

Shuma Douglas D
Form 5
January 20, 2012

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Shuma Douglas D

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)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr VP & Corporate Controller

8401 GREENWAY BLVD.

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

MIDDLETON, WI 53562

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Special Common Shares	03/31/2011	Â	J ⁽²⁾	530.204 A	\$ 25.092	3,616.5867 D	Â
Special Common Shares	06/30/2011	Â	J ⁽²⁾	347.136 A	\$ 22.8905	6,280.3627 D	Â

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

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SEC 2270 (9-02)

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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) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title Underlying Instrument (Instr. 3)
					(A)	(D)	Date Exercisable	Expiration Date	
Option (Right to buy)	\$ 35.35	Â	Â	Â	Â	Â	Â <u>(1)</u>	08/26/2018	Special Common Share
Option (Right to buy)	\$ 26.95	Â	Â	Â	Â	Â	Â <u>(3)</u>	05/20/2019	Special Common Share
Option (Right to buy)	\$ 26.66	Â	Â	Â	Â	Â	Â <u>(3)</u>	05/25/2020	Special Common Share
Option (Right to buy)	\$ 29.94	Â	Â	Â	Â	Â	Â <u>(3)</u>	05/13/2021	Special Common Share
Restricted Stock Units	Â	Â	Â	Â	Â	Â	12/15/2012	Â <u>(5)</u>	Special Common Share
Restricted Stock Units	Â	Â	Â	Â	Â	Â	Â <u>(6)</u>	Â <u>(6)</u>	Special Common Share
Option (Right to buy)	\$ 25.092	03/31/2011	Â	J ⁽²⁾	Â	530.204	03/31/2011	03/31/2011	Special Common Share
Option (Right to buy)	\$ 22.8905	06/30/2011	Â	J ⁽²⁾	Â	347.136	06/30/2011	06/30/2011	Special Common Share
Deferred Compensation	Â	12/31/2011	Â	J ⁽⁴⁾	91.788	Â	Â <u>(4)</u>	Â <u>(4)</u>	Special Common Share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shuma Douglas D 8401 GREENWAY BLVD.	Â	Â	Â Sr VP & Corporate Controller	Â

MIDDLETON, WI 53562

Signatures

Julie D. Mathews, by power
of atty

01/20/2012

__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).
- (1) Granted under the 2004 Long Term Incentive Plan. Options vest over a 3 year period with one-third of the number of shares becoming exercisable on Aug. 26, 2009, one-third becoming exercisable on Aug. 26, 2010 and one-third becoming exercisable on Aug. 26, 2011.
- (2) Disposition of option and acquisition of stock under the Telephone and Data Systems, Inc. Employee Stock Purchase Plan.
- (3) Granted under the 2004 Long Term Incentive Plan. Options vest over a 3 year period with one-third of the number of shares becoming exercisable on the first anniversary, one-third on the second annual anniversary and one-third on the third annual anniversary.
- (4) Reporting person deferred performance bonus pursuant to the Long Term Incentive Plan. The employer match vests ratably over a 3 year period at 33%, 33% and 34%. At Dec. 31, 2011, a total of 5,095.681 were vested.
- (5) Restricted stock units vest on Dec. 15, 2012.
- (6) Restricted stock units vest on Dec. 2, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.