

Allegiant Travel CO  
Form 4  
October 12, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 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 \*  
**PAR INVESTMENT PARTNERS LP**

(Last) (First) (Middle)

**ONE INTERNATIONAL PLACE,  
SUITE 2401,**

(Street)

**BOSTON, MA 02110**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/03/2007**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ 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	10/03/2007		P	5,417 A \$ 30.7632	2,762,666	D <u>(1)</u>	
Common Stock	10/03/2007		P	5,417 A \$ 30.7632	2,762,666	I	see footnote <u>(2)</u>
Common Stock	10/03/2007		P	5,417 A \$ 30.7632	2,762,666	I	see footnote <u>(3)</u>
Common Stock	10/09/2007		P	13,601 A \$ 31.4678	2,762,666	D <u>(1)</u>	
	10/09/2007		P	13,601 A	2,762,666	I	

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Common Stock					\$ 31.4678				see footnote (2)
Common Stock	10/09/2007		P	13,601	A	\$ 31.4678	2,762,666	I	see footnote (3)
Common Stock	10/12/2007		P	250,000	A	\$ 31.5	2,762,666	D <sup>(1)</sup>	
Common Stock	10/12/2007		P	250,000	A	\$ 31.5	2,762,666	I	see footnote (2)
Common Stock	10/12/2007		P	250,000	A	\$ 31.5	2,762,666	I	see footnote (3)

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

**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 control number.**

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)	8. Price of Derivative Security (Instr. 5)	9. Nu...
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAR INVESTMENT PARTNERS LP ONE INTERNATIONAL PLACE, SUITE 2401 BOSTON, MA 02110		X		

PAR Group, L.P.  
ONE INTERNATIONAL PLACE  
SUITE 2401 X  
BOSTON, MA 02110

PAR CAPITAL MANAGEMENT INC  
ONE INTERNATIONAL PLACE SUITE 2401 X  
BOSTON, MA 02110

## Signatures

Gina DiMento, General Counsel/Vice  
President 10/12/2007

\*\*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) These shares are held directly by PAR Investment Partners, L.P. ("PIP")
- PAR Capital Management, Inc. ("PCM") is the general partner of PAR Group, L.P. ("PAR Group"), which is the general partner of PIP.
- (2) PCM disclaims beneficial ownership of these securities except to the extent of the pecuniary interest, if any, in such securities as a result of PCM's general partner interest in PAR Group, which has a general partner interest in PCM and a contingent right to receive a performance-based fee from PIP.
- These securities are held directly by PIP. PAR Group disclaims beneficial ownership of these securities except to the extent of the
- (3) pecuniary interest, if any, in such securities as a result of PAR Group's general partner interest in PIP and with respect to PAR Group's contingent right to receive a performance-based advisory fee from PIP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.