

# SPIRIT AIRLINES, INC.

## **FORM 8-K** (Current report filing)

Filed 05/25/17 for the Period Ending 05/19/17

Address	2800 EXECUTIVE WAY MIRAMAR, FL 33025
Telephone	954-447-7920
CIK	0001498710
Symbol	SAVE
SIC Code	4512 - Air Transportation, Scheduled
Industry	Airlines
Sector	Industrials
Fiscal Year	12/31

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

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) : May 19, 2017**

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**SPIRIT AIRLINES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**001-35186**

(Commission File Number)

**38-1747023**

(IRS Employer Identification Number)

**2800 Executive Way  
Miramar, Florida 33025**

(Address of principal executive offices, including Zip Code )

**(954) 447-7920**

(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

*5.02(b) Departure of Principal Accounting Officer*

On May 19, 2017, Edmundo Miranda provided notice to Spirit Airlines, Inc. (the “Company”) of his resignation as Vice President and Controller of the Company, effective June 1, 2017, in order to pursue another opportunity.

*5.02(c) Appointment of Principal Accounting Officer*

On May 23, 2017, the Board of Directors of the Company designated Edward M. Christie, III, the Company's Executive Vice President and Chief Financial Officer, as the Company's Principal Accounting Officer. Information regarding Mr. Christie's background, business experience, and compensation is incorporated by reference herein from the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 5, 2017.

**Item 5.07 Submission of Matters to a Vote of Security Holders**

The 2017 Annual Meeting of Stockholders (the “*Annual Meeting*”) of the Company was held on May 23, 2017 via live webcast at [www.virtualshareholdermeeting.com/SAVE](http://www.virtualshareholdermeeting.com/SAVE). Of the 69,363,452 shares of voting common stock outstanding as of March 27, 2017, the record date, 65,433,711 shares, or approximately 94.33%, were present or represented by proxy at the Annual Meeting. Set forth below are the results of the matters submitted for a vote of stockholders at the Annual Meeting, each of which is described in detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 5, 2017.

*Proposal 1 - Election of Directors*

The following two (2) Class III directors were elected to serve for three-year terms until the 2020 annual meeting of stockholders or until their respective successors are elected and qualified.

Name	Votes For	Against	Votes Withheld	Broker Non-Votes
Robert L. Fornaro	58,908,004	—	1,755,800	4,769,907
H. McIntyre Gardner	58,905,772	—	1,758,032	4,769,907

*Proposal 2 -- Ratification of the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2017.*

For	Against	Abstain	Broker Non-Votes
64,968,861	419,906	44,944	—

*Proposal 3 - Approval on a non-binding, advisory basis, of the compensation of the Company's named executive officers.*

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<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
59,975,653	514,088	174,063	4,769,907

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 25, 2017

General Counsel

SPIRIT AIRLINES, INC.  
By: /s/ Thomas Canfield  
Name: Thomas Canfield  
Title: Senior Vice President and