

MEYERS KENNETH R  
Form 4  
January 26, 2012

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
MEYERS KENNETH R

2. Issuer Name and Ticker or Trading Symbol  
TELEPHONE & DATA SYSTEMS INC /DE/ [TDS]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Vice President & CFO

(Last) (First) (Middle)  
TDS, 30 N. LASALLE ST. STE. 4000  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/24/2012

CHICAGO, IL 60602

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Ownership (Instr. 4) |   |           |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-----------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |   |           |
| Common Shares                   | 01/24/2012                           |  | J <sup>(1)</sup>               |   | 3,201.03 <sup>(5)</sup>   | D  | <u>(1)</u> 0                               | I | By 401(k) |
| Special Common Shares           | 01/24/2012                           |  | J <sup>(1)</sup>               |   | 872.59 <sup>(5)</sup>   | D  | <u>(1)</u> 0                               | I | By 401(k) |
| Common Shares                   | 01/24/2012                           |  | J <sup>(1)</sup>               |   | 4,441.39  | A  | <u>(1)</u> 4,441.39 <sup>(4)</sup>         | I | By 401(k) |
| Special Common Shares           | 01/24/2012                           |  | J <sup>(1)</sup>               |   | 31,872.931  | D  | <u>(1)</u> 0                               | D |           |

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|                       |            |                  |            |   |            |             |   |         |
|-----------------------|------------|------------------|------------|---|------------|-------------|---|---------|
| Common Shares         | 01/24/2012 | J <sup>(1)</sup> | 31,872.931 | A | <u>(1)</u> | 31,872.931  | D |         |
| Common Shares         | 01/24/2012 | J <sup>(1)</sup> | 870.8559   | D | <u>(1)</u> | 0           | D |         |
| Common Shares         | 01/24/2012 | J <sup>(1)</sup> | 946.6204   | A | <u>(1)</u> | 32,819.5514 | D |         |
| Common Shares         | 01/24/2012 | J <sup>(1)</sup> | 500        | D | <u>(1)</u> | 0           | I | By Wife |
| Common Shares         | 01/24/2012 | J <sup>(1)</sup> | 543        | A | <u>(1)</u> | 543         | I | By Wife |
| Special Common Shares | 01/24/2012 | J <sup>(1)</sup> | 500        | D | <u>(1)</u> | 0           | I | By Wife |
| Common Shares         | 01/24/2012 | J <sup>(1)</sup> | 500        | A | <u>(1)</u> | 500         | I | By Wife |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 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) |           | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title Underlying Instrument (Instr. 10) |
|--|--|--------------------------------------|--|--------------------------------|--|-----------|--|-----------------|--|
|  |  |                                      |  |                                | (A)  | (D)       | Date Exercisable   | Expiration Date |  |
| Deferred Compensation                      | <u>(1)</u>   | 01/24/2012                           |  | J <sup>(1)</sup>               |  | 15,387.03 | <u>(2)</u>   | <u>(2)</u>      | Special Compensation Shares                |
| Deferred Compensation                      | <u>(1)</u>   | 01/24/2012                           |  | J <sup>(1)</sup>               |  | 15,387.03 | <u>(2)</u>   | <u>(2)</u>      | Common Shares                              |
| Option (Right to Buy)                      | \$ 59.45   | 01/24/2012                           |  | J <sup>(1)</sup>               |  | 52,942    | 12/15/2007   | 07/02/2017      | Special Compensation Shares                |
| Option (Right to Buy)                      | \$ 59.45   | 01/24/2012                           |  | J <sup>(1)</sup>               |  | 52,942    | 12/15/2007   | 07/02/2017      | Common Shares                              |
| Option (Right to Buy)                      | \$ 35.35   | 01/24/2012                           |  | J <sup>(1)</sup>               |  | 93,000    | <u>(3)</u>   | 08/26/2018      | Special Compensation Shares                |

| Option (Right to Buy)  | Price    | Grant Date | Exercise Price   | Quantity | Expiration Date | Termination Date | Notes          |
|------------------------|----------|------------|------------------|----------|-----------------|------------------|----------------|
| Option (Right to Buy)  | \$ 35.35 | 01/24/2012 | J <sup>(1)</sup> | 93,000   |                 |                  | (3) 08/26/2018 |
| Options (Right to Buy) | \$ 26.95 | 01/24/2012 | J <sup>(1)</sup> | 129,400  |                 |                  | (3) 05/20/2019 |
| Option (Right to Buy)  | \$ 26.95 | 01/24/2012 | J <sup>(1)</sup> | 129,400  |                 |                  | (3) 05/20/2019 |
| Option (Right to Buy)  | \$ 26.66 | 01/24/2012 | J <sup>(1)</sup> | 132,500  |                 |                  | (3) 05/25/2020 |
| Option (Right to Buy)  | \$ 26.66 | 01/24/2012 | J <sup>(1)</sup> | 132,500  |                 |                  | (3) 05/25/2020 |
| Option (Right to Buy)  | \$ 29.94 | 01/24/2012 | J <sup>(1)</sup> | 121,200  |                 |                  | (3) 05/13/2021 |
| Option (Right to Buy)  | \$ 29.94 | 01/24/2012 | J <sup>(1)</sup> | 121,200  |                 |                  | (3) 05/13/2021 |
| Restricted Stock Units | (6)      | 01/24/2012 | J <sup>(1)</sup> | 17,000   | 12/15/2012      | 12/15/2012       |                |
| Restricted Stock Units | (6)      | 01/24/2012 | J <sup>(1)</sup> | 17,000   | 12/15/2012      | 12/15/2012       |                |
| Restricted Stock Units | (7)      | 01/24/2012 | J <sup>(1)</sup> | 16,700   | 12/02/2013      | 12/02/2013       |                |
| Restricted Stock Units | (7)      | 01/24/2012 | J <sup>(1)</sup> | 16,700   | 12/02/2013      | 12/02/2013       |                |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| MEYERS KENNETH R<br>TDS<br>30 N. LASALLE ST. STE. 4000<br>CHICAGO, IL 60602 | X             |           | Executive Vice President & CFO |       |

## Signatures

Julie D. Mathews, by power of atty  
01/26/2012

\*\*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).  
Pursuant to a reclassification exempt under Rule 16b-3 and Rule 16b-7, each Special Common Share was reclassified into one Common Share, each Common Share was reclassified into 1.087 Common Shares, and each Series A Common Share was reclassified into 1.087 Series A Common Shares, and each stock award relating to such shares was appropriately adjusted.
- (1) Reporting person deferred bonuses pursuant to the Long Term Incentive Plan. The employer match vests ratably 33%, 33% and 34% per year over a 3 year period, a total of 14,613.24 shares are vested.
- (2) Granted under the 2004 Long Term Incentive Plan. Options vest over a 3 year period with one-third becoming exercisable on the first annual anniversary, one-third on the second annual anniversary and one-third on the third annual anniversary.
- (3) Shares held in the TDS 401(k). The number of shares fluctuates and is attributable to the price of the shares on Jan. 25, 2012.
- (4) Shares held in the TDS 401(k). The number of shares fluctuates and is attributable to the price of the shares on Dec. 31, 2011.
- (5) Restricted stock vests on Dec. 15, 2012.
- (6) Restricted stock vests on Dec. 2, 2013.

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.