

NEXTEL PARTNERS INC
Form 4
June 27, 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 *
MANNING DONALD J

(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)

06/26/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice President and Secretary

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

X 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock	06/26/2006		J ⁽¹⁾		62,000	D	\$ 28.5
					62,000	D	

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

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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 Shares
Employee Stock Option (right to buy)	\$ 1.85	06/26/2006		J ⁽¹⁾		82,500		<u>(2)</u>	12/31/2009	Class A Common Stock	82,500
Employee Stock Option (right to buy)	\$ 16.81	06/26/2006		J ⁽¹⁾		80,000		<u>(2)</u>	12/29/2010	Class A Common Stock	80,000
Employee Stock Option (right to buy)	\$ 5.35	06/26/2006		J ⁽¹⁾		112,500		<u>(2)</u>	10/31/2011	Class A Common Stock	112,500
Employee Stock Option (right to buy)	\$ 8	06/26/2006		J ⁽¹⁾		112,500		<u>(2)</u>	01/17/2012	Class A Common Stock	112,500
Employee Stock Option (right to buy)	\$ 6.67	06/26/2006		J ⁽¹⁾		125,000		<u>(2)</u>	01/16/2013	Class A Common Stock	125,000
Employee Stock Option (right to buy)	\$ 13.86	06/26/2006		J ⁽¹⁾		100,000		<u>(2)</u>	01/22/2014	Class A Common Stock	100,000
Employee Stock Option (right to buy)	\$ 20.1	06/26/2006		J ⁽¹⁾		90,000		<u>(2)</u>	01/27/2015	Class A Common Stock	90,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANNING DONALD J 4500 CARILLON POINT KIRKLAND, WA 98033			Vice President and Secretary	

Signatures

/s/ Denise Swerland, with Power of Attorney for Don Manning

06/26/2006

__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) Redemption or Option cash out pursuant to Certificate of Incorporation.
 - (2) On or prior to June 26, 2006.

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.