

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

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

|                          |           |
|--------------------------|-----------|
| OMB APPROVAL             |           |
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|   |  |   |
|---|--|---|
| 1. Name and Address of Reporting Person*<br><u>Trousdale William</u><br><br>(Last) (First) (Middle)<br><u>C/O SUN COUNTRY AIRLINES HOLDINGS, INC.</u><br><u>2005 CARGO ROAD</u><br><br>(Street)<br><u>MINNEAPOLIS MN</u> <u>55450</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Sun Country Airlines Holdings, Inc. [ SNCY ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>VP-Fin. Plan. &amp; Anlys &amp; Treas.</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/19/2022</u>                              |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><br>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 Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|--|
|  |                                      |  | Code                           | V | Amount  | (A) or (D) | Price   |   |  |  |
| Common Stock, par value \$0.01 per share | 04/03/2023                           |  | S                              |   | 94 <sup>(1)</sup>   | D          | \$19.52 | 15,778 <sup>(2)</sup>   | D  |  |
| Common Stock, par value \$0.01 per share | 04/03/2023                           |  | S                              |   | 133 <sup>(1)</sup>  | D          | \$19.52 | 15,645 <sup>(2)</sup>   | D  |  |
| Common Stock, par value \$0.01 per share | 04/03/2023                           |  | S                              |   | 238 <sup>(1)</sup>  | D          | \$19.52 | 15,407 <sup>(2)</sup>   | 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 |  |  |   | Amount or Number of Shares |  |  |   |  |
| Employee Stock Option (Right to Buy)       | \$5.3  | 03/19/2022                           |  | A                              |   | 24,784 <sup>(3)</sup>  | 03/19/2022 11/07/2028                                    | Common Stock  | 24,784                     | \$0  | 40,299   | D   |  |

Explanation of Responses:

1. Represents the number of shares sold by the reporting person to cover tax withholding obligations in connection with the vesting of restricted stock units. This sale is mandated to satisfy the tax withholding obligations which are funded by a "sell to cover" transaction and does not represent a discretionary trade by the reporting person.
2. Since October 3, 2022, the number of shares of common stock owned by the reporting person has been overreported by 485 shares. This error has been corrected in this Form 4.
3. On November 7, 2018, the reporting person was granted an option to purchase 99,135 shares of common stock. The option vests in six installments based on Sun Country's satisfaction of certain performance criteria. The performance criteria for the first installment were met resulting in vesting of the option as to 24,784 shares on March 19, 2022.

/s/ Rose Neale, as attorney-in-  
fact for William Trousdale 04/05/2023

\*\* 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.