Edgar Filing: SHARBUTT DAVID E - Form 4

SHARBUTT DAVID E

Form 4

February 03, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

Common

Stock

02/01/2006

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SHARBUTT DAVID E Issuer Symbol ALAMOSA HOLDINGS INC (Check all applicable) [APCS] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 5225 S LOOP 289 02/01/2006 Chief Executive Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting LUBBOCK, TX 79424 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Direct (D) Ownership (Instr. 8) Owned Following or Indirect (Instr. 4) Reported

(A)

or

(D)

D

Price

18.75

0

\$

Amount

1,382,957

(2)

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

Code V

 $D^{(1)}$

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

(Instr. 4)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour Number Shares
Employee Stock Option (right to buy)	\$ 0.376	02/01/2006		D	158,086	(3)	10/01/2012	Common Stock	158,
Employee Stock Option (right to buy)	\$ 3.52	02/01/2006		D	250,000	<u>(4)</u>	10/01/2013	Common Stock	250.
Employee Stock Option (right to buy)	\$ 4.01	02/01/2006		D	100,000	<u>(5)</u>	01/01/2014	Common Stock	100,
Employee Stock Option (right to buy)	\$ 5.58	02/01/2006		D	112,500	<u>(6)</u>	02/02/2014	Common Stock	112,
Employee Stock Option (right to buy)	\$ 7.45	02/01/2006		D	212,500	<u>(7)</u>	07/01/2014	Common Stock	212,
Employee Stock Option (right to buy)	\$ 12.35	02/01/2006		D	16,194	<u>(8)</u>	01/03/2015	Common Stock	16,
Employee Stock Option (right to buy)	\$ 12.35	02/01/2006		D	63,806	<u>(9)</u>	01/03/2015	Common Stock	63,8
Employee Stock Option (right to	\$ 17	02/01/2006		D	1,455,000	(10)	01/06/2009	Common Stock	1,455

buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SHARBUTT DAVID E 5225 S LOOP 289 LUBBOCK, TX 79424

Chief Executive Officer

Signatures

Melinda Wheatley, Attorney o2/02/2006

**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) Disposed of pursuant to a merger agreement between Issuer and Sprint Nextel Corporation in exchange for a cash payment representing the \$18.75 per common share merger consideration.
- (2) Includes holdings of 145,396 in the Issuer's ESPP and 21,256 in the Issuer's 401(k) Plan.
- (3) This option, which was fully vested as of 11/1/04, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (4) This option, which was fully vested as of 10/01/03, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (5) This option, which was fully vested as of 7/1/04, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- This option, which was fully vested as of 8/2/04, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (7) This option, which was fully vested as of 1/1/05, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (8) This option, which provided for esting at 3% per month beginning 1/3/05, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (9) This option, which provided for esting at 3% per month beginning 1/3/05, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (10) This option, which was fully vested as of 9/30/02, was cancelled pursuant to the merger in exchange for a cash payment representing the difference between the exercise price of the option and the \$18.75 per common share merger consideration.
- (11) Beneficially owned by Five S Ltd. Reporting person is a limited partner of Five S Ltd. and President of Sharbutt, Inc., the general partner of Five S Ltd.

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.

Reporting Owners 3