

Levy Andrew C
Form 4
August 22, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Levy Andrew C

(Last) (First) (Middle)
8360 S. DURANGO DRIVE
(Street)

LAS VEGAS, NV 89113

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Allegiant Travel CO [ALGT]

3. Date of Earliest Transaction
(Month/Day/Year)
08/20/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price		
Common Stock	08/20/2012		M		8,539 A \$ 20.42	D	
Common Stock	08/20/2012		S		8,539 D \$ 70.14	D	
Common Stock	08/21/2012		M		461 A \$ 20.42	D	
Common Stock	08/21/2012		M		16,009 A \$ 36.97	D	
Common Stock	08/21/2012		S		7,000 D \$ 69.01	D	

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Common Stock	08/21/2012	S	9,470	D	\$ 70.14	78,604	D
Common Stock	08/22/2012	M	3,991	A	\$ 36.97	82,595	D
Common Stock	08/22/2012	M	12,226	A	\$ 38.32	94,821	D
Common Stock	08/22/2012	S	16,117	D	\$ 68.03	78,704	D
Common Stock	08/22/2012	S	100	D	\$ 69	78,604	D

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.42	08/20/2012		M	8,539	<u>(1)</u> 04/24/2013	Common Stock	8,539	
Employee Stock Option (right to buy)	\$ 20.42	08/21/2012		M	461	<u>(1)</u> 04/24/2013	Common Stock	461	
Employee Stock Option (right to buy)	\$ 36.97	08/21/2012		M	16,009	<u>(1)</u> 10/25/2017	Common Stock	16,009	
	\$ 36.97	08/22/2012		M	3,991	<u>(1)</u> 10/25/2017		3,991	

Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 38.32	08/22/2012	M	12,226	<u>(1)</u>	01/24/2014	Common Stock	12,226	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Levy Andrew C 8360 S. DURANGO DRIVE LAS VEGAS, NV 89113			President	

Signatures

Robert B. Goldberg, under power of attorney	08/22/2012
<u> </u> Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) All options previously vested.

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