

VALOR COMMUNICATIONS GROUP INC

Form 8-K

March 11, 2005

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**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): March 8, 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))

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EX-99.1: PRESS RELEASE

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Item 2.02 Results of Operations and Financial Condition.

On March 8, 2005, Valor Communications Group, Inc. issued a press release announcing its fourth-quarter and fiscal 2004 operating results and the declaration of an initial dividend.

Item 7.01 Regulation FD Disclosure.

A copy of the press release relating to the announcement 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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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: March 11, 2005

VALOR COMMUNICATIONS GROUP, INC.

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

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