

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>SCA Horus Holdings, LLC</u> (Last) (First) (Middle) <u>9 WEST 57TH STREET, 41ST FLOOR</u> (Street) <u>NEW YORK NY 10019</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 Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Exit Filing (see "Remarks")</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/11/2025</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Common stock, par value \$0.01 per share	02/11/2025		s		6,346,105	D	\$15.85	0	I	See footnote ⁽¹⁾

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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
SCA Horus Holdings, LLC
 (Last) (First) (Middle)
9 WEST 57TH STREET, 41ST FLOOR
 (Street)
NEW YORK NY 10019
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
AP VIII (SCA Stock AIV), LLC
 (Last) (First) (Middle)
9 WEST 57TH STREET, 41ST FLOOR
 (Street)
NEW YORK NY 10019
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Munfakh Antoine G

(Last) (First) (Middle)

9 WEST 57TH STREET, 41ST FLOOR

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Falk Noah](#)

(Last) (First) (Middle)

9 WEST 57TH STREET, 41ST FLOOR

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

Explanation of Responses:

I. See Exhibit 99.1

Remarks:

This Form 4 constitutes an exit filing for the Reporting Persons, as the Reporting Persons no longer beneficially own any securities of the Issuer.

[see signatures attached as
Exhibit 99.2](#)

[02/13/2025](#)

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

- (1) On February 11, 2025, SCA Horus Holdings, LLC (the “Apollo Stockholder”) sold an aggregate of 6,346,105 shares of common stock of Sun Country Airlines Holdings, Inc. (the “Issuer”), par value \$0.01 per share (the “Common Stock”) in connection with an underwritten public offering of the Common Stock of the Issuer pursuant to the prospectus supplement filed February 11, 2025, and accompanying registration statement on Form S-3 (File No. 333-269023). The shares were sold at a price per share of \$15.85.
- (2) AP VIII (SCA Stock AIV), LLC is the sole member of the Apollo Stockholder. Antoine Munfakh and Noah Falk are the directors of AP VIII (SCA Stock AIV), LLC.

Each of the reporting persons disclaims beneficial ownership of any securities reported herein as sold by the Apollo Stockholder, or that may be beneficially owned by any of the other reporting persons, in each case except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such entity or person is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

The address of each of the Apollo Stockholder, AP VIII (SCA Stock AIV), LLC and Messrs. Munfakh and Falk is 9 West 57th Street, 41st Floor, New York, New York 10019.

This Statement on Form 4 is filed by: (i) SCA Horus Holdings, LLC, (ii) AP VIII (SCA Stock AIV), LLC, (iii) Antoine Munfakh, and (iv) Noah Falk.

Name of Designated Filer: SCA Horus Holdings, LLC

Date of Event Requiring Statement: February 11, 2025

Issuer Name and Ticker or Trading Symbol: Sun Country Airlines Holdings, Inc. [SNCY]

SCA HORUS HOLDINGS, LLC

By: /s/ James Elworth
Name: James Elworth
Title: Vice President

AP VIII (SCA Stock AIV), LLC

By: /s/ James Elworth
Name: James Elworth
Title: Vice President

ANTOINE MUNFAKH

/s/ Antoine Munfakh

NOAH FALK

/s/ Noah Falk