

Shuma Douglas D
Form 4
January 26, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Last) (First) (Middle)
8401 GREENWAY BLVD.
(Street)

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

MIDDLETON, WI 53562
(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Special Common Shares | 01/24/2012 | | J(3) | | 6,280.363 | D | (3) 0 |
| Common Shares | 01/24/2012 | | J(3) | | 6,280.363 | A | (3) 6,280.363 |

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.

SEC 1474
(9-02)

Edgar Filing: Shuma Douglas D - Form 4

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 of Underlying Instrument (Instr. 7) |
|--|--|--------------------------------------|--|--------------------------------|--|-----------|--|-----------------|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | |
| Deferred Compensation | (3) | 01/24/2012 | | J(3) | | 5,437.823 | (4) | (4) | Special Compensation Shares |
| Deferred Compensation | (3) | 01/24/2012 | | J(3) | 5,437.823 | | (4) | (4) | Common Shares |
| Stock Option (Right to buy) | \$ 35.35 | 01/24/2012 | | J(3) | | 15,300 | (5) | 08/26/2018 | Special Compensation Shares |
| Stock Option (Right to buy) | \$ 35.35 | 01/24/2012 | | J(3) | 15,300 | | (5) | 08/26/2018 | Common Shares |
| Stock Option (Right to buy) | \$ 26.95 | 01/24/2012 | | J(3) | | 22,680 | (5) | 05/20/2019 | Special Compensation Shares |
| Stock Option (Right to buy) | \$ 26.95 | 01/24/2012 | | J(3) | 22,680 | | (5) | 05/20/2019 | Common Shares |
| Stock Option (Right to buy) | \$ 26.66 | 01/24/2012 | | J(3) | | 24,600 | (5) | 05/25/2020 | Special Compensation Shares |
| Stock Option (Right to buy) | \$ 26.66 | 01/24/2012 | | J(3) | 24,600 | | (5) | 05/25/2020 | Common Shares |
| Stock Option (Right to buy) | \$ 29.94 | 01/24/2012 | | J(3) | | 21,500 | (5) | 05/13/2021 | Special Compensation Shares |
| Stock Option (Right to buy) | \$ 29.94 | 01/24/2012 | | J(3) | 21,500 | | (5) | 05/13/2021 | Common Shares |
| Restricted Stock Units | (1) | 01/24/2012 | | J(3) | | 3,200 | 12/15/2012 | 12/15/2012 | Special Compensation Shares |
| Restricted Stock Units | (1) | 01/24/2012 | | J(3) | 3,200 | | 12/15/2012 | 12/15/2012 | Common Shares |
| Restricted Stock Units | (2) | 01/24/2012 | | J(3) | | 3,200 | 12/02/2013 | 12/02/2013 | Special Compensation Shares |
| | (2) | 01/24/2012 | | J(3) | 3,200 | | 12/02/2013 | 12/02/2013 | |

Restricted
Stock Units

Co
S

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Shuma Douglas D 8401 GREENWAY BLVD. MIDDLETON, WI 53562 | | | Sr VP & Corporate Controller | |

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).
- (1) Restricted stock that vests Dec. 15, 2012.
- (2) Restricted stock that vests Dec. 2, 2013.
- (3) 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.
- (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) Granted under the 2004 Long Term Incentive Plan. Options vest over a 3 year period, with one-third vesting on the first annual anniversary, one-third vesting on the second annual anniversary and one-third vesting on the third annual anniversary.

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.