

For Immediate Release

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NTELOS ANNOUNCES PROPOSED RECAPITALIZATION AND SALE OF THE COMPANY; REPORTS PRELIMINARY 2004 FINANCIAL RESULTS

Waynesboro, VA – January 19, 2005 – NTELOS Inc. announced today that it has entered into an agreement with affiliates of Quadrangle Capital Partners LP (“Quadrangle”) and Citigroup Venture Capital (“CVC”) by which the Company will be recapitalized and sold to Quadrangle and CVC. In the first step of the transaction, NTELOS will refinance its existing indebtedness and repurchase up to 75% of its existing equity in a self-tender offer, at a price of \$40 per common share. Following that step, Quadrangle and CVC will purchase up to 24.9% of the post-recapitalization equity of the company, also at a price of \$40 per share. Following receipt of regulatory approvals, Quadrangle and CVC will acquire the remainder of the company’s equity, at the same \$40 per share price, in a merger transaction. NTELOS also announced that the two largest shareholders of the company, Morgan Stanley & Co. Incorporated and affiliates of Capital Research and Management Company, have agreed to the transaction. The closings of the refinancing and initial stock repurchase by the company are not conditioned on the sale of any equity to Quadrangle and CVC.

In connection with the refinancing and initial stock repurchase, NTELOS has received commitments from lenders for (i) a senior secured first lien bank financing which will be in the form of (x) a term loan facility in the amount of \$400 million and (y) a revolving credit facility in the amount of \$35 million and (ii) a senior secured second lien term loan facility in the amount of \$225 million. Morgan Stanley Senior Funding, Inc. and Bear Stearns & Co. Inc. will act as joint lead arrangers and joint-book runners, and Morgan Stanley Senior Funding, Inc. will act as administrative agent, for the Company’s new credit facilities.

Quadrangle Group LLC manages Quadrangle Capital Partners LP, a \$1.1 billion private equity fund that specializes in the media and communications industries. Quadrangle Group was founded in March 2000 by former Managing Directors of Lazard Frères & Co. LLC who have more than 60 years of combined experience in private equity and in media and communications. For more information, visit www.quadranglegroup.com.

Citigroup Venture Capital, one of the oldest and largest private equity firms, currently manages \$2.6 billion in private equity partnerships with major institutional investors and its parent company, Citigroup. Founded in 1968, CVC has been the lead investor in some 200 transactions over the past two decades including numerous successful LBOs and IPOs for a broad range of industries.

Each of the steps of the transaction is subject to customary conditions, and no assurances can be made that any or all of the transactions disclosed above will be consummated.

The Company also announced today that for the year ended December 31, 2004, consolidated operating revenues are expected to be approximately \$334 million, consolidated operating income is expected to be approximately \$55 million, and consolidated net income is expected to be approximately \$39 million. Consolidated EBITDA (a non-GAAP measure derived from operating income before depreciation and amortization, accretion expense and restructuring charges) is expected to be approximately \$120 million. The foregoing preliminary results are subject to the completion of the Company’s customary annual financial closing and review procedures. NTELOS cautions that its final reported results could vary significantly from these preliminary results.

NTELOS Inc. is a regional integrated communications provider with headquarters in Waynesboro, Virginia. NTELOS offers a broad range of wireless and wireline products and services to customers in Virginia and West Virginia and portions of Kentucky, Tennessee, Ohio and North Carolina. Detailed information about NTELOS is available online at www.ntelos.com.

Cautionary Statement Regarding Forward-Looking Information

This press release and oral statements made from time to time by representatives of the Company may contain "forward-looking" statements concerning the Company's future expectations, financial and operating projections, plans, and strategies. These statements are not guarantees for future performance and involve risks and uncertainties and any significant deviations from these assumptions could cause actual results, performance or achievements of the Company to differ materially from those expressed or implied by such forward-looking statements. The Company undertakes no obligation to revise or update such forward-looking statements to reflect current events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

THIS PRESS RELEASE IS FOR INFORMATIONAL PURPOSES ONLY AND IS NOT AN OFFER TO BUY OR THE SOLICITATION OF AN OFFER TO SELL ANY SHARES, OPTIONS OR WARRANTS. A SOLICITATION OR OFFER TO BUY NTELOS' COMMON STOCK, OPTIONS OR WARRANTS MAY BE MADE, IF AT ALL, PURSUANT TO AN OFFER TO PURCHASE AND RELATED MATERIALS. NTELOS SHAREHOLDERS, OPTION HOLDERS AND WARRANT HOLDERS SHOULD READ THE OFFER TO PURCHASE AND ANY RELATED MATERIALS CAREFULLY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION, INCLUDING THE TERMS AND CONDITIONS OF ANY OFFER.

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