

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Whitney Grant</u>  (Last) (First) (Middle) <u>C/O SUN COUNTRY AIRLINES HOLDINGS, INC.</u>  (Street) <u>MINNEAPOLIS MN 55450</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Sun Country Airlines Holdings, Inc. [ SNCY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Revenue Officer &amp; EVP</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/13/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			90	(1)	07/31/2029	Common Stock	90	\$30.73	106,948	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			15	(1)	07/31/2029	Common Stock	15	\$30.75	106,933	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			200	(1)	07/31/2029	Common Stock	200	\$30.82	106,733	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(1)	07/31/2029	Common Stock	100	\$30.83	106,633	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			200	(1)	07/31/2029	Common Stock	200	\$30.86	106,433	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			300	(1)	07/31/2029	Common Stock	300	\$30.88	106,133	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(1)	07/31/2029	Common Stock	100	\$30.89	106,033	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			300	(1)	07/31/2029	Common Stock	300	\$30.9	105,733	D			
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(1)	07/31/2029	Common Stock	100	\$30.92	105,633	D			

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			200	(I)	07/31/2029	Common Stock	200	\$30.93	105,433	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			200	(I)	07/31/2029	Common Stock	200	\$30.96	105,233	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$30.97	105,133	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$30.98	105,033	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.01	104,933	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.03	104,833	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.04	104,733	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			200	(I)	07/31/2029	Common Stock	200	\$31.07	104,533	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			101	(I)	07/31/2029	Common Stock	101	\$31.1	104,432	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.16	104,332	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.23	104,232	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.24	104,132	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.33	104,032	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(I)	07/31/2029	Common Stock	100	\$31.34	103,932	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			99	(I)	07/31/2029	Common Stock	99	\$31.48	103,833	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			29	(I)	07/31/2029	Common Stock	29	\$31.52	103,804	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			130	(1)	07/31/2029	Common Stock	130	\$31.53	103,674	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			100	(1)	07/31/2029	Common Stock	100	\$31.61	103,574	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			66	(1)	07/31/2029	Common Stock	66	\$31.615	103,508	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		S			70	(1)	07/31/2029	Common Stock	70	\$31.63	103,438	D	
Employee Stock Option (Right to Buy)	\$5.3	09/13/2021		M			4,000	(1)	07/31/2029	Common Stock	4,000	\$0	99,438	D	

**Explanation of Responses:**

1. Vest in four annual installments, subject to continued service, beginning May 20, 2020.

/s/ Eric M. Levenhagen

09/15/2021

\*\* Signature of Reporting Person

Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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