

NEXTEL PARTNERS INC
Form 4
December 03, 2004

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 *
CHAPPLE JOHN

(Last) (First) (Middle)

4500 CARILLON POINT

(Street)

KIRKLAND, WA 98033

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

NEXTEL PARTNERS INC [NXTP]

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

12/01/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 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
Class A Common Stock	12/01/2004		S(1)		266	D	\$ 18.25
Class A Common Stock	12/01/2004		S(1)		7,832	D	\$ 18.24
Class A Common Stock	12/01/2004		S(1)		4,242	D	\$ 18.22
Class A Common	12/01/2004		S(1)		76	D	\$ 18.2

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Stock

Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	3,798	D	\$ 18.17	1,405,594	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	3,978	D	\$ 18.13	1,401,616	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	1,265	D	\$ 18.1	1,400,351	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	12,532	D	\$ 18.09	1,387,819	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	489	D	\$ 18.06	1,387,330	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	3,274	D	\$ 18.05	1,384,056	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	2,188	D	\$ 18.04	1,381,868	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	2,355	D	\$ 18.03	1,379,513	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	2,255	D	\$ 18.02	1,377,258	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	1,708	D	\$ 18.01	1,375,550	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	27,569	D	\$ 18	1,347,981	D
Class A Common Stock	12/01/2004	<u>S⁽¹⁾</u>	1,173	D	\$ 17.9	1,346,808 ⁽²⁾	D ⁽³⁾
Class A Common Stock						736,666	I ⁽³⁾

Represents
shares held
by JRC
Coho, LLC,
an entity
controlled
by Mr.

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 8, 2004.
- (2) The Reporting Person sold an aggregate of 75,000 shares on December 1, 2004 in multiple transactions at varying prices.
The Reporting Person is party to an amended and restated shareholders' agreement dated as of February 18, 2000, as amended, among certain stockholders and as such may be part of a "group" for purposes of Section 16, whose members hold collectively more than 10% of the Issuer's capital stock. The Reporting Person disclaims any beneficial ownership of the shares held by the other parties to such agreement.
- (3)

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.