-Wind Down Administrative Expense Claims Schedule, the creditor must timely file a Proof of Pre-Wind Down Administrative Expense Claim Form utilizing an Approved Method along with the requisite information needed for consideration.

⁷ If a claimant wishes to receive acknowledgement of Epiq's receipt of a Proof of Pre-Wind Down Administrative Expense Claim Form filed in this manner, the claimant must also submit to Epiq by the Pre-Wind Down Administrative Expense Claims Bar Date, and concurrently with submitting its original Proof of Pre-Wind Down Administrative Expense Claim Form, a copy of the original Proof of Pre-Wind Down Administrative Expense Claim Form and a self-addressed, stamped return envelope.

Pre-Wind Down Administrative Expense Claims Filed Against Multiple Debtors or Against the Lead Debtor

23. The Debtors propose that any person or other entity asserting Proofs of Pre-Wind Down Administrative Expense Claim against more than one of the Debtors be required to file a separate Proof of Pre-Wind Down Administrative Expense Claim with respect to each such Debtor and identify on each Proof of Pre-Wind Down Administrative Expense Claim Form the particular Debtor against which its claims are asserted. Requiring parties to identify the Debtor against which a claim is asserted will expedite the Debtors' review of proofs of claim in the Chapter 11 Cases and would not be unduly burdensome on claimants.

24. The Debtors further propose that any claim filed either (a) under the lead case of the Chapter 11 Cases (Spirit Aviation Holdings Inc., Case No. 25-11897 (SHL)), the Debtor in which is merely a holding company, (b) without identifying a Debtor, or (c) identifying multiple Debtors, in each case, shall be deemed as filed only against Spirit Airlines, LLC. Absent this relief, the Debtors may be required to or to work with each individual claimant to amend such deficient claims, which would require the Debtors to waste their limited resources to rectify non-substantive errors, to the detriment of all stakeholders in the Chapter 11 Cases.

Effect of Failure to File Proof of Pre-Wind Down Administrative Expense Claim

25. The Debtors propose that any person or entity who is required (and not exempt) under the Proposed Order but fails to submit a Proof of Pre-Wind Down Administrative Expense Claim in accordance with the Proposed Order on or before the Pre-Wind Down Administrative Expense Claims Bar Date (i.e., July 15, 2026), shall be forever barred, estopped, and enjoined from asserting such claim against any of the Debtors or their estates. That creditor shall (x) not receive or be entitled to receive any payment or distribution of property from any of the Debtors or their successors or assigns with respect to such claim in the Chapter 11 Cases, or (y) to the

extent applicable, be bound by the Pre-Wind Down Administrative Expense Claims Schedule (including the applicable Pre-Wind Down Administrative Expense Claim amount(s) listed therein). To the extent such creditor later seeks to assert an administrative expense claim, the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to or arising from such claim.

Notice of the Pre-Wind Down Administrative Expense Claims Bar Date and Related Procedures

26. The Proposed Order also contains proposed procedures to govern the form and manner for serving and providing notice (whether initial or supplemental) of the Pre-Wind Down Administrative Expense Claims Bar Date and the procedures related to filing Proof of Pre-Wind Down Administrative Expense Claim in the Chapter 11 Cases, including the use of the Pre-Wind Down Administrative Expense Claims Bar Date Notice and the Proof of Pre-Wind Down Administrative Expense Claim Form (collectively, the “**Pre-Wind Down Administrative Expense Claims Bar Date Package**”) and for publishing the Publication Notice in the international edition of the *New York Times* or another publication with similar international circulation.

27. Among other things, the proposed Pre-Wind Down Administrative Expense Claims Bar Date Notice provides notice of (a) the Pre-Wind Down Administrative Expense Claims Bar Date, (b) who must file a proof of claim on account of Pre-Wind Down Administrative Expense Claim, (c) the procedures for preparing and filing a proof of claim, (d) the consequences of failing to timely file a proof of claim or request, and (e) where parties can find further information about the Debtors’ Chapter 11 Cases.

28. Epiq requires four business days to mail the Pre-Wind Down Administrative Expense Claims Bar Date Package to appropriate creditors. The Debtors therefore propose to mail

or email (where available) the Pre-Wind Down Administrative Expense Claims Bar Date Package by June 16, 2026.

29. To supplement the foregoing actual notice to known creditors and potential creditors, the Debtors propose to provide notice by publication. *See* Fed. R. Bankr. P. 2002(l) (“The court may order notice by publication if notice by mail is impracticable or if it is desirable to supplement the notice.”); 11 U.S.C. § 1514(a) (“The court may order that appropriate steps be taken with a view to notifying any creditor whose address is not yet known.”). The Publication Notice will provide the same key information as the Pre-Wind Down Administrative Expense Claims Bar Date Notice, but for cost savings omits certain provisions that are not absolutely necessary.

30. The Debtors submit that publication of the Publication Notice in the international edition of the *New York Times*, with any modifications necessary for ease of publication, is sufficient for providing constructive notice to unknown potential creditors of the Debtors. The Debtors propose to publish the Publication Notice by June 17, 2026, or at least twenty-eight (28) days prior to the Pre-Wind Down Administrative Expense Claims Bar Date (the “**Publication Date**”). The Debtors similarly submit that the posting of the Pre-Wind Down Administrative Expense Claims Bar Date Notice on the Case Information Website also adequately supplements the Pre-Wind Down Administrative Expense Claims Bar Date Package for purposes of providing constructive notice to creditors whose addresses are unknown to the Debtors.

31. The Debtors submit that the Pre-Wind Down Administrative Expense Claims Bar Date Package and the Publication Notice would provide creditors with sufficient information to file properly prepared and executed proofs of claim in a timely manner to the extent that they elect or are required to do so. The Debtors therefore request that service and publication related to the

Pre-Wind Down Administrative Expense Claims Bar Date and filing proofs of claim in the manner described above be deemed to constitute good and sufficient notice of the Pre-Wind Down Administrative Expense Claims Bar Date in accordance with Bankruptcy Rule 2002(a)(7).

Procedures for Resolving Disputed Pre-Wind Down Administrative Expense Claims

32. After the Pre-Wind Down Administrative Expense Claims Bar Date, the Debtors shall have the sole authority to: (a) file or litigate to judgment, objections to Proofs of Pre-Wind Down Administrative Expense Claim; and (b) settle or compromise with persons or entities who have filed (i) a Proof of Pre-Wind Down Administrative Expense Claim (before or after entry of the Proposed Order, in each case, in accordance with the Pre-Wind Down Administrative Expense Claims Procedures) or (ii) motions to compel payment of Pre-Wind Down Administrative Expense Claims prior to or after the entry of the Proposed Order (collectively, the “**Disputed Pre-Wind Down Administrative Expense Claims**”); provided that, in the case of (a) or (b) above (solely if the Debtors thereafter reach a consensual resolution with a holder of a Disputed Pre-Wind Down Administrative Expense Claim), the Debtors shall memorialize such resolution to be submitted to the Court via a filed notice. Additionally, the Debtors reserve the right to amend the Pre-Wind Down Administrative Expense Claim Schedule based on reconciliation of Pre-Wind Down Administrative Expense Claims listed therein, with reasonable notice provided to the affected counterparties.⁸

⁸ The Debtors may extend the Pre-Wind Down Administrative Expense Claims Bar Date with respect to such affected counterparties.

Basis for Relief

A. Authority Exists to Approve the Pre-Wind Down Administrative Expense Claims Bar Date and the Proposed Procedures for Filing a Proof of Pre-Wind Down Administrative Expense Claim in These Chapter 11 Cases

33. Section 503(a) of the Bankruptcy Code contemplates that the bankruptcy court will fix a deadline for filing administrative expense claims because it requires that such claims be “timely.” 11 U.S.C. § 503(a) (“An entity may timely file a request for payment of an administrative expense, or may tardily file such request if permitted by the court for cause.”). In addition, section 105(a) of the Bankruptcy Code confers the Court with broad equitable powers to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a). Further, bankruptcy courts can enter orders “prescribing such limitations and conditions as the court deems appropriate to ensure that the [bankruptcy] case is handled expeditiously and economically.” 11 U.S.C. § 105(d); *see also In re Bambi*, 492 B.R. 183, 188 (Bankr. S.D.N.Y. 2013) (holding that bankruptcy courts have “inherent power to manage their own docket”) (citation omitted); *In re Am. Cap. Equip., LLC*, 688 F.3d 145, 154 (3d Cir. 2012) (holding that “the court’s equitable powers under 11 U.S.C. § 105 surely enable it to control its own docket”). Accordingly, the Court has expansive equitable powers to fashion any order or decree that is in the interest of preserving or protecting the value of the Debtors’ assets.

34. As a result, while neither the Bankruptcy Rules nor the Local Rules specify the time by which proofs of claim or requests for payment of administrative expense claims must be filed in a chapter 11 case, the Court has discretion in setting such a date and is authorized to grant the relief requested herein. *See* 11 U.S.C. § 105(a) (empowering a court to issue “any order, process, or judgment that is necessary or appropriate to carry out the provisions of the Bankruptcy Code”); *see also Polysat, Inc. v. Union Tank Car Co. (In re Polysat, Inc.)*, 152 B.R. 886, 895–96 (Bankr. E.D. Pa. 1993) (“a bankruptcy court has the general authority to impose an administrative bar date”

(citing *In re Holywell Corp.*, 68 B.R. 134, 137 (Bankr. S.D. Fla. 1986)). It is well recognized that a claims bar date for prepetition claims plays an essential role in the twin goals of bankruptcy—preserving a debtor’s going-concern value and maximizing property available to satisfy creditors. *See, e.g., Bank of Am. Nat’l Trust & Sav. Assoc. v. 203 N. LaSalle St. P’ship*, 526 U.S. 434, 453 (1999).

35. Given the facts and circumstances surrounding these Chapter 11 Cases, all of the reasons for a prepetition claims bar date apply equally to the Pre-Wind Down Administrative Expense Claims Bar Date and the procedures related thereto proposed by the Debtors. The Pre-Wind Down Administrative Expense Claims Procedures will allow the Debtors to reconcile Pre-Wind Down Administrative Expense Claims in an orderly and systematic manner without the chaos of individual claimants seeking payment of administrative expense claims on a one-off basis, thereby avoiding confusion among, and value-deteriorating actions by, administrative creditors. The procedures described herein provide creditors with sufficient notice and opportunity, and a transparent process for filing a Proof of Pre-Wind Down Administrative Expense Claim and achieve administrative and judicial efficiency. The absence of such procedures, in contrast, would prolong creditor uncertainty and delay or even derail the claims reconciliation process, thus undercutting one of the principal purposes of bankruptcy law—“secur[ing] within a limited period the prompt and effectual administration and settlement of the debtor’s estate.” *See Chemetron Corp. v. Jones*, 72 F.3d 341, 346 (3d Cir. 1995).

36. Moreover, establishing the Pre-Wind Down Administrative Expense Claims Bar Date will allow the Debtors to fully understand and evaluate the amount Pre-Wind Down Administrative Expense Claims, which is necessary for a potential payment.

37. Courts in this district have frequently set administrative bar dates similar to that requested in this Motion. *See In re Vice Group Holding Inc.*, Case No. 23-10738 (JPM) [ECF No. 576] (Bankr. S.D.N.Y. November 2, 2023) (establishing an administrative claims bar date that is twenty-five (25) days from the date of entry of the order); *In re Toisa Limited*, Case No. 17-10184 (SCC) [ECF No. 1032] (Bankr. S.D.N.Y. January 25, 2019) (establishing an administrative claims bar date twenty-eight (28) days from the date of entry of the order); *In re Soundview Elite Ltd.*, Case No. 13-13098 (MKV) (Bankr. S.D.N.Y. Jan. 20, 2017) [ECF No. 1279] (establishing an administrative expense claim bar date that is thirty-four (34) days from the date of entry of the order).

B. Authority Exists to Provide that the Debtors Need Not Respond to Motions to Compel Payment of Pre-Wind Down Administrative Expense Claims

38. The Debtors request that, under the facts and circumstances, they not be required to respond to any motions, application, or other requests for allowance and payment of Pre-Wind Down Administrative Expense Claims (including any motions to lift the automatic stay with respect thereto), and that any hearings with respect to such motions, applications, or other requests are adjourned *sine die*.

39. Section 105(a) of the Bankruptcy Code provides the Court with inherent equitable powers to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title,” including related to claims for administrative expenses. Courts have granted requests by debtors that they not have to respond to motions, applications, and other requests for allowance and payment of administrative expense claims in connection with establishing a bar date and procedures for administrative expense claims. *See In re Big Lots, Inc.*, No. 24-11967 (JKS) [ECF No. 2110] (Bankr. D. Del. Feb. 7, 2025); *In re Pier 1 Imports, Inc.*, No.

20-30805 (KRH) [ECF No. 737] (Bankr. E.D. Va. Jun. 1, 2020); *In re Barneys New York, Inc.*, No. 19-36300 (CGM) [ECF No. 551] (Bankr. S.D.N.Y. Nov. 15, 2019).

40. As described herein, the Debtors intend to file a subsequent motion seeking approval of procedures with respect to the adjudication and allowance of Pre-Wind Down Administrative Expense Claims after they have ascertained the universe of Pre-Wind Down Administrative Expense Claims. In the interim, to preserve the status quo until the Debtors are able to seek such relief and avoid expending limited estate resources, the Debtors believe that it is necessary and appropriate for the Court to grant the request to not respond to any motions, applications, or other requests for payment of Pre-Wind Down Administrative Expense Claims. This will promote the orderly and fair progression of the liquidation, without requiring the Debtors to respond to or litigate asserted Pre-Wind Down Administrative Expense Claims filed by creditors seeking to obtain an improper advantage over other similarly situated creditors, and it will ensure that all requests for payment of Pre-Wind Down Administrative Expense Claims are received by the Debtors in an organized manner (i.e., in accordance with the Pre-Wind Down Administrative Expense Claims Procedures). To the extent creditors receive recovery on account of their Pre-Wind Down Administrative Expense Claims, it will be pursuant to additional relief established by this Court later in these cases.

C. The Proposed Notice Procedures Are Reasonable and Appropriate

41. The proposed Pre-Wind Down Administrative Expense Claims Bar Date and notice procedures set forth herein fully comply with the applicable notice requirements of the Bankruptcy Code and the Bankruptcy Rules. The proposed Pre-Wind Down Administrative Expense Claims Bar Date and notice procedures provide at least twenty-one (21) days' notice of the Pre-Wind Down Administrative Expense Claims Bar Date, in compliance with Bankruptcy Rule 2002(p)(2) and the twenty-one (21) days required by Bankruptcy Rule 2002(a).

42. Additionally, the Debtors' proposed noticing campaign is consistent with applicable law, which requires actual notice to "known" potential creditors. *See, e.g., In re Enron Corp.*, Case No. 01-16034, 2006 WL 898031, at *4 (Bankr. S.D.N.Y. Mar. 29, 2006) ("[D]ebtor must send actual notice of the bar date to any known creditor, while constructive notice is generally sufficient with an unknown creditor."); *Daewoo Int'l (Am.) Corp. Creditor Trust v. SSTs Am. Corp.*, Case No. 02-9629, 2003 WL 21355214, at *3 (S.D.N.Y. June 11, 2003) (same). "[A] 'known' creditor is one whose identity is either known or 'reasonably ascertainable by the debtor.'" *Chemetron Corp. v. Jones*, 72 F.3d 341, 346 (3d Cir. 1995), 72 F.3d at 346 (quoting *Tulsa Prof. Collection Serv., Inc. v. Pope*, 485 U.S. 478, 490 (1988)). "A creditor's identity is 'reasonably ascertainable' if that creditor can be identified through 'reasonably diligent efforts.'" *Id.* (quoting *Mennonite Bd. of Missions v. Adams*, 462 U.S. 791, 798 n. 4 (1983)). "Reasonably diligent efforts" do not require impracticable or extended searches, and a debtor does not have a duty to search out every conceivable or possible creditor. *See id.* (citations omitted). Rather, "the requisite search instead focuses on the debtor's own books and records." *Id.*

43. For "unknown" potential creditors, publication notice generally is sufficient. *See id.* at 348. Courts recognize, however, that it "is impracticable to expect a debtor to publish notice in every newspaper a possible unknown creditor may read." *Id.* (internal quotation and citation omitted). "Publication in national newspapers is regularly deemed sufficient notice to unknown creditors" *Id.* at 348–49 (citations omitted).

44. The Debtors' noticing campaign for known and unknown potential creditors meet these criteria. The Debtors' proposed list of notice parties encompasses each of the categories of potential claimants that the Debtors believe may exist based on their post-petition books and records and current and historical operations, and thus is designed to provide notice of the Pre-

Wind Down Administrative Expense Claims Bar Date to all potential creditors who are “reasonably ascertainable” based on the Debtors’ post-petition books and records.⁹ Additionally, for “unknown” potential creditors, the Debtors’ proposed notice by publication fits squarely within the law as the Debtors propose to publish notice in a national newspaper of general circulation.

45. For the foregoing reasons, the Debtors submit that the Pre-Wind Down Administrative Expense Claims Bar Date and related noticing and procedures are consistent with the Bankruptcy Code, Bankruptcy Rules, and applicable law, and should therefore be approved.

Notice

46. Notice of this Motion will be provided to the following parties (or their counsel) (collectively, the “**Notice Parties**”): (a) the U.S. Trustee; (b) the Committee; (c) an ad hoc committee of holders of the Debtors’ secured notes (as set forth in ECF No. 152); (d) each agent or trustee under the Debtors’ secured notes indenture or revolving credit facility; and (e) any other party that is entitled to notice under the Court’s *Order Implementing Certain Notice and Case Management Procedures* [ECF No. 61]. A copy of this Motion and any order entered in respect thereto will also be made available on the Debtors’ Case Information Website located at <https://dm.epiq11.com/SpiritAirlines>. Based on the circumstances surrounding this Motion and the nature of the relief requested herein, the Debtors respectfully submit that no other or further notice is required.

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⁹ The Debtors do not anticipate that any customers (i.e., passengers) of Spirit hold Pre-Wind Administrative Expense Claims. The Debtors do not intend to serve customers with the Pre-Wind Down Administrative Expense Claims Bar Date Package.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and such other and further relief as the Court deems just and proper.

Dated: May 19, 2026
New York, New York

DAVIS POLK & WARDWELL LLP

/s/ Darren S. Klein
450 Lexington Avenue
New York, New York 10017
Tel.: (212) 450-4000
Marshall S. Huebner
Darren S. Klein
Christopher S. Robertson
Joseph W. Brown

Counsel to the Debtors and Debtors in Possession

Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**SPIRIT AVIATION HOLDINGS, INC., et al.,
Debtors.¹**

Chapter 11

Case No. 25-11897 (SHL)

Jointly Administered

**ORDER (I) SETTING A BAR DATE FOR FILING PROOFS OF CLAIM FOR PRE-
WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS AGAINST THE DEBTORS, (II)
ESTABLISHING PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS
PROCEDURES, AND (III) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of Spirit Aviation Holdings, Inc. and its direct and indirect subsidiaries (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the Chapter 11 Cases, for entry of an order (this “**Order**”), pursuant to sections 501, 502, and 503 of the Bankruptcy Code, Bankruptcy Rules 2002, 3002, and 3003, and Local Rule 3003-1 (a) establishing the Pre-Wind Down Administrative Expense Claims Bar Date for filing proofs of claim in the Chapter 11 Cases, (b) approving the manner of filing proofs of claim, certain procedures in connection therewith, and the Proof of Pre-Wind Down Administrative Expense Claim Form attached hereto as **Exhibit 1**, and (c) approving the proposed form and manner of notice of the Pre-Wind Down Administrative Expense Claims Bar Date, including the Pre-Wind Down Administrative Expense Claims Bar Date Notice and Publication Notice, substantially in the forms attached hereto as **Exhibit 2** and **Exhibit 3**, respectively, and the procedures for filing Proofs of Pre-Wind Down Administrative Expense Claim, as more fully described in the Motion;

¹ The Debtors’ names and last four digits of their respective employer identification numbers are as follows: Spirit Aviation Holdings, Inc. (1797); Spirit Airlines, LLC (7023); Spirit Finance Cayman 1 Ltd. (7020); Spirit Finance Cayman 2 Ltd. (7362); Spirit IP Cayman Ltd. (4732); and Spirit Loyalty Cayman Ltd. (4752). The Debtors’ mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157; and the Court having found that it may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of the Chapter 11 Cases and related proceedings being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion; and the Court having held a hearing, if necessary, to consider the relief requested in the Motion (the “**Hearing**”); and the Court having determined that the legal and factual bases set forth in the Motion, and at the Hearing, establish just cause for the relief granted herein; and the Court having found that the form and manner of the Pre-Wind Down Administrative Expense Claims Bar Date Package and Publication Notice to be served or published, as applicable, are reasonably calculated to provide known and unknown creditors with (a) proper notice of the Pre-Wind Down Administrative Expense Claims Bar Date and (b) sufficient information to file properly prepared and executed Proofs of Pre-Wind Down Administrative Expense Claim in a timely manner; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors, their creditors, their estates, and all other parties in interest; and all objections and reservations of rights filed or asserted in respect of the Motion, if any, having been withdrawn, resolved, or overruled with prejudice; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. Unless otherwise provided herein, the following deadline is hereby established in these Chapter 11 Cases:

- a. **4:00 p.m.³ on July 15, 2026** as the deadline (the “**Pre-Wind Down Administrative Expense Claims Bar Date**”) for each person or entity to file a proof of claim in respect of any administrative expense claim against the Debtors arising from the Petition Date through and including May 1, 2026 (excluding any claims identified in paragraphs 4(o)–(r) of this Order, the “**Pre-Wind Down Administrative Expense Claims**”)

3. Except as set forth paragraph 4 herein, each person or other entity (including each individual, partnership, corporation, estate, trust, or governmental unit) asserting a Pre-Wind Down Administrative Expense Claim against one or more of the Debtors is required to file a separate Proof of Pre-Wind Down Administrative Expense Claim in the Chapter 11 Case of each Debtor against whom such claim is asserted; *provided*, that the Debtors may agree in writing (email being sufficient), without further order of the Court, to permit a claimant to file a proof of claim asserting a claim against more than one Debtor if such proof of claim clearly identifies each Debtor and its corresponding liability.

4. The following persons or entities holding Pre-Wind Down Administrative Expense Claims against the Debtors shall not be required to file Proof of Pre-Wind Down Administrative Expense Claim:

- a. any person or entity whose Pre-Wind Down Administrative Expense Claim is listed on the Pre-Wind Down Administrative Expense Claims Schedule, if the person or entity does not disagree with the amount of the claim as identified on the Pre-Wind Down Administrative Expense Claims Schedule;
 - b. any person or entity whose claim has been allowed by order of the Court entered on or before the Pre-Wind Down Administrative Expense Claims Bar Date;

³ All times herein are expressed in prevailing Eastern Time.

- c. any person or entity with a claim arising under section 503(b)(9) of the Bankruptcy Code, which claim must have been filed pursuant to the *Order Establishing Deadlines and Procedures for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* [ECF No. 597];
- d. any person or entity whose Pre-Wind Down Administrative Expense Claim has been (i) paid in full by the Debtors, (ii) otherwise satisfied pursuant to an agreement between the Debtors and the applicable holder of a Pre-Wind Down Administrative Expense Claim, (iii) satisfied pursuant to the Bankruptcy Code or in accordance with an order of the Court, or (iv) is otherwise fully satisfied;
- e. any current or former officer, manager, director, or employee for claims based on indemnification, contribution, or reimbursement;
- f. any Debtor asserting a claim against another Debtor;
- g. any entity that is wholly owned by a Debtor;
- h. any person or other entity whose claim against any of the Debtors has been allowed by an order of the Court prior to the Pre-Wind Down Administrative Expense Claims Bar Date;
- i. any person or entity with an administrative expense claim arising on or after May 2, 2026;
- j. any person or entity who has filed a motion, application, or request for payment of a Pre-Wind Down Administrative Expense Claim prior to the Pre-Wind Down Administrative Expense Claim Bar Date (a “**Pre-Wind Down Administrative Expense Claim Motion to Compel**”); *provided* that such Pre-Wind Down Administrative Expense Claim Motion to Compel asserts a precise amount owed in accordance with ¶ 5 of this Order;
- k. any person or entity who, prior to the entry of this Order, has already filed a proof of claim that complies with the Pre-Wind Down Administrative Expense Claims Procedures;
- l. any employee of the Debtors who was employed at any time on or after the Petition Date, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit, including the *Final Order Authorizing (I) the Debtors To (A) Honor Prepetition Employee Obligations and (B) Maintain Employee Benefits Programs and Pay Related Administrative Obligations, (II) Current and Former Employees To Proceed with Outstanding Workers’ Compensation Claims, and (III) Financial Institutions To Honor and Process Related Checks and Transfers* [ECF No. 220]; *provided*, that a current or former employee employed on or after the Petition Date must file a proof of claim by the Pre-Wind Down Administrative Expense Claims Bar Date for all other claims arising after the Petition Date through and including May 1, 2026, including claims for benefits not provided

for pursuant to an order of the Court, wrongful termination, discrimination, harassment, hostile work environment, or retaliation; *provided further* that, to the extent that the unions that represent the Debtors' employees who are subject to a collective bargaining agreement (the "**Unions**") wish to assert a Pre-Wind Down Administrative Expense Claim, the foregoing clauses shall not exempt the Unions from the requirement to file one or more Proofs of Pre-Wind Down Administrative Expense Claim in accordance with the terms of the Proposed Order;

- m. any passenger of the Debtors on account of claims in the form of refunds and/or travel credit, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business, including the *Final Order Authorizing (I) the Debtors to Honor Prepetition Obligations to Customers and Otherwise Continue Customer Practices and (II) Financial Institutions to Honor and Process Related Checks and Transfers* [ECF No. 213];
- n. any entity holding a claim for which a separate deadline has been fixed by the Court, including claims pursuant to the *Order Approving Motion of Debtors for Entry of an Order (I) Approving Procedures to Assume, Assign, or Reject Executory Contracts and Unexpired Leases and (II) Granting Related Relief* [ECF No. 388] (the "**Assumption/Rejection Procedures Order**");
- o. any professionals requesting payment under (x) the *Order Authorizing the Retention and Compensation of Professionals Utilized in the Ordinary Course of Business* [ECF No. 223] and (y) the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* [ECF No. 387];
- p. any entity whose fees are contemplated to be paid out of the Professional Fee Carve Out (as defined in the Final DIP Order);
- q. the DIP Facility Agent, the other DIP Secured Parties and the Secured Parties for any claims allowed in the *Final Order (I) Authorizing the Debtors to Obtain Postpetition Financing; (II) Granting Senior Secured Liens and Superpriority Administrative Expense Claims; (III) Authorizing the Debtors to Utilize Cash in Encumbered Accounts; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; and (VI) Granting Related Relief* [ECF No. 384], as amended, supplemented, or otherwise modified from time to time, including by the Agreed Order [ECF No. 643], and Final DIP Order Amendment No. 2 attached as Exhibit 1 to the Wind-Down Order (the "**Final DIP Order**") including as specified in the Debtors' Stipulations, or the payment of administrative expenses with respect to any of the DIP Obligations or the Prepetition Secured Obligations (all as defined in the Final DIP Order); provided, however, the DIP Facility Agent, on behalf of itself and the DIP Secured Parties, the Secured Notes Collateral Agent, on behalf of itself and the other Secured Notes Parties, and each of the RCF Agents, on behalf of itself and the RCF Secured Parties (all as defined in the Final DIP Order), are each

authorized and entitled, but not required, to file (and amend and/or supplement, as the respective agents see fit) a master proof of claim on account of Pre-Wind Down Administrative Expense Claims in accordance with paragraph 22 of the Final DIP Order, and any such master proof of claim filed shall be deemed to be in addition to, and not in lieu of, any other proof of claim that may be filed by any of the foregoing parties; and

- r. any party identified in the Final DIP Order as holding a claim on account of any fees, expenses, or other obligations arising thereunder.

5. All Pre-Wind Down Administrative Expense Claims Motions to Compel that assert a precise amount owed shall be treated as Proofs of Pre-Wind Down Administrative Expense Claim, and any potential administrative creditor that has filed such a Pre-Wind Down Administrative Expense Claims Motion to Compel shall not be required to file a Proof of Pre-Wind Down Administrative Expense Claim. To the extent such Pre-Wind Down Administrative Expense Claims Motions to Compel are filed after the Pre-Wind Down Administrative Expense Claims Bar Date, they shall be denied and treated in accordance with ¶ 12 of this Order.

6. The Proof of Pre-Wind Down Administrative Expense Claim Form, substantially in the form attached hereto as **Exhibit 1**, the Pre-Wind Down Administrative Expense Claims Bar Date Notice, substantially in the form attached hereto as **Exhibit 2**, and the form of Publication Notice, substantially in the form attached hereto as **Exhibit 3**, are each hereby approved.

7. For the avoidance of doubt, an Electronic Proof of Pre-Wind Down Administrative Expense Claim filed through Epiq's Claims Portal shall be deemed a Proof of Pre-Wind Down Administrative Expense Claim Form, so long as it includes all information otherwise required in the Proof of Pre-Wind Down Administrative Expense Claim Form.

8. If a creditor disagrees with information specific to its claim (*e.g.*, amount) set forth on the Pre-Wind Down Administrative Expense Claims Schedule or their Pre-Wind Down Administrative Expense Claim is not listed on the Pre-Wind Down Administrative Expense Claims Schedule, the creditor must timely file a Proof of Pre-Wind Down Administrative Expense Claim

Form utilizing an Approved Method described in paragraph 10 below along with the requisite information needed for consideration.

9. All administrative proofs of claim must for the period prior to May 2, 2026, (a) substantially comply with the Proof of Pre-Wind Down Administrative Expense Claim Form, (b) be written in English, (c) include a claim amount denominated in United States dollars, (d) attach any supporting documentation thereto, and (e) be actually filed or received by Epiq by the Pre-Wind Down Administrative Expense Claims Bar Date.

10. Unless otherwise agreed by the Debtors in writing (email being sufficient), proofs of claim can only be filed in one of the following methods (the “**Approved Methods**”) prior to the Pre-Wind Down Administrative Expense Claims Bar Date: (a) by completing an Electronic Proof of Pre-Wind Down Administrative Expense Claim through the Claims Portal on the Case Information Website maintained by Epiq; (b) by electronic submission on the Court’s PACER (Public Access to Court Electronic Records) platform, located at <http://ecf.nysb.uscourts.gov>; or (c) by delivering an original, signed Proof of Pre-Wind Down Administrative Expense Claim Form directly to Epiq as follows:

If by First-Class Mail:	If by Hand Delivery or Overnight Mail:
Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC P.O. Box 4419 Beaverton, OR 97076-4419	Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005

11. Absent written consent of the Debtors or their counsel (email being sufficient), proofs of claim submitted by facsimile or e-mail, proofs of claim submitted directly to the Debtors or their advisors or the Committee or their advisors and proofs of claim otherwise submitted in a manner inconsistent with the Proposed Order will not be accepted or deemed filed unless timely submitted in one of the Approved Methods set forth above.

12. Any person or entity who is required (and not exempt) under this Order but fails to submit a Proof of Pre-Wind Down Administrative Expense Claim in accordance with this Order on or before the Pre-Wind Down Administrative Expense Claims Bar Date (i.e., July 15, 2026), shall be forever barred, estopped, and enjoined from asserting such claim against any of the Debtors or their estates. That creditor shall (x) not receive or be entitled to receive any payment or distribution of property from any of the Debtors or their successors or assigns with respect to such claim in the Chapter 11 Cases, or (y) to the extent applicable, be bound by the Pre-Wind Down Administrative Expense Claims Schedule (including the applicable Pre-Wind Down Administrative Expense Claim amount(s) listed therein). To the extent such creditor later seeks to assert an administrative expense claim, the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to or arising from such claim.

13. The Debtors are not required to respond to any of the motions, applications, or other requests for allowance and payment of Pre-Wind Down Administrative Expense Claims filed before or after the entry of this Order (including any motions to lift the automatic stay with respect thereto), and any hearings with respect to such motions, applications, and requests that have been or may be filed shall be adjourned *sine die*.

14. Pursuant to Bankruptcy Rule 2002(a)(7), (f), and (p), the Debtors shall provide the Pre-Wind Down Administrative Expense Claims Bar Date Package via email (where available) or mail to the following potential creditors and other parties in interest, wherever located:

- a. the Office of the U.S. Trustee;
- b. counsel to the Committee;
- c. counsel to the DIP Lenders;
- d. all known creditors (excluding customers that have filed proofs of claim in these Chapter 11 Cases) and other known holders of potential Pre-Wind Down Administrative Expense Claims against the Debtors' or their estates

based on the Debtors' post-petition books and records (excluding the Debtors' current and former employees), including those listed on the Pre-Wind Down Administrative Expense Claims Schedule;

- e. all parties who have filed a Pre-Wind Down Administrative Expense Claim Motion to Compel as of the date of entry of this Order;
- f. all taxing authorities for jurisdictions in which the Debtors do business or did business as of and following the Petition Date;
- g. the office of the attorney general for each state in which any Debtor is incorporated or maintained or conducted business as of and following the Petition Date; and
- h. all government aviation authorities in jurisdictions in which the Debtors operated as of and following the Petition Date.

15. The Debtors shall publish the Publication Notice, in substantially the form attached hereto as **Exhibit 3**, in the international edition of the *New York Times* or equivalent international publication, with any modifications necessary for ease of publication, promptly after entry of this Order, which publication is hereby approved and shall be deemed good, adequate and sufficient publication notice of the Pre-Wind Down Administrative Expense Claims Bar Date.

16. Any claim filed either (a) under the lead case of the Chapter 11 Cases (Spirit Aviation Holdings Inc., Case No. 25-11897 (SHL)), (b) without identifying a Debtor, or (c) identifying multiple Debtors, in each case, shall be deemed as filed only against Spirit Airlines, LLC.

17. After the initial service of the Pre-Wind Down Administrative Expense Claims Bar Date Package, the Debtors may, in their discretion, make supplemental service of the Pre-Wind Down Administrative Expense Claims Bar Date Package, including in the event that (a) notices are returned by the post office with forwarding addresses or (b) additional potential claimants become known after the initial service of the Pre-Wind Down Administrative Expense Claims Bar Date Package. For holders of claims receiving such supplemental service, except for entities that

are exempt from complying with the Pre-Wind Down Administrative Expense Claims Bar Date as set forth in this Order, the deadline to file proofs of claim, if necessary, shall be the later of (x) the Pre-Wind Down Administrative Expense Claims Bar Date, or (y) 4:00 p.m. on the date that is thirty-five (35) days from the supplemental service of the Pre-Wind Down Administrative Expense Claims Bar Date Package (or another time period as may be fixed by the Court).

18. In accordance with the *Order (I) Waiving the Requirement to File A List of Equity Security Holders, (II) Waiving the Requirement that Each Debtor File a Separate List of Creditors and Authorizing the Debtors to File a Consolidated List of the Debtors' 30 Largest Unsecured Creditors, (III) Authorizing Parties to Redact Personally Identifying Information, and (IV) Approving the Form and Manner of Notifying Creditors of the Commencement of the Chapter 11 Cases and Other Information* [ECF No. 46], the Debtors and Epiq are authorized to redact from the claims register the home and email addresses, and any other personal identifying information of individuals, including the Debtors' individual creditors and interest holders, employees, former employees, and equity holders.

19. Notification of the relief granted by this Order as provided herein is fair and reasonable and will provide good, sufficient, and proper notice to all creditors of their rights and obligations in connection with Pre-Wind Down Administrative Expense Claims they may have against the Debtors in these cases.

20. Nothing in this Order shall prejudice the right of the Debtors or their estates, or any other party in interest, to dispute or assert offsets or defenses to any claim reflected in the Pre-Wind Down Administrative Expense Claims Schedule or otherwise.

21. Notwithstanding Bankruptcy Rule 3006, a creditor may withdraw any proof of claim by filing a notice of withdrawal, without further order from the Court.

22. The Debtors may make non-substantive corrections, additions, or deletions to the Pre-Wind Down Administrative Expense Claims Bar Date Package and the Publication Notice as appropriate, including to remove stale or non-pertinent information.

23. Entry of this Order is without prejudice to the right of the Debtors to seek a further order of this Court fixing a date by which holders of claims or interests not subject to the Pre-Wind Down Administrative Expense Claims Bar Date established herein must file proofs of claim or interest or be barred from doing so.

24. Any Bankruptcy Rule or Local Rule that might otherwise delay the effectiveness of this Order is hereby waived, and this Order shall be effective and enforceable immediately upon its entry.

25. The Debtors and Epiq are authorized to take any action they deem necessary or appropriate to implement and effectuate the terms of, and the relief granted in, this Order without seeking further order of the Court, including without limitation, paying for costs incurred in connection with noticing the Pre-Wind Down Administrative Expense Claims Bar Date.

26. After the Pre-Wind Down Administrative Expense Claims Bar Date, the Debtors shall have the sole authority to: (a) file or litigate to judgment, objections to Proofs of Pre-Wind Down Administrative Expense Claim; and (b) settle or compromise with persons or entities who have filed (i) Proofs of Pre-Wind Down Administrative Expense Claim (before or after entry of this Order, in each case, in accordance with the Pre-Wind Down Administrative Expense Claims Procedures) or (ii) motions to compel payment of an administrative expense claim arising on or after the Petition Date through and including May 1, 2026, whether filed prior to or after the entry of this Order (collectively, the “**Disputed Pre-Wind Down Administrative Expense Claims**”); *provided that*, in the case of (a) or (b) above (solely if the Debtors thereafter reach a consensual

resolution with a holder of a Disputed Pre-Wind Down Administrative Expense Claim), the Debtors shall memorialize such resolution to be submitted to the Court via a filed notice. Additionally, the Debtors may amend the Pre-Wind Down Administrative Expense Claim Schedule based on reconciliation of Pre-Wind Down Administrative Expense Claims listed therein, with reasonable notice provided to the affected counterparties.⁴

27. The Court retains jurisdiction over any matter arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2026
White Plains, New York

THE HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE

⁴ The Debtors may extend the Pre-Wind Down Administrative Expense Claims Bar Date with respect to such affected counterparties.

Exhibit 1

Proof of Pre-Wind Down Administrative Expense Claim Form

25-11897-sh Doc 1090 Filed 05/19/26 Entered 05/19/26 23:25:34 Main Document United States Bankruptcy Court for the Southern District of New York Pg 38 of 52 Spirit Aviation Holdings, Inc., et al. Claims Processing Center c/o Epiq Corporate Restructuring, LLC P.O. Box 4419 Beaverton, OR 97076-4419	
Name of Debtor (Select only one Debtor per proof of claim form): ☐ Spirit Airlines, LLC. [25-11896] ☐ Spirit Aviation Holdings, Inc. [25-11897] ☐ Spirit Finance Cayman 1 Ltd. [25-11898]	☐ Spirit Finance Cayman 2 Ltd. [25-11899] ☐ Spirit IP Cayman Ltd. [25-11900] ☐ Spirit Loyalty Cayman Ltd. [25-11901]
	For Court Use Only

PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM

04/25

This form is for making a Pre-Wind Down Administrative Expense Claim for payment in a bankruptcy case.

NOTE: This form should be used only by claimants asserting a Pre-Wind Down Administrative Expense Claim arising on or after August 29, 2025 through and including May 8, 2026. IT SHOULD NOT BE USED FOR CLAIMS ARISING PRIOR TO August 29, 2026 OR ON OR AFTER May 9, 2026, AND SHOULD NOT BE USED FOR ANY CLAIMS THAT ARE NOT OF A KIND ENTITLED TO TREATMENT IN ACCORDANCE WITH 11 U.S.C. § 503. Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment. A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim		
1. Who is the current creditor? Name of the current creditor (the person or entity to be paid for this claim): _____ Other names the creditor used with the debtor: _____		
2. Has this claim been acquired from someone else? ☐ No ☐ Yes. From whom? _____		
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)		4. Does this claim amend one already filed? ☐ No ☐ Yes. Claim number on court claims register (if known) _____ Filed on _____ MM / DD / YYYY
Where should notices to the creditor be sent? Name _____ Number _____ Street _____ City _____ State _____ Zip Code _____ Country (if International): _____ Contact phone: _____ Contact email: _____	Where should payments to the creditors be sent? (if different) Name _____ Number _____ Street _____ City _____ State _____ Zip Code _____ Country (if International): _____ Contact phone: _____ Contact email: _____	5. Do you know if anyone else has filed a proof of claim for this claim? ☐ No ☐ Yes. Who made the earlier filing? _____
Part 2: Give Information About the Claim		

6. Do you have any number you use to identify the debtor?

☐ No

☐ Yes.

Last 4 digits of the debtor's account or any number you use to identify the debtor:

____ _

7. How much is the ADMINISTRATIVE EXPENSE CLAIM:

\$ _____

Does this amount include interest or other charges?

☐ No

☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim?

☐ Goods sold

☐ Services performed ☐ (See attached)

☐ Money loaned

☐ Personal injury/wrongful death

☐ Taxes

☐ Other (describe briefly)

☐ Retiree benefits as defined in 11 U.S.C. § 1114(a)

☐ Wages, salaries, and compensation (Fill out below)

Your social security number _____

Unpaid compensation for services performed

from _____ to _____
(date) (date)

Part 3 Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other co-debtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *proof of claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *proof of claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____
MM / DD / YYYY Signature _____

Print the name of the person who is completing and signing this claim:

Name _____
First name Middle name Last name

Title _____

Company _____
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____
Number Street

City State Zip Code

Contact Phone _____ Email _____

Exhibit 2

Pre-Wind Down Administrative Expense Claims Bar Date Notice

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**SPIRIT AVIATION HOLDINGS, INC., et al.,
Debtors.¹**

Chapter 11

Case No. 25-11897 (SHL)

Jointly Administered

**NOTICE OF BAR DATE FOR FILING PROOF OF PRE-WIND DOWN
ADMINISTRATIVE EXPENSE CLAIM AGAINST THE DEBTORS**

**TO: ALL PERSONS AND OTHER ENTITIES WHO MAY HAVE PRE-WIND DOWN
ADMINISTRATIVE EXPENSE CLAIMS AGAINST ANY OF THE FOLLOWING
DEBTORS:**

<u>DEBTOR</u>	<u>CASE NUMBER</u>
Spirit Aviation Holdings, Inc.	25-11897
Spirit Airlines, LLC	25-11896
Spirit Finance Cayman 1 Ltd.	25-11898
Spirit Finance Cayman 2 Ltd.	25-11899
Spirit IP Cayman Ltd.	25-11900
Spirit Loyalty Cayman Ltd.	25-11901

PLEASE TAKE NOTICE OF THE FOLLOWING:

On August 29, 2025, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Court**”). The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only under case number 25-11897 (SHL) (the “**Chapter 11 Cases**”).

**DEADLINE FOR FILING PROOFS OF PRE-WIND DOWN ADMINISTRATIVE
EXPENSE CLAIM AGAINST ANY OF THE DEBTORS**

1. Pursuant to an order of the Court entered on [•], 2026 [ECF No. [•]] (the “**Order**”),² the

¹ The Debtors’ names and last four digits of their respective employer identification numbers are as follows: Spirit Aviation Holdings, Inc. (1797); Spirit Airlines, LLC (7023); Spirit Finance Cayman 1 Ltd. (7020); Spirit Finance Cayman 2 Ltd. (7362); Spirit IP Cayman Ltd. (4732); and Spirit Loyalty Cayman Ltd. (4752). The Debtors’ mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Order or the Motion, as applicable. A copy of the Order and Motion can be accessed free of charge on the Case Information Website located at <https://dm.epiq11.com/SpiritAirlines>, which also contains the Claims Portal, blank Proof of Pre-Wind Down Administrative Expense Claim Form, and additional information about the Chapter 11 Cases. If you have any questions, please contact, the Claims Agent, Epiq Corporate Restructuring, LLC, at +1-855-952-6606 (toll-free in the U.S. and Canada), +1-971-715-2831(international), or email @epiqglobal.com. The Claims Agent cannot provide legal advice.

deadline for creditors to file Proofs of Pre-Wind Down Administrative Expense Claim against any of the Debtors is **July 15, 2026 at 4:00 p.m.**³ (the “**Pre-Wind Down Administrative Expense Claims Bar Date**”). Except as provided in paragraph 3 below, the Pre-Wind Down Administrative Expense Claims Bar Date applies to all persons and other entities holding claims against any of the Debtors that arose or are deemed to have arisen on or after the to the Petition Date through and including May 1, 2026. The Order also established procedures to be used for filing Proofs of Pre-Wind Down Administrative Expense Claim, which are summarized in this notice for your convenience.⁴

2. **UNLESS YOU FALL INTO ONE OF THE CATEGORIES LISTED IN PARAGRAPH 3 BELOW, YOU MUST FILE A PROOF OF CLAIM IF YOU HAVE A CLAIM AGAINST ANY OF THE DEBTORS THAT AROSE ON OR AFTER AUGUST 29, 2025 THROUGH AND INCLUDING MAY 1, 2026.** Under section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.
3. The Order provides that the persons and other entities listed below in this paragraph 3 do **NOT** need to file Proof of Pre-Wind Down Administrative Expense Claim by the Pre-Wind Down Administrative Expense Claims Bar Date. **If you are a person or entity listed below, you need not file a corresponding proof of claim at this time.** The Court may enter one or more separate orders at a later time requiring certain creditors listed below to file proofs of claim setting related deadlines. If the Court does enter such an order, you will receive notice of it. The following persons and other entities are **not required** to file Proofs of Pre-Wind Down Administrative Expense Claim:
 - a. any person or entity whose Pre-Wind Down Administrative Expense Claim is listed on the Pre-Wind Down Administrative Expense Claims Schedule, if the person or entity does not disagree with the amount of the claim as identified on the Pre-Wind Down Administrative Expense Claims Schedule;
 - b. any person or entity whose claim has been allowed by order of the Court entered on or before the Pre-Wind Down Administrative Expense Claims Bar Date;
 - c. any person or entity with a claim arising under section 503(b)(9) of the Bankruptcy Code, which claim must have been filed pursuant to the *Order*

³ All times herein are expressed in prevailing Eastern Time.

⁴ In the event of any conflict or inconsistency with this Pre-Wind Down Administrative Expense Claims Bar Date Notice and the Order, the Order shall govern.

Establishing Deadlines and Procedures for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof [ECF No. 597];

- d. any person or entity whose Pre-Wind Down Administrative Expense Claim has been (i) paid in full by the Debtors, (ii) otherwise satisfied pursuant to an agreement between the Debtors and the applicable holder of a Pre-Wind Down Administrative Expense Claim, (iii) satisfied pursuant to the Bankruptcy Code or in accordance with an order of the Court, or (iv) is otherwise fully satisfied;
- e. any current or former officer, manager, director, or employee for claims based on indemnification, contribution, or reimbursement;
- f. any Debtor asserting a claim against another Debtor;
- g. any entity that is wholly owned by a Debtor;
- h. any person or other entity whose claim against any of the Debtors has been allowed by an order of the Court prior to the Pre-Wind Down Administrative Expense Claims Bar Date;
- i. any person or entity with an administrative expense claim arising on or after May 2, 2026;
- j. any person or entity who has filed a motion, application, or request for payment of a Pre-Wind Down Administrative Expense Claim prior to the Pre-Wind Down Administrative Expense Claim Bar Date (a “**Pre-Wind Down Administrative Expense Claim Motion to Compel**”); *provided* that such Pre-Wind Down Administrative Expense Claim to Compel asserts a precise amount owed in accordance with ¶ 5 of the Order;
- k. any person or entity who, prior to the entry of this Order, has already filed a proof of claim that complies with the Pre-Wind Down Administrative Expense Claims Procedures;
- l. any employee of the Debtors who was employed at any time on or after the Petition Date, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit, including the Final Order Authorizing (I) the Debtors To (A) Honor Prepetition Employee Obligations and (B) Maintain Employee Benefits Programs and Pay Related Administrative Obligations, (II) Current and Former Employees To Proceed with Outstanding Workers’ Compensation Claims, and (III) Financial Institutions To Honor and Process Related Checks and Transfers [ECF No. 220]; *provided*, that a current or former employee employed on or after the Petition Date must file a proof of claim by the Pre-Wind Down Administrative Expense Claims Bar Date for all other claims arising after the Petition Date through and including May 1, 2026, including claims for benefits not provided for pursuant to an order of

the Court, wrongful termination, discrimination, harassment, hostile work environment, or retaliation; *provided further* that, to the extent that the unions that represent the Debtors' employees who are subject to a collective bargaining agreement (the "**Unions**") wish to assert a Pre-Wind Down Administrative Expense Claim, the foregoing clauses shall not exempt the Unions from the requirement to file one or more Proofs of Pre-Wind Down Administrative Expense Claim in accordance with the terms of this Order;

- m. any passenger of the Debtors on account of claims in the form of refunds and/or travel credit, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business, including the *Final Order Authorizing (I) the Debtors to Honor Prepetition Obligations to Customers and Otherwise Continue Customer Practices and (II) Financial Institutions to Honor and Process Related Checks and Transfers* [ECF No. 213];
- n. any entity holding a claim for which a separate deadline has been fixed by the Court, including claims pursuant to the Assumption/Rejection Procedures Order;
- o. any professionals requesting payment under (x) the *Order Authorizing the Retention and Compensation of Professionals Utilized in the Ordinary Course of Business* [ECF No. 223] and (y) the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* [ECF No. 387];
- p. any entity whose fees are contemplated to be paid out of the Professional Fee Carve Out (as defined in the Final DIP Order);
- q. the DIP Facility Agent, the other DIP Secured Parties and the Secured Parties for any claims allowed in the *Final Order (I) Authorizing the Debtors to Obtain Postpetition Financing; (II) Granting Senior Secured Liens and Superpriority Administrative Expense Claims; (III) Authorizing the Debtors to Utilize Cash in Encumbered Accounts; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; and (VI) Granting Related Relief* [ECF No. 384], as amended, supplemented, or otherwise modified from time to time, including by the Agreed Order [ECF No. 643], and Final DIP Order Amendment No. 2 attached as Exhibit 1 to the Wind-Down Order (the "**Final DIP Order**") including as specified in the Debtors' Stipulations, or the payment of administrative expenses with respect to any of the DIP Obligations or the Prepetition Secured Obligations (all as defined in the Final DIP Order); provided, however, the DIP Facility Agent, on behalf of itself and the DIP Secured Parties, the Secured Notes Collateral Agent, on behalf of itself and the other Secured Notes Parties, and each of the RCF Agents, on behalf of itself and the RCF Secured Parties (all as defined in the Final DIP Order), are each authorized and entitled, but not required, to file (and amend and/or supplement, as the respective agents see fit) a master proof of claim on account of Pre-Wind Down Administrative

Expense Claims in accordance with paragraph 22 of the Final DIP Order, and any such master proof of claim filed shall be deemed to be in addition to, and not in lieu of, any other proof of claim that may be filed by any of the foregoing parties; and

- r. any party identified in the Final DIP Order as holding a claim on account of any fees, expenses, or other obligations arising thereunder.
- 4. **THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM AGAINST ANY OF THE DEBTORS OR THAT THE DEBTORS BELIEVE YOU HAVE A CLAIM.**
- 5. If a Debtor amends the Pre-Wind Down Administrative Expense Claim Schedule after you receive this notice, such Debtor will give notice of that amendment to the holders of the claims that are affected by it, and those holders will be given an opportunity to file proofs of claim before a new deadline that would be specified in that future notice.

INSTRUCTIONS FOR FILING PROOFS OF CLAIM

- 6. A Proof of Pre-Wind Down Administrative Expense Claim Form for use in the Chapter 11 Cases accompanies this Pre-Wind Down Administrative Expense Claims Bar Date Notice. Each filed proof of claim must (a) substantially comply with the Proof of Pre-Wind Down Administrative Expense Claim Form, (b) be written in English, (c) include a claim amount denominated in United States dollars, (d) attach any supporting documentation thereto, and (e) be actually filed or received by the Claims Agent by the Pre-Wind Down Administrative Expense Claims Bar Date.
- 7. Unless otherwise agreed by the Debtors in writing (email being sufficient), Proofs of Pre-Wind Down Administrative Expense Claim can **only** be filed prior to the Pre-Wind Down Administrative Expense Claims Bar Date in one of the following methods (the “**Approved Methods**”): (a) by completing an Electronic Proof of Pre-Wind Down Administrative Expense Claim through the Claims Portal (under the link entitled “File a Claim”) on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>) maintained by the Claims Agent; (b) by electronic submission on the Court’s Public Access to Court Electronic Records (“**PACER**”) platform, located at <http://ecf.nysb.uscourts.gov>; or (c) by delivering an original, signed Proof of Pre-Wind Down Administrative Expense Claim Form directly to the Claims Agent as follows:⁵

⁵ If you wish to receive acknowledgement of the Claims Agent’s receipt of a Proof of Pre-Wind Down Administrative Expense Claim Form filed in this manner, you also must submit to the Claims Agent by the Pre-Wind Down Administrative Expense Claims Bar Date and concurrently with submitting its original Proof of Pre-Wind Down Administrative Expense Claim Form a copy of the original Proof of Pre-Wind Down Administrative Expense Claim Form and a self-addressed, stamped return envelope.

If by First-Class Mail:	If by Hand Delivery or Overnight Mail:
Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC P.O. Box 4419 Beaverton, OR 97076-4419	Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005

Absent written consent of the Debtors or their counsel (email being sufficient), **Proofs of Pre-Wind Down Administrative Expense Claim submitted by facsimile or e-mail, Proofs of Pre-Wind Down Administrative Expense Claim submitted directly to the Debtors or their advisors or the Committee or their advisors, and Proofs of Pre-Wind Down Administrative Expense Claim otherwise submitted in a manner inconsistent with the Order will not** be accepted or deemed filed until submitted in one of the Approved Methods set forth above.

8. Except as otherwise provided in the Order, any person or other entity asserting a Proof of Pre-Wind Down Administrative Expense Claim against more than one of the Debtors shall file a separate Proof of Pre-Wind Down Administrative Expense Claim with respect to each such Debtor and identify on each Proof of Pre-Wind Down Administrative Expense Claim the particular Debtor against which its claims are asserted. Any claim filed either (a) under the lead case of the Chapter 11 Cases (Spirit Aviation Holdings Inc., Case No. 25-11897 (SHL)), (b) without identifying a Debtor, or (c) identifying multiple Debtors, in each case, shall be deemed as filed only against Spirit Airlines, LLC.

CONSEQUENCES OF MISSING THE DEADLINE FOR FILING PROOF OF PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM

9. **EXCEPT WITH RESPECT TO CLAIMS DESCRIBED IN PARAGRAPH 3 ABOVE, IF YOU FAIL TO FILE A PROOF OF PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM PRIOR TO 4:00 P.M. ON THE PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS BAR DATE ON ACCOUNT OF ANY PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM YOU WISH TO ASSERT AGAINST ANY OF THE DEBTORS, OR IF YOU DO NOT FILE YOUR CLAIM IN ACCORDANCE WITH THE INSTRUCTIONS DESCRIBED HEREIN, THEN:**
- **YOU SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST ANY OF THE DEBTORS OR THEIR ESTATES;**
 - **YOU SHALL (X) NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM ANY OF THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM IN THE CHAPTER 11 CASES OR (Y) TO THE EXTENT APPLICABLE, BE BOUND BY THE PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS SCHEDULE (INCLUDING THE APPLICABLE PRE-**

WIND DOWN ADMINISTRATIVE EXPENSE CLAIM AMOUNT(S) LISTED THEREIN); AND

- **TO THE EXTENT YOU SEEK TO ASSERT AN ADMINISTRATIVE EXPENSE CLAIM, THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM.**

EXAMINATION OF ORDER AND PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS SCHEDULE

10. Copies of the Order, the Pre-Wind Down Administrative Expense Claim Schedule (when filed), and other information regarding the Chapter 11 Cases are or will be available for inspection free of charge on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>).
11. The Pre-Wind Down Administrative Expense Claim Schedule and other filings in the Chapter 11 Cases also are available for a fee at the Court's website at <https://ecf.nysb.uscourts.gov/>. A login identification and password to PACER are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Pre-Wind Down Administrative Expense Claim Schedule and other documents filed in the Chapter 11 Cases also may be examined between the hours of 8:00 a.m. and 5:00 p.m., Monday through Friday, at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of New York, United States Courthouse, 300 Quarropas Street, White Plains, New York 10601.

PROOF OF PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM FORM

12. An electronic Proof of Pre-Wind Down Administrative Expense Claim Form can be filed through the Claims Portal (under the link entitled "File a Claim") on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>). A Proof of Pre-Wind Down Administrative Expense Claim Form can be obtained free of charge from any bankruptcy court clerk's office, your lawyer, certain business supply stores, on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>), or by contacting the Claims Agent, Epiq Corporate Restructuring, LLC, at +1-855-952-6606 (toll-free in the U.S. and Canada), +1-971-715-2831(international), SpiritAirlinesinfo@epiqglobal.com (email), or at one of the addresses listed above. Questions concerning the contents of this Pre-Wind Down Administrative Expense Claims Bar Date Notice and requests for copies of filed proofs of claim should be directed to the Claims Agent in the same manner.
13. Please note that neither the Claims Agent's staff, counsel to the Debtors, nor the Clerk of the Court's Office is permitted to give you legal advice. The Claims Agent cannot advise you how to file, or whether you should file, a Proof of Pre-Wind Down Administrative Expense Claim.
14. **A HOLDER OF A POTENTIAL PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM AGAINST ANY OF THE DEBTORS SHOULD CONSULT AN**

**ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE,
SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF PRE-WIND
DOWN ADMINISTRATIVE EXPENSE CLAIM.**

Dated: [●], 2026
New York, New York

/s/ DRAFT

450 Lexington Avenue
New York, NY 10017
Tel.: (212) 450-4000
Marshall S. Huebner
Darren S. Klein
Christopher S. Robertson
Joseph W. Brown

*Counsel to the Debtors and Debtors in
Possession*

Exhibit 3

Publication Notice

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SPIRIT AVIATION HOLDINGS, INC., et al.,

Debtors.¹

Chapter 11

Case No. 25-11897 (SHL)

Jointly Administered

**NOTICE OF DEADLINE FOR FILING OF PROOF OF PRE-WIND DOWN ADMINISTRATIVE
CLAIMS AGAINST ANY OF THE DEBTORS (PRE-WIND DOWN ADMINISTRATIVE
EXPENSE CLAIMS BAR DATE IS JULY 15, 2026, AT 4:00 P.M.²)**

PLEASE TAKE NOTICE OF THE FOLLOWING:

On August 29, 2025, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Court**”). The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only under case number 25-11897 (SHL) (the “**Chapter 11 Cases**”).

<u>Debtor</u>	<u>Case Number</u>
Spirit Aviation Holdings, Inc.	25-11897
Spirit Airlines, LLC	25-11896
Spirit Finance Cayman 1 Ltd.	25-11898
Spirit Finance Cayman 2 Ltd.	25-11899
Spirit IP Cayman Ltd.	25-11900
Spirit Loyalty Cayman Ltd.	25-11901

On [•], 2026, the Court entered an order [ECF No. [•]] (the “**Order**”)³ establishing a deadline (the “**Pre-Wind Down Administrative Expense Claims Bar Date**”) for the filing of proofs of claim in the Chapter 11 Cases.

Pursuant to the Order, all persons or entities with an administrative expense claim or

¹ The Debtors’ names and last four digits of their respective employer identification numbers are as follows: Spirit Aviation Holdings, Inc. (1797); Spirit Airlines, LLC (7023); Spirit Finance Cayman 1 Ltd. (7020); Spirit Finance Cayman 2 Ltd. (7362); Spirit IP Cayman Ltd. (4732); and Spirit Loyalty Cayman Ltd. (4752). The Debtors’ mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

² All times herein are expressed in prevailing Eastern Time.

³ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Order or the Motion, as applicable. A copy of the Order and Motion can be accessed free of charge on the Case Information Website located at <https://dm.epiq11.com/SpiritAirlines>, which also contains the Claims Portal, blank Proof of Pre-Wind Down Administrative Expense Claim Form, and additional information about the Chapter 11 Cases. If you have any questions, please contact, the Claims Agent, Epiq Corporate Restructuring, LLC, at +1-855-952-6606 (toll-free in the U.S. and Canada), +1-971-715-2831(international), or email @epiqglobal.com. The Claims Agent cannot provide legal advice.

potential administrative expense claim against any of the Debtors that arose on or after to August 29, 2025 and through and including May 1, 2026 (excluding any claims identified in paragraphs 4(o)–(r) of the Order) **MUST FILE A PROOF OF PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM** on or prior to **July 15, 2026, at 4:00 p.m.** (the “**Pre-Wind Down Administrative Expense Claims Bar Date**”). Unless otherwise agreed by the Debtors in writing (email being sufficient), proofs of claim can **only** be filed in one of the following methods (the “**Approved Methods**”): (a) by completing, prior to the Pre-Wind Down Administrative Expense Claims Bar Date, an Electronic Proof of Pre-Wind Down Administrative Expense Claim through the Claims Portal (under the link entitled “File a Claim”) on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>) maintained by the Claims Agent; (b) by electronic submission on the Court’s Public Access to Court Electronic Records (“**PACER**”) platform, located at <http://ecf.nysb.uscourts.gov>; or (c) by delivering an original, signed Proof of Pre-Wind Down Administrative Expense Claim Form directly to the Claims Agent, as follows:

If by First-Class Mail:	If by Hand Delivery or Overnight Mail:
Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC P.O. Box 4419 Beaverton, OR 97076-4419	Spirit Aviation Holdings, Inc. Claims Processing Center c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005

Absent written consent of the Debtors or their counsel (email being sufficient), **Proofs of Pre-Wind Down Administrative Expense Claim submitted by facsimile or e-mail or submitted directly to the Debtors, their counsel, or the Claims Agent (in a manner inconsistent with the foregoing) will NOT be accepted or deemed filed until filed in one of the Approved Methods set forth above.**

UNLESS EXCUSED BY THE TERMS OF THE ORDER, ANY PERSON OR OTHER ENTITY WHO FAILS TO PROPERLY FILE A PROOF OF PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM PRIOR TO 4:00 P.M. ON THE PRE-WIND DOWN ADMINISTRATIVE EXPENSE BAR DATE ON ACCOUNT OF ANY PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM, THEN SUCH PERSON OR OTHER ENTITY SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM AGAINST ANY OF THE DEBTORS OR THEIR ESTATES. THAT CREDITOR SHALL (X) NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM ANY OF THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM IN THE CHAPTER 11 CASES OR (Y) TO THE EXTENT APPLICABLE, BE BOUND BY THE PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIMS SCHEDULE (INCLUDING THE APPLICABLE PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM AMOUNT(S) LISTED THEREIN). TO THE EXTENT SUCH CREDITOR LATER SEEKS TO ASSERT AN ADMINISTRATIVE EXPENSE CLAIM, THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM.

Electronic Proof of Pre-Wind Down Administrative Expense Claim Form can be filed through the Claims Portal (under the link entitled “File a Claim”) on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>). A Proof of Pre-Wind Down Administrative Expense Claim Form can be obtained free of charge from any bankruptcy court clerk’s office, your lawyer, certain business supply stores, on the Case Information Website (<https://dm.epiq11.com/SpiritAirlines>), or by contacting the Claims Agent, Epiq Corporate Restructuring, LLC, at +1-855-952-6606 (toll-free in the U.S. and Canada), +1-971-715-2831(international), SpiritAirlinesinfo@epiqglobal.com (email), or at one of the addresses listed above. Questions concerning the contents of this Pre-Wind Down Administrative Expense Claims Bar Date Notice and requests for copies of filed proofs of claim should be directed to the Claims Agent in the same manner.

Please note that neither the Claims Agent’s staff, counsel to the Debtors, nor the Clerk of the Court’s Office is permitted to give you legal advice. The Claims Agent cannot advise you how to file, or whether you should file, a Proof of Pre-Wind Down Administrative Expense Claim.

A HOLDER OF A POTENTIAL PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM AGAINST ANY OF THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF PRE-WIND DOWN ADMINISTRATIVE EXPENSE CLAIM.
