

Levy Andrew C  
Form 4  
August 22, 2012

**FORM 4**

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

OMB APPROVAL

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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	(A) or (D)	Price
Common Stock	08/20/2012		M		8,539	A	\$ 20.42
Common Stock	08/20/2012		S		8,539	D	\$ 70.14
Common Stock	08/21/2012		M		461	A	\$ 20.42
Common Stock	08/21/2012		M		16,009	A	\$ 36.97
Common Stock	08/21/2012		S		7,000	D	\$ 69.01

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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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**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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