

SHARBUTT DAVID E
Form 4
February 03, 2006

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 *
SHARBUTT DAVID E

2. Issuer Name and Ticker or Trading Symbol
ALAMOSA HOLDINGS INC
[APCS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5225 S LOOP 289

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2006

____ Director
 Officer (give title below) _____ Other (specify below)
Chief Executive Officer

LUBBOCK, TX 79424

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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)
Common Stock	02/01/2006		D(1)	V Amount (2) 1,382,957	(D) Price \$ 18.75	0	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)

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

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
in Fact 02/02/2006

__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.
- (6) 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.