

NEXTEL PARTNERS INC  
Form 8-K  
June 23, 2003

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): June 23, 2003**

**NEXTEL PARTNERS, INC.**

(Exact Name of Registrant as Specified in Charter)

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**DELAWARE**  
(State or Other Jurisdiction  
of Incorporation)

**000-29633**  
(Commission  
File Number)

**91-1930918**  
(IRS Employer  
Identification No.)

**4500 Carillon Point**  
**Kirkland, Washington 98033**  
**(425) 576-3600**

(Address and Telephone Number of Registrant's Principal Executive Offices)

**Item 5. Other Events and Regulation FD Disclosure.**

On June 23, 2003, Nextel Partners, Inc. (the Company) issued a press release announcing that the previously announced consent solicitation commenced in connection with its tender offer for its 14% Senior Discount Notes due 2009 (the 14% Notes) expired at 5:00 p.m., New York City time, on June 20, 2003 (the Consent Date), and that the Company had accepted for purchase approximately \$375.8 million aggregate principal amount at maturity of the 14% Notes, representing approximately 94% of the total principal amount at maturity of the 14% Notes. The Company paid \$1,059.35 per \$1,000 principal value at maturity of the 14% Notes for all such 14% Notes tendered before the Consent Date, or total consideration of approximately \$398.1 million. The Company also received the consents necessary to amend the indenture governing the 14% Notes to eliminate certain restrictive covenants and certain related event of default provisions.

The Company also announced that the 14% Notes were purchased with the net proceeds from the Company's private placement of \$450 million 81/8% Senior Notes due 2011 (the 81/8% Notes), which closed today. The offer and sale of the 81/8% Notes were not registered under the Securities Act of 1933, as amended (the Securities Act), and the 81/8% Notes may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws.

A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**NEXTEL PARTNERS, INC.**

Date: June 23, 2003

By: */s/ John Thompson*  
John Thompson  
Vice President, Chief Financial  
Officer and Treasurer