

OTTO JOHN F JR
Form 4
February 03, 2006

FORM 4

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

OMB APPROVAL

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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 *
OTTO JOHN F JR

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)

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

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

375 ROUND HILL ROAD

(Street)

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

GREENWICH, CT 06831

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/01/2006		D ⁽¹⁾	39,873 D \$ 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 or Number of Shares
Employee Stock Option (right to buy)	\$ 0.36	02/01/2006		D		29,545		<u>(2)</u>	03/31/2013	Common Stock	29,545
Employee Stock Option (right to buy)	\$ 1.53	02/01/2006		D		11,000		<u>(3)</u>	06/30/2013	Common Stock	11,000
Employee Stock Option (right to buy)	\$ 3.75	02/01/2006		D		4,800		<u>(4)</u>	09/30/2013	Common Stock	4,800
Employee Stock Option (right to buy)	\$ 4.01	02/01/2006		D		13,272		<u>(5)</u>	12/31/2013	Common Stock	13,272
Employee Stock Option (right to buy)	\$ 5.84	02/01/2006		D		4,583		<u>(6)</u>	03/31/2014	Common Stock	4,583
Employee Stock Option (right to buy)	\$ 7.35	02/01/2006		D		3,673		<u>(7)</u>	06/30/2014	Common Stock	3,673
Employee Stock Option (right to buy)	\$ 7.64	02/01/2006		D		3,611		<u>(8)</u>	09/30/2014	Common Stock	3,611
	\$ 12.47	02/01/2006		D		3,601		<u>(9)</u>	12/31/2014		3,601

Employee
Stock
Option
(right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OTTO JOHN F JR 375 ROUND HILL ROAD GREENWICH, CT 06831		X		

Signatures

John F. Otto 02/03/2006

__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) This option, which was fully vested as of 3/31/03, 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.
 - (3) This option, which was fully vested as of 6/30/03, 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.
 - (4) This option, which was fully vested as of 9/30/03, 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 12/31/03, 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.
 - (6) This option, which was fully vested as of 3/31/04, 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 6/30/04, 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.
 - (8) This option, which was fully vested as of 9/30/04, 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.
 - (9) This option, which was fully vested as of 12/31/04, 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.

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.