

TELEPHONE & DATA SYSTEMS INC /DE/
Form 8-K
April 11, 2005

FORM 8-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 11, 2005

TELEPHONE AND DATA SYSTEMS, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation)

001-14157
(Commission
File Number)

36-2669023
(IRS Employer
Identification No.)

30 North LaSalle Street, Suite 4000, Chicago, Illinois
(Address of principal executive offices)

60602
(Zip Code)

Registrant's telephone number, including area code: (312) 630-1900

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 registrant under any of the following provisions (*see* General Instruction A.2. below):

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.

On April 11, 2005, shareholders of Telephone and Data Systems, Inc. ("TDS") approved the TDS Amended and Restated 2004 Long-Term Incentive Plan, the Amended and Restated 2003 Employee Stock Purchase Plan and an amended Compensation Plan for Non-Employee Directors. The descriptions of such plans are set forth in the proxy statement of TDS dated March 14, 2005 which is incorporated by reference herein. Such descriptions are qualified by reference to the complete terms and conditions of such agreements, which are attached hereto as Exhibit 10.1, Exhibit 10.2 and Exhibit 10.3, respectively.

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

To the extent applicable, the information set forth in Item 8.01 is incorporated by reference herein.

EXHIBIT INDEX

The following exhibits are filed herewith as noted below.

<u>Exhibit No.</u>	<u>Description</u>
3.1	Amendment dated April 11, 2005 to TDS's Restated Certificate of Incorporation, as amended, is hereby incorporated by reference from Exhibit 3 to TDS's Form 8-A as filed with the Securities and Exchange Commission on April 11, 2005
10.1	Amended and Restated 2004 Long-Term Incentive Plan
10.2	Amended and Restated 2003 Employee Stock Purchase Plan
10.3	Compensation Plan for Non-Employee Directors, as amended
99.1	Definitive Proxy Statement of TDS is hereby incorporated by reference to TDS's Schedule 14A as filed with the SEC on March 14, 2005
99.2	Private Securities Litigation Reform Act of 1995 Safe Harbor Cautionary Statement