

Spirit Aviation Holdings, Inc.

Strategy and Finance Committee Charter

This Finance and Strategy Committee Charter (“Charter”) has been adopted by the Board of Directors (the “Board”) of Spirit Aviation Holdings, Inc. (the “Company”) on April 25, 2025.

I. PURPOSES

The Strategy and Finance Committee (the “Committee”), is generally responsible for assisting the Board in overseeing the strategic plans and financing activities of the Company, reviewing and making recommendations to the Board about strategic and financing transactions, overseeing and making recommendations to the Board about the strategic plan of the Company (and periodic modifications and amendments to the strategic plan) and approving the terms and conditions of such transactions (including pricing and valuation matters), on behalf of the Board, when the Board so delegates in specific instances.

In discharging its responsibilities, the Committee may consult with legal counsel and other advisers of the Company, in its discretion. The Company will provide adequate resources to support the Committee’s activities, including compensation of such counsel and other advisors.

II. COMMITTEE MEMBERSHIP

The Committee will consist of at least three members of the Board or such other number as determined by the Board from time to time. Except as otherwise directed by the Board, a director selected as a member of the Committee will continue to be a member for as long as he or she remains a director or until his or her earlier death, resignation or removal. Any member may be removed from the Committee by the Board, with or without cause and with or without notice, at any time. The Chair of the Committee will be appointed from among the Committee members by, and serve at the pleasure of, the Board. Meetings of the Committee may be called by the Chair or, in his or her absence, by a majority of the members of the Committee upon notice given at least twenty-four hours prior to the meeting, or upon such shorter notice as shall be approved by the Committee. The Chair shall designate a secretary for each meeting who shall record minutes of all formal actions of the Committee (absent an explicit designation by the Chair, minutes will be recorded by a member of Company management in attendance or, if none, by a member of the Committee). In the absence of the Chair at a duly convened meeting, the Committee will select a temporary substitute from among its members to serve as chairperson of the meeting.

III. COMMITTEE MEETINGS

The Committee will establish its own schedule of meetings. Notice of meetings will be given to all Committee members or may be waived, in the same manner as required for meetings of the Board. Meetings of the Committee may be held by means of video or telephone

conference or other means of communications through which all persons participating in the meeting can hear each other. The presence of a majority of the members of the Committee will constitute a quorum for a meeting, and the affirmative vote of a majority of members present at a meeting at which a quorum is present will constitute the action of the Committee. The Committee will otherwise establish its own rules of procedure. The Committee may also act by unanimous written consent of its members, in lieu of a meeting.

IV. RESPONSIBILITIES

The following responsibilities are set forth as a guide for fulfilling the Committee's purposes, with the understanding that the Committee may undertake other and different activities, and the Committee's activities may diverge from those described below, as appropriate under the circumstances. In such manner as the Committee determines is appropriate to fulfill its purposes, the Committee will:

1. review and make recommendations to the Board with respect to financing plans, strategies and instruments, and capital structure;
2. review and, if requested by the Board, approve agreements for borrowing by the Company and its subsidiaries from banks and other financial institutions;
3. review proposed issuances of equity or debt securities and related documents and actions;
4. consider and make recommendations to the Board regarding stock sales, splits and dividends; recapitalizations; tenders and repurchases of Company securities; and capital allocation decisions, as appropriate;
5. review performance of the Company's common stock;
6. oversee, review and make recommendations to the Board regarding the Company's current business plan and strategic plan, and discuss with senior management on a regular basis the Company's progress in implementing these plans;
7. review and make recommendations to the Board with respect to material network and fleet decisions, strategic acquisitions, investments, divestitures or other material strategic opportunities and transactions;
8. perform an annual evaluation of the performance of the Committee;
9. review the adequacy of this Charter annually and submit any proposed amendments to the Board for approval;
10. report regularly to the Board; and
11. review such other matters that the Board or the Committee shall deem appropriate.

This Charter is intended as a component of the flexible governance framework within which the Board, assisted by its committees, directs the affairs of the Company. While it should

be interpreted in the context of all applicable laws, regulations and listing requirements, as well as in the context of the Company's Certificate of Incorporation and Bylaws, it is not intended to establish by its own force any legally binding obligations.

As adopted, by order of the Board:

Thomas Canfield, Secretary