

WESTERN WIRELESS CORP
Form 425
July 06, 2005

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): July 6, 2005

ALLTEL CORPORATION (Exact name of registrant as specified in its charter) Delaware 1-4996 34-08682

Not Applicable (Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement

Alltel Corporation and the U.S. Department of Justice have reached an agreement on the proposed merger of Alltel and

Forward-Looking Statements

Alltel claims the protection of the safe-harbor for forward-looking statements contained in the Private Securities Litigation

Additional Information and Where to Find It

In connection with Alltel's proposed acquisition of Western Wireless, Western Wireless and Alltel have filed relevant

2

Participants In Solicitation

Alltel, Western Wireless and their respective executive officers and directors may be deemed to be participants in the

Item 9.01 Financial Statements and Exhibits

- (b) Pro forma financial information The following information is attached hereto as Exhibit 99(b) and incorporated by reference
- (i) Unaudited Pro Forma Combined Condensed Balance Sheet as of March 31, 2005. (ii) Unaudited Pro Forma Combined Condensed Income Statement for the three months ended March 31, 2005.
- (c) Exhibits

99(a) Press Release, dated July 6, 2005 of Alltel Corporation. 99(b) Unaudited Pro Forma Combined Condensed
3

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be
4

EXHIBIT INDEX Exhibit Number Description of Exhibits 99(a) Press Release, dated July 6, 2005 of Alltel
5