

VALOR COMMUNICATIONS GROUP INC

Form 8-K

May 02, 2005

**Table of Contents**

**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): April 27, 2005**

**VALOR COMMUNICATIONS GROUP, INC.  
(Exact name of Registrant as specified in its charter)**

**Delaware  
(State or other jurisdiction of incorporation)**

**001-32422  
(Commission File Number)**

**20-0792300  
(IRS Employer Identification No.)**

**201 E. John Carpenter Freeway, Suite 200, Irving,  
Texas  
(Address of Principal Executive Offices)**

**75062  
(Zip Code)**

**(972) 373-1000  
(Registrant's Telephone Number, Including Area Code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- 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))

**TABLE OF CONTENTS**

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

Item 7.01 Regulation FD Disclosure

Item 9.01 Financial Statements and Exhibits

SIGNATURE

EX-99.1: PRESS RELEASE

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**Table of Contents**

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On May 2, 2005, Valor Communications Group, Inc. announced the appointment of Edward J. Heffernan to its Board of Directors (effective April 27, 2005), as well as the appointment of Norman W. Alpert to, and the resignation of Todd Khoury from, its Board of Directors (effective April 29, 2005).

**Item 7.01 Regulation FD Disclosure.**

A copy of the press release relating to the announcement of the appointment of Edward J. Heffernan and Norman W. Alpert to the Board of Directors and the resignation of Todd Khoury from the Board of Directors is being furnished by being attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

**Exhibit No.**

**Description**

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**Table of Contents**

**SIGNATURE**

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.

Date: May 2, 2005

**VALOR COMMUNICATIONS GROUP, INC.**

By: /s/ William M. Ojile, Jr.

William M. Ojile, Jr.  
*Senior Vice President,  
Chief Legal Officer and Secretary*