ALLTEL CORP

Form 5

February 18, 2003

SEC Form 5

FORM 5		UNITED STATES SECURITIES AND EXCHANGE COMMISSION						Ol	MB APPROVAL
[] Check this box if no longer subject to Section 16. Form 4 or Form		Washington, D.C. 20549							mber: 3235-0362
5 obligations may continue. See Instruction 1(b).								Expires: January 31, 2005 Estimated average burden hours per response 0.5	
[]Form 3 Holdings Reported []Form 4 Transactions Reported		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						, nours per	response 0.3
1. Name and Address of Reporting Person* Fox, Jeffrey H.		ū	2. Issuer Name a				ationship of Reporting Person(s) to (Check all applicable)		
(Last) (First) One Allied Drive		(Middle) 3. I.R.S. Identific Number of Rep Person, if an er (voluntary)		ation porting	4. Statement for Month/Day/Year December 31, 2002		Director 10% Owner		
(Street) Little Rock, AR 72202					5. If Amendment, Date of Original (Month/Day/Year)		Officer/Other Description Group President - Information Services 7. Individual or Joint/Group Filing (Check Applicable Line) X Individual Filing Joint/Group Filing		
(City) (State)		(Zip)							
Table I - Non-Deriv	vative Secur	ities Acquired	, Disposed of, or	Beneficially O	wned				
1. Title of Security 2 (Instr. 3)	Transaction (Month/Day	y/Year) E D	Deemed xecution ate, if any Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficiall Owned at End of Issuer's Fis Year (Instr. 3 an	y F D cal Ir	Owner- hip oorm: Direct(D) r ndirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					Amount A/D Price				
Common Stock 1	2/26/2002			G	471.00 D	10,23	0.00	D	
Common Stock						1	0.00	I	By Spouse-Custodian for Son

If the form is filed by more than one reporting person, see instruction 4(b)(v).

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.

(over) SEC 2270 (7-02)

Fox, Jeffrey H. - December 31, 2002

Form 5 (continued)

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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 2. Conver-3A. Deemed 5. Number 6. Date 7. Title and 8. Price 9. Number of 10. 11. Nature Derivative sion or Transaction Execution Exercisable(DE) and Amount of Derivative Owner-Indirect Transaction Underlying Date Derivative Expiration Derivative Securities Benefic Security Exercise Date, if ship Code (Instr. 3) Price of Securities Date(ED) Securities Security Beneficially Owners any Form of (Month/ (Month/Day/Year) (Instr.4) Deri-Acquired (Instr. 3 (Instr.5) Owned Derivvative Day/ (Month/ and 4) at End of ative (A) Security Year) Day/ Year Security: Year) Disposed Direct (Instr.4) (D) Of (D) (Instr. 3,4 Indirect and 5) (I) (Instr.4) (DE) - 1 (ED) Incentive Common 7,860.00 \$31.13 D Stock - 0.00 Stock Option Incentive Common \$32.00 3,125.00 D Stock - 0.00 Stock Option Incentive Common \$34.50 2,898.00 D Stock - 0.00 Stock Option Incentive Common \$65.06 1,536.00 D Stock - 0.00 Stock Option Common Incentive \$68.25 1,465.00 Stock -D Stock Option 1,465.00 Incentive Common \$63.75 1.00 D Stock - 1.00 Stock Option Common Incentive Stock -1,473.00 \$67.88 D Stock Option 1,473.00 Common Incentive Stock -\$56.07 1,783.00 D Stock Option 1,783.00 Non-Qualified Common \$31.13 33,940.00 D Stock - 0.00 Stock Option Non-Qualified Common 46,875.00 \$32.00 D Stock - 0.00 Stock Option Non-Qualified Common \$34.50 347,102.00 Stock - 0.00 Stock Option Non-Qualified Common D \$65.06 98,464.00 Stock Option Stock - 0.00 Common Non-Qualified 73,535.00 \$68.25 Stock D Stock Option 73,535.00 Common Non-Qualified 349,999.00 \$63.75 Stock D Stock Option 349,999.00 Common Non-Qualified \$67.88 Stock 108,527.00 D Stock Option 108,527.00 Common Non-Qualified \$56.07 Stock -148,217.00 D Stock Option 148,217.00

Explanation of Responses:

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** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

/s/ Jeffrey H. Fox

** Signature of Reporting Person
Date

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